



EXHIBIT B:  
COVERSHEET, AGREEMENT AND CERTIFICATION FOR  
STATE OF NEW JERSEY DEPARTMENT OF LAW & PUBLIC SAFETY, DIVISION OF LAW  
PROPOSAL FOR SPECIAL COUNSEL DESIGNATION

Name of Special Counsel RFQ to which you are responding:

PROPERTY ACQUISITION AND CONDEMNATION PROPOSAL

Firm Name: Carella, Byrne, Cecchi, Olstein, Brody & Agnello, PC

Firm Address: 5 Becker Farm Road

Roseland, New Jersey 07068

Number of Attorneys in the Firm: 31

Attorney to Contact for this Proposal: Charles C. Carella, Esq.

Telephone Number of Contact for this Proposal: (973) 994-1700

Email Address of Contact for this Proposal: cccarella@carellabyrne.com

AGREEMENT AND CERTIFICATION

By submitting this proposal:

I agree, on behalf of my firm, that my firm will abide by the Outside Counsel Guidelines available at: <http://www.nj.gov/oag/law/rfqs.htm> and with any updates thereto during the term of a Special Counsel Designation and in the event that my firm is retained by the Division of Law.

I understand that in the event that my firm is selected and receives a Special Counsel Designation, the Special Counsel Designation is not a guarantee that my firm will be retained for any matter.

I agree that in the event that my firm receives a Special Counsel Designation and is retained, my firm shall bill at the rates [set forth in the RFQ/set forth in the Special Counsel Designation], and that the rates shall not increase during the term of the Special Counsel Designation.

I am confirming all of the Statements in the RFQ that my firm is required to confirm.

I warrant that I have the authority to bind my firm to the Proposal submitted and to any retention my firm may receive as a result.

I certify that the information in this proposal has been reviewed by me and is true and accurate to the best of my knowledge.

Charles C. Carella  
Signature of Contact Attorney

October 10, 2013  
Date

**PROPOSAL  
OF  
CARELLA, BYRNE, CECCHI, OLSTEIN, BRODY & AGNELLO, P.C.  
TO THE  
OCTOBER 3, 2013 REQUEST FOR QUALIFICATIONS  
FOR  
SPECIAL COUNSEL FOR  
PROPERTY ACQUISITIONS AND CONDEMNATION LITIGATION  
ISSUED BY THE STATE OF NEW JERSEY,  
DEPARTMENT OF LAW AND PUBLIC SAFETY**

**HON. JOHN JAY HOFFMAN,  
ACTING ATTORNEY GENERAL  
STATE OF NEW JERSEY  
DEPARTMENT OF LAW AND PUBLIC SAFETY  
DIVISION OF LAW  
RICHARD J. HUGHES JUSTICE COMPLEX  
25 WEST MARKET STREET  
P.O. BOX 112  
TRENTON, NEW JERSEY 08625-0112**

**CARELLA, BYRNE, CECCHI,  
OLSTEIN, BRODY & AGNELLO, P.C.  
5 Becker Farm Road  
Roseland, New Jersey 07068  
(973) 994-1700  
Charles C. Carella, Esq.**

**PROPOSAL OF CARELLA, BYRNE, CECCHI, OLSTEIN, BRODY & ANGELLO, P.C.  
TO ATTORNEY GENERAL'S REQUEST AS TO QUALIFICATIONS FOR  
DESIGNATION AS SPECIAL COUNSEL FOR PROPERTY ACQUISITIONS AND  
CONDEMNATION LITIGATION**

**1. Information Responsive to RFQ Section 6.2, Firm Profile and Experience**

A. Carella, Byrne, Cecchi, Olstein, Brody & Agnello, P.C., formerly known as Carella, Byrne, Bain, Gilfillan, Cecchi, Stewart & Olstein, P.C. ("Carella Byrne"), was established on March 1, 1976.

B. Carella Byrne is a highly diversified, full-service law firm with an exceptional team of attorneys who represent a depth of experience and wide range of expertise. The complementary skills of these attorneys enable the firm to remain highly responsive to clients' needs and to provide professional, efficient cost-effective counsel on their behalf. Carella Byrne is a full service, general practice law firm and provides services to its clients in the diverse fields of complex civil litigation, including asset recovery, condemnation, chancery, construction, contract, commercial, employment, environmental, insurance, tax lien and mortgage foreclosure, municipal, securities fraud, trade secret and zoning and real estate litigation; criminal litigation; appeals; bankruptcy and insolvency proceedings; the securing, licensing and protecting of intellectual property rights including patents, trademarks and copyrights, prosecution and defense of patent and trademark infringement litigation; corporate, real estate, design-build, transactional and financial representation; administrative law; service to the health care industry, and is a nationally recognized bond counsel firm which has provided representation which has resulted in the issuance of billions of dollars of tax-exempt financing for municipalities, counties and State authorities.

