

Since
1909

Watson Stevens
Rutter & Roy^{LLP}

**Proposal for
Request for Qualifications for Special Counsel
Department of Law & Public Safety,
Division of Law**

Submitted by:

**Watson, Stevens, Rutter & Roy, LLP
October 14, 2013**

OFFICE LOCATION:

**3 Paragon Way – Suite 300
Monmouth Executive Center
Freehold, New Jersey 07728
Telephone: 732-462-1990
Fax: 732-462-1993**

Website: www.watsonstevens.com

6.2 - FIRM PROFILE

A. Date Firm Established:

Watson, Stevens, Rutter and Roy, LLP, (hereinafter referred to as the "Firm") is a New Jersey law firm that was started in 1909 by its founder, Russell E. Watson.

B. Firm's Specialty and/or Area(s) of Expertise:

The Firm specializes in eminent domain, land use/zoning, regulatory advice, federal preemption, and environmental law. The Firm also handles real estate, transactional work and advice, contract law, administrative law and appeals. The Firm also has extensive knowledge with New Jersey Department of Environmental Protection, Green Acres Section regulations.

C. Employees of the Firm:

Licensed Attorneys – Eight (8)

Legal Support Staff – Three (3)

Other Support Staff – One (1)

D. Firm Size:

The Firm consists of eight (8) attorneys, classifying it as a small firm.

6.2 - Firm Profile (continued)

E. **Participation of Woman and Minorities in the Firm:**

The Firm has three partners. The one female partner has a 45% share of the partnership. The Firm also employs two female associates, three female paralegals, and one female Business Director. At the present time, the Firm does not have any minorities in its employ. However, in the past, the Firm has had minority females in its employ.

F. **Firm's Presence in New Jersey:**

The Firm has one (1) office which is located in Freehold, New Jersey. If the Firm receives a designation pursuant to this RFQ, there will be no attorneys not licensed in the State of New Jersey providing the requested legal services.

G. **Agencies or Departments of the State of New Jersey represented by the Firm within the past five (5) years:**

The Firm has not represented or worked for any agencies or departments of the State of New Jersey within the past five years. The Firm was assigned as Special Counsel for the SDA (School Development Authority), but received no assignments to date.

H. **State agencies or departments before or against which the Firm has regularly appeared on behalf of other clients:**

The Firm has recently worked with the State of New Jersey, Department of Environmental Protection, Green Acres Program and appeared before the New Jersey State

6.2 - Firm Profile (continued)

House Commission in connection with Transco's and Tennessee's recent projects which involved diversions of Green Acres encumbered properties and also dealt with state-owned lands (Ogden-Rooney). In addition, the Firm has appeared before numerous municipal planning and zoning boards throughout the State of New Jersey.

I. **Any State Agency the Firm would be unwilling to represent:**

None.

J. **Governmental entities, agencies, or political subdivisions, other than the State of New Jersey, the Firm has represented:**

None.

K. **Firm's approach to maintaining responsive communication:**

The Firm will keep the Division of Law apprised of all developments through open communication, in the form of telephone communications, letters, memos, or via e-mail (as appropriate). As a former employee and Deputy Attorney General of the State of New Jersey, Christine Roy is familiar with the State's policies concerning communication and will adhere to those policies.

6.2 - Firm Profile (continued)

L. **The Firm's major private and public sector clients:**

The Firm provides services to the following major clients:

Transcontinental Gas Pipe Line Company, LLC ("Transco")
The Williams Companies, Inc.
Tennessee Gas Pipeline Company, LLC ("Tennessee")
Kinder Morgan, Inc.

In addition, the Firm provides services to individuals in the matters of real estate, wills and estates and probate.

6.3 - QUALIFICATIONS AND EXPERIENCE IN AREA OF LAW

M. Firm's experience in litigation pertaining to property acquisition and condemnation litigation:

The Firm's experience centers on its extensive knowledge of eminent domain. In fact, one of the Firm's partners had served for decades as presiding commissioner in condemnation actions in Middlesex County, most notably *The Housing Authority Of The City Of New Brunswick, Acting As Redevelopment Agency vs. Suydam Investors, L.L.C., et al.* The Firm has vast experience working on large infrastructure projects and is typically engaged at the outset of a project to assist project planners with many aspects of acquisition, not just condemnation. The Firm regularly reviews title, surveys, and appraisals to ensure accuracy and that good-faith negotiations take place. The Firm has prepared for expert testimony on countless occasions; however, due to the matters settling (many times on the "courthouse steps") the testimonies were not presented. Below is a summary of the Firm's work on behalf of its clients, Transco and Tennessee, in the area of eminent domain:

Transco Expansion Projects:

Over the last 25 years or more, the Firm has represented Transco in almost every aspect of its pipeline expansion projects in New Jersey. For example, in 2001, as a part of Phase I of the Marketlink Project, the Firm filed three (3) condemnation actions on behalf of Transco. These matters involved three properties that were either part of or about to become part of the Farmland Preservation Program. Then, in 2002, during Phase II of Transco's Marketlink Project, the Firm filed over thirty-three (33) condemnation actions in both federal and state court

6.3 - Qualifications and Experience in Area of Law (continued)

service date. In addition to the matters listed below, there were two (2) other matters that were settled prior to the commencement of legal action along with other properties that had been acquired by Transco. These cases were all filed pursuant to the Natural Gas Act, 15 U.S.C. 717f (h) and were all partial takings.

Case:	Civil Action No.	Issue(s) Involved	Outcome
Transcontinental Gas Pipe Line Corporation v. 1.51 Acres of Land in the Township of Bordentown, Burlington County New Jersey; Township of Bordentown, Fee Owner	1:05-cv-02440 (FLW)	Green Acres encumbered property and issues of compensation and street opening permit.	Settled
Transcontinental Gas Pipe Line Corporation v. 1.44 Acres of Land In the Township of Bordentown, Burlington County, New Jersey; Palisades Lodging Corporation, Fee Owner	1:05-cv-02592 (FLW)	Issue revolved around the defendant's plans for expansion of the property and NJ Wetlands.	Settled
Transcontinental Gas Pipe Line Corporation v. 2.11 Acres of Land in the Township of Bordentown, Burlington County, New Jersey; Barbara Nurko and Randy Capes, Fee Owners	1:05-cv-02440-FLW	Friendly condemnation involving Farmland Preservation.	Settled
Transcontinental Gas Pipe Line Corporation v. 2.10 Acres of Land in the Township of Mansfield, Burlington County, New Jersey; John Winzinger, Jr. and Marguerite S. Winzinger, husband and wife, Fee Owners	1:05-cv-02940-FLW-AMD	Friendly condemnation involving Farmland Preservation.	Settled

Leidy to Long Island Expansion Project (2006-2007):

The Leidy to Long Island Expansion Project included the looping of a portion of Transco's existing Main Line "B" by the construction of a 3.23 mile segment of 42-inch diameter pipeline generally paralleling Transco's existing 36-inch diameter pipeline in Somerset County from the company's existing mainline valve site located near Route 514 (Amwell Road)

6.3 - Qualifications and Experience in