Carella Byrne has demonstrated an extensive range of capabilities and expertise in litigation matters, environmental claims, appeals, real estate matters, design-build, and bankruptcy and insolvency proceedings. The firm's expertise is not only broad in scope but also diversified in perspective. Clients benefit from the dynamic interaction of the attorneys who notably have served as: judges, prosecutors, and trial and transactional lawyers; elected officials and members of regulatory agencies; scientists and engineers; directors of corporations and institutions; legal editors and educators. Each attorney provides an invaluable perspective and as an aggregate provide unparalleled insight to client counseling.

The firm has prosecuted and defended cases throughout the United States at every level of the Federal and State trial and appellate court systems. The firm's attorneys have also practiced in courts throughout Europe and the Middle East. Carella Byrne's experience includes extensive trial work at all levels of the judicial system. The attorneys in the General and Complex Litigation Department are skilled practitioners who have conducted trials, both bench and jury, and appeals before the State and Federal Courts, as well as binding arbitrations, mediations, and alternative dispute resolution matters. Firm attorneys have also been appointed by State and Federal

Courts as trustees, special agents, receivers and other court appointed positions in significant and complex judicial proceedings.

A number of attorneys have expertise in condemnation litigations, in real estate law, environmental claims, in design-build projects, in construction litigation, in appeals, and in bankruptcy and insolvency proceedings.

A number of attorneys have special expertise in all aspects of labor relations and routinely handle matters in both the public and private sectors, including proceedings before the National Labor Relations Board and the Public Employment Relations Commission. In this field, the firm's attorneys aggressively represent clients as management spokesperson in collective bargaining negotiations, special litigation counsel in ERISA-related litigation, and trustees on Taft-Hartley-regulated pension and welfare funds.

C. Carella Byrne currently employs thirty-one (31) licensed attorneys, including eighteen (18) partners, four (4) of-counsel and nine (9) associates. The firm carries a twelve (12) employee legal support staff, consisting of legal assistants, paralegals and law clerks, and employs another thirty-one (31) non-legal support staff. Carella Byrne is an equal opportunity employer.

D. Under the RFQ, Carella Byrne is a medium to large sized firm.

E. Carella Byrne supports diversity and the advancement of women and minorities in the firm. The firm has two woman partners, Melissa E. Flax and Caroline F. Bartlett. In addition, the firm employs two (2) other female attorneys: associates Megan A. Natale and Amanda J. Barisich. The firm has one African American partner, G. Glennon Troublefield. The firm's equity partners do not include a woman or minority.

F. Carella Byrne's office is located at 5 Becker Farm Road, Roseland, New Jersey 07068, where all of the attorneys discussed in this Proposal are in residence. Importantly, no attorney who is not licensed to practice law in the State of New Jersey will be assigned to provide any of the requested services if Carella Byrne receives designation from the Attorney General pursuant to this RFQ.

G. State of New Jersey agencies or departments represented by the firm during the last five (5) years include:

New Jersey Schools Development Authority and the New Jersey Schools Construction Corporation. The firm has represented the NJSDA and NJSCC since 2003 as outside counsel in connection with the prosecution of some thirty-six (36) property condemnation cases, including negotiating and closing purchases in lieu of condemnation and litigating condemnation proceedings through jury trial, if necessary. The firm's contact for litigation at the NJSDA is Associate Counsel Sandra Vieser, phone number (609) 633-0704. The firm's contacts at the Attorney General's Office were Deputy Attorney General George Ljutich as to litigated matters, phone number

(609) 292-5936, and as to non-litigated matters Deputy Attorney General Gary Kotler, phone number (609) 984-8150;

New Jersey Higher Education Student Assistance Authority. The firm served as bond counsel for the Authority during the period 1991 to 2006. The contact was Mr. Eugene Hutchins, CFO, New Jersey Higher Education Student Assistance Authority, 4 Quakerbridge Plaza, P.O. Box 540, Building 2, Trenton, New Jersey 08625, phone number (609) 588-4584;

New Jersey Economic Development Authority. The firm served as bond counsel for the Authority from 1981 to 2013. The contact is the Authority's Executive Director, Ms. Caren Franzini, New Jersey Economic Development Authority, 36 West State Street, Trenton, New Jersey 08625;

Department of Law and Public Safety, Division of Law. The firm represented the State in Christine Hogan, et al. v. Middlesex County, et al., Superior Court of New Jersey, Law Division, Docket No. ESX-L-1933-04, as assigned Special Counsel. This representation was from July 2004 through April 2007, and was resolved by settlement through mediation. The firm's contact attorney was Deputy Attorney General Ellen M. Hale, phone number (609) 777-3410;

New Jersey Sports and Exposition Authority. The firm served as outside special counsel to the Exposition Authority from December 2004 to January 2010 in connection with negotiations relating to the Giants Stadium facilities, training facilities and leases between the Authority, the New York Football Giants and the New York Football Jets. The contact is the Authority General Counsel, Mark Stefanacci, Esq., New Jersey Sports and Exposition Authority, 50 Route 120, East Rutherford, New Jersey 07073;

N.J. Dept. of Treasury, New Jersey Division of Pensions. The firm represented the State in Treasurer of New Jersey v. AOL Time Warner, an action instituted in the Superior Court of New Jersey, Law Division of Mercer County. This representation was from approximately January 2003 until June 2005. In the action, the State alleged New Jersey state law claims of securities fraud and common law fraud against AOL Time Warner. The firm, together with its outside New York co-counsel, negotiated a substantial settlement. The firm's contact attorneys were Assistant Attorney General Nancy Kaplen, phone number (609) 292-4965 and Deputy Attorney General Carol G. Jacobsen, phone number (973) 648-4447;

Treasurer of New Jersey, Unclaimed Property Division. The firm represented the State of New Jersey, together with the States of Virginia and Florida, as lead counsel to the Lead States in Allapattah Services, Inc., et al. v. Exxon Corp., United States district Court, Southern District of Florida. The firm was responsible for insuring the integrity of the claims distribution process through adversarial proceedings for the payment of claims. The contact is Assistant Attorney General Robert Romano, Assistant Attorney General, phone number (609) 984-4964;

Department of Law and Public Safety, Division of Law. In the action entitled Peter C. Harvey, Attorney General of New Jersey, et al. v. Clover Management Group, Inc., Superior Court of New Jersey, Chancery Division of Essex County, Docket No. ESX-C-69-04, Charles C. Carella was the equitable and statutory receiver for the defendants, appointed with the approval of the Attorney General's Office in this New Jersey securities fraud action. A. Richard Ross and Brian H. Fenlon served as court appointed counsel to the Receiver, and worked in close consultation and cooperation with the DAGs during prosecution of this action. The firm's involvement began in March 2004. The Receiver was charged with securing and liquidating all assets of the defendant entities and instituting, overseeing and managing a claims submission and distribution process, under the auspices of the Superior Court, Chancery Division. The amount of the assets recovered by the firm exceeded \$4 million. The contact is Deputy Attorney General Anna M. Lascurain, phone number (973) 648-2893.

H. Identify any New Jersey State Agencies or Departments before or against which the firm has regularly appeared on behalf of other clients.

The firm has within the last eight years represented several clients having contested permit and enforcement related matters with the State of New Jersey, Department of Environmental Protection, before the Office of Administrative Law and/or the Superior Court of New Jersey. Our employment attorneys have handled several matters before the New Jersey Division of Civil Rights on behalf of employers.

I. None.

J. The firm has represented the following governmental entities, agencies or political sub-divisions, other than the State of New Jersey.

1. Township of Chatham, New Jersey – Carl R. Woodward, III has served as the Township Attorney for this municipality since 1992. In this capacity, the firm has represented Chatham Township in numerous environmental, prerogative writs, commercial, construction, tax appeal and other litigated matters, and provided general municipal corporate legal advice. The firm has also served as bond counsel to Chatham Township since 1990.

2. Borough of New Providence, New Jersey – Carl R. Woodward, III has served as Borough Attorney for this municipality since 1995. In this capacity, the firm has represented New Providence in numerous construction, commercial, prerogative writs, employment and CEPA related actions and provided general municipal corporate legal advice.

3. Township of Cranford, New Jersey – Carl R. Woodward, III has served Cranford as its Township Attorney from January 2007 through 2010. In this capacity, the firm has provided representation to Cranford in a number of civil litigation matters and provided general municipal corporate advice.

4. Passaic Valley Sewerage Commissioners – the firm has served as bond counsel from 1990 to 2009. Charles C. Carella also served as Chief Counsel to the Commissioners from 1976 to 1981.

5. Borough of Caldwell, New Jersey – the firm has served as bond counsel since 1990 through 2009.

6. Township of Lyndhurst, New Jersey – the firm served as bond counsel from 1990 to 2005.

7. Township of Nutley, New Jersey – the firm has served as bond counsel from 1990 to 2013.

8. Passaic County – the firm has served as bond counsel from 1999 through 2008.

9. Bergen County – the firm has served as bond counsel from 2000 through 2010.

10. Bergen County Improvement Authority – the firm has served as bond counsel from 2000 to 2013.

11. Borough of Roseland, New Jersey – the firm has served as bond counsel from 2007 through 2009.

12. Township of Nutley, New Jersey – Charles M. Carella served as the Township Attorney for Nutley from 1999 to 2004. In this capacity, the firm provided general municipal corporate advice to Nutley.

13. Borough of Madison, New Jersey – the firm has represented the Borough in several bankruptcy matters since 2001.

K. Carella Byrne's approach to maintaining responsive communication with the Division of Law and keeping the Attorney General's office fully informed of the progress of any assigned matters, and any problems or other issues which might arise therein, will be exactly as the firm has undertaken in its representation of the State in the AOL Time Warner, Allapattah, Clover and Christine Hogan matters. In those cases, the firm has maintained regular communication with and kept the DAG contacts continually informed of the progress and status of the cases, seeking input as to course of action with respect to discovery issues, motion practice, prosecution of the litigation, and possibilities for settlement through mediation. The attorneys assigned to any case will be in regular communication with the contact DAGs throughout the prosecution of the case, providing copies of all pleadings, discovery and motions exchanged between the firm and adversary counsel. The firm will seek the Division of Law's approval of any necessary liability or damages expert witnesses in advance of retention. In short,

Carella Byrne will, in any designated matters, keep the Division of Law integrally informed of each significant step and phase of each assigned case.

L. Attached to this Proposal is a listing of Carella Byrne's major private and public sector clients.

**2. Information Responsive to RFQ Section 6.3, Qualifications and Experience in Area of Law**

M. Carella Byrne has extensive knowledge and experience in litigation pertaining to property acquisition and condemnation litigation generally, having been doing it on a regular basis for the past ten years. All condemnation cases involved the analysis and use of appraisals and expert testimony (fields of appraising, some including planning, and some including engineering).

All cases involved the Eminent Domain Act of 1971, N.J.S.A. 20:3-1 et seq. Some involved the Uniform Relocation Assistance and Real Property Acquisition Policy Act of 1970.

Approximately thirty-six (36) condemnation cases have been litigated for the New Jersey Schools Development Authority and the New Jersey Schools Construction Corporation (with many having been very successfully concluded, by way of settlement prior to trial, at trial, as a result of a jury adjudication, or by Appellate Division affirmation).

Many additional properties were acquired contractually by deeds in lieu of condemnation.

Numerous environmental claims were resolved by negotiation, and others by means of judicial process.

Significant condemnation cases include:

1. **Passaic Leonard Place ECC and Board of Education.** Seven condemnation actions were instituted on behalf of the New Jersey Schools Development Authority, six (6) matters, including the Doren action, having become final at/or very close to the New Jersey Schools Development Authority's appraised values. The largest involve the extremely complex Montauk Theatre and Passaic Hotel Properties. In addition to just compensation issues, the owners initially seeking some \$60,000,000.00. The hotel case concluded in a very favorable jury verdict of \$2,400,000 against the owner's \$2,900,000 valuation versus the New Jersey Schools Development Authority's valuation of \$2,100,000.

The theatre case was settled on the eve of trial, at a very favorable number.



Environmental claims, in litigation, were recently resolved for payment in full of all NJSDA expenditures to date.

Major issues arose, inter alia, as to access, tenancies and personal property. Each step of the way, favorable Court decisions and other forms of positive resolution were accomplished.

1. **Deluxe Properties, Inc.** Two complex cases have concluded, on behalf of the New Jersey Schools Development Authority, one being a condemnation action wherein Deluxe Properties, Inc. sought \$1,450,000.00. There was a jury adjudication at \$1,205,000.00, a very favorable outcome for the New Jersey Schools Development Authority. The other action involved a myriad of claims brought by Deluxe Properties, Inc. against the New Jersey Schools Development Authority, including payments under agreements not to lease property and damages to the building—approximately \$1,000,000.00 being sought. During trial, and after effective testimony and cross-examination, a settlement was reached for the very favorable sum of \$240,000.00. Additionally, as a result of the settlement therein, an appeal taken by Deluxe Properties, Inc. as to the condemnation award was dismissed and all other potential claims against the New Jersey Schools Development Authority were released.

2. **Passaic Leonard Place ECC and Board of Education.** Seven condemnation actions were instituted on behalf of the New Jersey Schools Development Authority, six (6) matters, including the Doren action, having become final at/or very close to the New Jersey Schools Development Authority's appraised values. The largest involve the extremely complex Montauk Theatre and Passaic Hotel Properties. In addition to just compensation issues, the owners initially seeking some \$60,000,000.00. The hotel case concluded in a very favorable jury verdict of \$2,400,000 against the owner's \$2,900,000 valuation versus the New Jersey Schools Development Authority's valuation of \$2,100,000.

The theatre case was settled on the eve of trial, at a very favorable number.

Environmental claims, in litigation, were recently resolved for payment in full of all NJSDA expenditures to date.

Major issues arose, inter alia, as to access, tenancies and personal property. Each step of the way, favorable Court decisions and other forms of positive resolution were accomplished.

3. **Warminster Investments Corporation.** A condemnation action was instituted on behalf of the New Jersey Schools Construction Corporation, as to a four-story masonry and steel multi-tenant industrial building located in West New York, New Jersey containing 95,800 square feet and a rentable area of 79,378 square feet, comprising approximately 1.15 acres. The property was appraised at approximately \$5,000,000 by the condemning authority and the owner contended that the building could be converted to a 90 unit residential development by rehabbing the building,

adding floors and doing certain expansions, valuing the premises at approximately \$10,000,000. Numerous experts were engaged by both sides, the condemning authority having an appraiser, an architect, an engineer and a cost consultant, with the owner having an appraiser, an architect and a planner. After a nine (9) day trial, a jury verdict came in at under \$6,000,000. An agreement was subsequently reached to give the condemning authority a full credit for an environmental deduct. The matter was on appeal, the Appellate Division affirming the trial court's adjudication.

4. **Shadrall**. A condemnation action was instituted, on behalf of the New Jersey Schools Construction Corporation, as to real estate in Jersey City used for a supermarket, with the site having substantial chromium contamination. The matter was settled on the eve of trial, for \$2,800,000, a substantial reduction from Shadrall's appraised value. Environmental issues ensued, with numerous court hearings pertaining thereto. Various applications were made through the New Jersey Supreme Court, with a cost recovery action subsequently being instituted through the Attorney General's Office, after this office declined to handle it due to a possible conflict.

5. **5711 Rothchild Holdings, LLC**. A condemnation action was commenced on behalf of the New Jersey Schools Construction Corporation, as to an industrial building located in West New York, New Jersey. At trial, after several days of settlement negotiations, and prior to jury selection, the matter was settled at \$3,250,000, a substantial reduction from the owner's appraised value. A plenary hearing subsequently took place as to environmental issues at the site, with expert testimony being taken on both sides, with Judge Gallipoli ruling that the condemning authority was entitled to the full amount of the environmental claim of some \$57,000.

6. **Roosevelt Gordon**. A condemnation action was instituted as to real estate located in West New York, New Jersey containing an auto repair facility and land use for the storage of buses. The condemning authority valued the property at \$850,000 and the owner's appraiser valued the property at \$1,388,000. Close to trial, the matter was settled at \$1,100,000. Subsequently, environmental issues evolved as to substantial amounts of onsite contamination, with a reasonableness hearing being sought by counsel for the owner, and after a series of meetings and court hearings, the matter is in review pending analysis of numerous environmental reports by counsel for Roosevelt Gordon.

7. **Mt. Pleasant Development, LLC**. A condemnation action was instituted on behalf of the New Jersey Construction Corporation, as to real estate being developed for seven 2 and 3 family homes under construction in the City of Newark. The condemning authority valued the real estate at \$1,510,000 and Mt. Pleasant's appraiser valued the real estate at \$2,075,000. At trial, upon a jury panel to be voir dired, the matter was settled at \$1,775,000. Environmental issues proceeded, with a reasonableness hearing held, with a split Court adjudication due to shaky proofs available.

9. **Boilers-R-Us LLC**. A condemnation action was instituted as to a multi-story building in the City of Newark. At trial, the matter was settled for \$137,500 (the authority's appraised value being \$91,000 and Boiler's appraised value being \$182,000).

10. **Essex Orange Equity, LLC**. A condemnation action was instituted as to a partial taking in the City of Orange wherein Essex Orange was proceeding for large scale development approvals. Several appearances were made at planning board hearings, with favorable determinations to the condemning authority. The matter was ultimately settled prior to trial at \$167,500, the authority's appraiser being at \$140,000 and Essex Orange's appraiser being at \$360,000.

11. **Superior Manufacturing Property Management, LLC**. A condemnation action was instituted as to property containing improvements. Superior contended that a 15 unit condominium complex could be built. On the eve of trial, the matter was settled at \$611,000, with the authority's appraisal being at \$550,000 and Superior's appraisal being at \$690,000 (the authority receiving a full environmental credit against this sum).

12. **Pan America Thread & Trimmings, Inc.** A condemnation action was instituted as to property containing an improvement. Pan America contended that the property could be converted to two, two-family dwelling sites. Issues arose as to whether Pan America had proper expert reports in order to proceed in court. At trial, the matter was settled at a rather favorable number to the condemning authority, with a very favorable mix as to an environmental credit being given to the condemning authority.

13. **47 Garden Street Corp.** A condemnation action was commenced as to a retail paint store, warehouse and multiple parking lots in Passaic, New Jersey. The matter was ultimately resolved by a settlement in the amount of \$920,000 (the authority's appraised value being \$800,000 and 47 Garden Street's appraised value being \$1,065,000), with a full environmental credit being deducted from the \$920,000 (\$30,000).

14. **Susa**. This matter involved a large self-storage facility to be acquired by the New Jersey Schools Construction Corporation, in West New York, New Jersey. Extensive meetings took place with counsel for the owner and contracts were drawn and redrawn. Due to contractual issues, the matter had to resolve through a condemnation action, with an agreed price in excess of \$3,000,000. Extensive discussions and agreements ensued as to the unloading of hundreds of storage holders from the facility.

15. **Guppy Holdings, L.L.C.** A condemnation action with numerous appeals, resulting in a jury verdict at the NJSDA number and all appeals being dismissed.

N. The following members of our firm possess special training and experience that unquestionably would assist the Division of Law as special counsel in condemnation litigation and property acquisitions as to the subject matter:

1. Charles C. Carella served as an Assistant Prosecutor and Special Prosecutor for Essex County, was Director of the New Jersey Lottery Commission and Executive Secretary to the Governor of New Jersey, 1975-1976. He has appeared on numerous occasions before the New Jersey Board of Public Utilities in all forms of utility matters and has served and been appointed as special agent, trustee and receiver in matters initiated by the Federal Trade Commission, Securities and Exchange Commission, the U. S. District Court, District of New Jersey and Superior Court of New Jersey, Chancery Division;

2. Avram S. Eule has extensive experience in complex civil litigation before the State Courts, including expertise in eminent domain/condemnation, commercial and real estate litigation, environmental claims, appeals, transactional work and commercial and residential real estate transactions (acquisitions and sales);

3. Donald F. Miceli has substantial experience involving State and Federal taxation, taxation litigation and ratemaking matters before the New Jersey Board of Public Utilities. He has served as Assistant Corporation Counsel to the City of Newark and tax consultant to the Essex County Board of Taxation. He also has experience in eminent domain/ condemnation, real estate litigation and commercial real estate transactions;

4. Carl R. Woodward, III possesses extensive experience in environmental law, municipal law, zoning and planning, insurance and State and Federal civil rights litigation before State and Federal Courts and in arbitrations. He served as an Assistant United States Attorney in the District of New Jersey from 1971-1978, with particular emphasis on environmental matters. He is currently the municipal attorney for Chatham Township and New Providence. He previously served as Township Attorney for the Township of Cranford, Board Attorney for Chatham Township Board of Adjustment and the New Providence Planning Board. Mr. Woodward has been an adjunct professor of law at Seton Hall Law School and currently serves as trustee of the New Jersey Institute of Local Government Attorneys; and

5. Richard K. Matanle, II has extensive experience in real estate transactions, including commercial leasing, as well as broad experience in real estate, commercial lending, general contract, construction contract, and business matters, as well as commercial litigation.

O. Less than ten (10%) percent.

P. Charles C. Carella, Esq., Avram S. Eule, Esq., Donald F. Miceli, Esq., Richard K. Matanle, Esq., and Carl R. Woodward, III, Esq. Paralegals to be assigned as

necessary. Avram S. Eule, Esq. has been doing extensive condemnation work by the NJSDA, and its predecessor, the NJSCC, for the past ten (10) years.

Q. Charles C. Carella, Esq. shall supervise the work. Work to be staffed by Avram S. Eule, Esq. (75%), Donald F. Miceli, Esq., Richard K. Matanle, Esq., and Carl R. Woodward, III, Esq., (collectively 25%). Paralegals to be assigned as necessary. Avram S. Eule, Esq. has been doing extensive condemnation work by the NJSDA, and its predecessor the NJSCC, for the past ten (10) years. Donald F. Miceli, Esq., Richard K. Matanle, Esq. and Carl R. Woodward, III, Esq. have been doing condemnation work for the NJSDA/NJSCC over the past ten years. Numerous cases have been tried by each of these attorneys, particularly by Avram S. Eule, Esq.

Attached to this Proposal are detailed resumes for the attorneys who would staff the work.

### **3. Information Responsive to RFQ Section 6.4, Other Qualification Information**

A. Identify all adverse determinations against Carella Byrne or any of its partners, associates or employees.

1. A \$15,000 sanction was imposed in March 2004 against the firm by the Superior Court under R. 1:4-8 in the matter entitled Nicholas Masone v. Carl S. Levine, Esq., et al., Superior Court of New Jersey, Law Division, Civil Part of Essex County. The sanction was appealed and affirmed by the Superior Court, Appellate Division.

B. None.

C. None.

D. Carella Byrne's malpractice insurance carrier is Lloyds of London, and its liability policy carries a limit of \$10,000,000.

E. All trial and appellate litigation costs, including any necessary bonds, incurred in connection with our prosecution of any assigned litigation will be billed in monthly invoices submitted in compliance with the Attorney General's Standards for Submittal and Review of Special Counsel invoices. Carella Byrne confirms that should any sanction be imposed against it in a matter in which it serves as Special Counsel (under Fed. R. Civ. P. 11 or R. 1:4-8), the firm will cover said potential liability. If a sanction under those rules were to be imposed directly upon the State as the client, the payment of same would necessarily be addressed within the requirements of said court rules.

F. Yes.

G. Yes.

Our understanding of Exhibit A to Special Counsel Retention Agreements is that it and the items required therein need not be submitted at this time.

Based on the foregoing, Carella Byrne respectfully seeks designation and appointment by the Attorney General to the list of outside Special Counsel to represent the Department of Law and Public Safety, Division of Law, in property acquisitions and condemnation litigation.

Thank you for your consideration of this Proposal.

Respectfully submitted,

CARELLA, BYRNE, CECCHI,  
OLSTEIN, BRODY & AGNELLO, P.C.

By:   
\_\_\_\_\_  
CHARLES C. CARELLA

Dated: October 10, 2013

DOCSLIB-#533898-v1

# Representative Clients

Carella, Byrne, Cecchi, Olstein, Brody & Agnello, P.C. represents a wide spectrum of clients, ranging from Fortune 500 companies to prominent municipal and educational institutions. Other notable clientele includes:

- Acrow Corporation of America
- Aniero Concrete Co., Inc.
- Archdiocese of Newark
- Borough of New Providence
- Cambridge Pavers
- CPC International, Inc.
- Catholic Charities
- Central Parking of N.J.
- Chemtura Corporation
- Climax Vertical Integration of N.Y., L.L.C.
- Cooper Industries, Inc.
- County of Bergen
- Dish Network
- E.J. Brooks
- Echostar Satellite, L.L.C.
- Fellowship Village
- General Dynamics
- Graytor Printing Co., Inc.
- Handy & Harman
- Herbert L. Jamison & Co., L.L.C.
- Homestead Insurance Company
- Honeywell International, Inc.
- IPF International, Inc.
- Keebler Corporation
- LaCena Fine Foods, Ltd.
- Marjam Supply Co.
- Mars, Inc.
- Mid-Atlantic Dyers Vacation & Welfare Fund
- Mount Carmel Guild
- New Jersey Natural Gas Company
- New Jersey Property Liability Insurance Guaranty Association
- New Jersey Schools Development Authority
- Operating Engineers Local 825 Fund Service Facilities
- Pride Solvents & Chemical Co. of N.J.
- Prudential Insurance Co.
- Ricoh Corp.
- Schumag Machinery, Inc.
- Siperstein Paint Corporation
- Tecknit, Inc.
- Textile Workers & Pension Fund
- Total Lubricants U.S.A., Inc.
- Township of Chatman
- Township of Cranford
- Township of Lyndhurst
- Ultramar Petroleum, Inc.
- Unite Here National Retirement Fund
- United Food & Commercial Workers International Union, Local 464A
- Valley National Bank





## Charles C. Carella

### Practice Areas:

- Corporate Law
- Mergers and Acquisitions
- Bank Finance
- State and Federal Administrative Matters
- Environmental
- Solid Waste Matters

### Bar Admissions:

- [New Jersey State Bar](#) - 1959
- [New York State Bar](#) - 1983

### Education:

- [Fordham University](#), B.A. - 1955
- [Rutgers University](#), LL.B. - 1958

Charles C. Carella, has been a member of Carella, Byrne, Cecchi, Olstein, Brody & Agnello since 1976 and is Chairman of the Executive Committee. He has extensive experience in many areas of corporate practice, including mergers and acquisitions, bank finance, both state and federal administrative matters, plus environmental and solid waste matters. He has appeared on numerous occasions before the Board of Public Utilities in all forms of utility matters, and has served as a Trustee/Receiver in matters initiated by the Federal Trade Commission, Securities and Exchange Commission, the Federal District Court for the District of New Jersey and has served as Provisional Director upon appointment by the Superior Court of the State of New Jersey, Chancery Division.

Mr. Carella graduated from Fordham University with a B.S. degree in 1955 and received an LL.B. degree from Rutgers University in 1958. He was admitted to the New Jersey Bar in 1959 and the New York Bar in 1983.

He has served as an Assistant Prosecutor as well as Special Prosecutor of Essex County; Director of the New Jersey State Lottery Commission, Executive Secretary to the Governor, State of New Jersey, 1975-1976; Member of the Ethical Standards Commission for the State of New Jersey; as well as Chairman, New Jersey State Racing Commission, 1976-1980. He has served as Chief Counsel to the Passaic Valley Sewerage Commissioners.

Mr. Carella is a member of the Essex County, New Jersey State, New York State and American Bar Associations, the Association of Trial Lawyers of America, and the American Judicature Society. He is a member of the Finance board of the Archdiocese of Newark, and a Trustee Fellow of Fordham University and a member of the Board of Directors of The Boys and Girls Clubs of Newark, Inc. He was formerly Chairman of the Board of Trustees of The University of Medicine and Dentistry of New Jersey; a member of the Board of Trustees of Robert Wood Johnson University Hospital; a member of the Board of Trustees of University Health System of New Jersey; member of the Board of Directors of Di Giorgio Corporation; member of the Board of Regents of Seton Hall University; member of the Board of Higher Education State of New Jersey; a member of the Board of Bally Gaming International, Inc., and a member of The Board of Carteret Savings Bank.

Mr. Carella has been named to *Who's Who in American Law*.

### Professional Associations:

- [Essex County Bar Association](#)
- [New Jersey State Bar Association](#)
- [New Jersey State Bar Association](#)
- [American Bar Association](#)
- [Association of Trial Lawyers of America](#)
- [American Judicature Society](#)

### Honors:

- *Who's Who in American Law*



## Avram S. Eule

### Practice Areas:

- Commercial Litigation
- Eminent Domain
- Transactional Law
- Real Estate Law
- Corporate Law

### Bar Admissions:

- [New Jersey State Bar](#) - 1971
- United States District Court of New Jersey - 1971
- United States Supreme Court - 1986

### Education:

- [Rutgers University](#), A.B. - 1968
- [University of Oklahoma](#), J.D. - 1971

Avram S. Eule has been practicing law for over 35 years, and has been with the Carella Byrne firm since 2001. His practice areas include Commercial Litigation, Eminent Domain, Transactional Law, Real Estate Law and Corporate Law.

Mr. Eule was admitted to the bar in 1971, New Jersey and United States District Court of New Jersey, and in 1986, United States Supreme Court. He graduated from Rutgers University (A.B., 1968) and the University of Oklahoma (J.D., 1971).

Mr. Eule is a member of Phi Alpha Delta Law Fraternity. Outside of his practice, Mr. Eule has been involved in numerous volunteer activities, including being a member of the Board of Governors, Rutgers Alumni Federation, Board of Trustees, First Vice President and Men's Club President, Temple Beth Am, Task Forces, United Jewish Federation of MetroWest, Steering Committee, Jewish Community Center, and Parsippany Schools' Gifted Student steering committees.

### Courts:

- New Jersey
- [United States District Court for the District of New Jersey](#)
- [United States Supreme Court](#)



## Donald F. Miceli

### Practice Areas:

- Federal and State Taxation
- Condemnations and Tax Appeals
- Non-utility Power Project Developments
- Municipal Redevelopment
- Tax Abatements

### Bar Admissions:

- [State of New Jersey](#) - 1968

### Education:

- [Seton Hall University](#), A.B. - 1965
- [Rutgers University School of Law](#), LL.B. - 1968
- [New York University School of Law](#), LL.M. - 1969

Donald F. Miceli specializes in financial matters including federal income taxation, state and real property taxation, tax abatements, redevelopment projects, and taxation litigation. His practice also includes the representation of energy and affordable housing for local, county, and state approved developers. He received a B.A. degree from Seton Hall University, an LL.B. degree from Rutgers University, and an LL.M. degree from New York University. He is admitted to the bar of the State of New Jersey and the United States Tax Court.

Mr. Miceli has served as Assistant Corporation Counsel, City of Newark, and as Tax Consultant to the Essex County Board of Taxation.

### Courts:

- [U.S. District Court of New Jersey](#) - 1968
- [U.S. Tax Court](#) - 1973

### Honors:

- "AV" rated by [Martindale Hubbell](#)



## Carl Woodward

### Practice Areas:

- Environmental Law
- Municipal Law
- Zoning and Planning, Real Estate Insurance
- Personal Injury
- General Civil Litigation

### Bar Admissions:

- [American Bar Association](#)
- [New Jersey State Bar Association](#)
- [Morris County Bar Association](#)

### Education:

- [Rutgers University](#), B.A. - 1965
- [Rutgers University Law School](#), J.D. - 1968

Carl Woodward has been practicing law for over 40 years and has been with Carella Byrne since 1990. He has a broad integrated practice with specializations in environmental, municipal, zoning and planning, real estate, insurance and criminal law, and litigation in State and federal courts.

In 1971, Mr. Woodward was appointed an Assistant United States Attorney for the District of New Jersey, and served as Chief of the Environmental Protection Division. Mr. Woodward is a trustee of the New Jersey Institute of Local Government Attorneys, has lectured on various topics in municipal law, and has taught zoning and planning at Seton Hall Law School as an adjunct professor. He has also served for three years as a member of the District VB Ethics Committee for New Jersey.

Outside of his practice, Mr. Woodward has been actively involved in the community, including as President of the Rutgers Alumni Association, Trustee of Rutgers University, President of the board of a chamber music organization and an elder in the Presbyterian Church.

### Professional Associations:

- [American Bar Association](#)
- [New Jersey State Bar Association](#)
- [Morris County Bar Association](#)



## Richard K. Matanle

### Practice Areas:

- Commercial Lending
- Real Estate Transaction
- Property Leasing
- Commercial Litigation

### Bar Admissions:

- [New York State Bar](#) - 1976
- [New York Federal Bar](#) - 1977
- [New Jersey State Bar](#) - 1986

### Education:

- [State University of New York at Buffalo](#), A.B. - 1973
- [Hofstra University School of Law](#), J.D. - 1976

Richard K. Matanle has broad experience in real estate, banking, general contract and business matters, as well as commercial litigation. Within these fields of concentration, he has extensive experience in commercial lending and real estate transactions, including commercial real property leasing. His commercial loan transaction experience includes creditors' rights, litigation and loan workouts.

Mr. Matanle received a B.A. degree from the State University of New York at Buffalo and a J.D. degree from Hofstra University School of Law. He was previously Associate Counsel with the Chase Manhattan Bank, N.A. and a partner in the law firm of Blackburn, Rice and Matanle. He also served as a counsel with the Federal Deposit Insurance Corporation. Mr. Matanle is admitted to the Bars of the State of New Jersey and New York and to the Bars of the United States District Court in both States.

### Honors:

- [\*Hofstra Law Review\*](#)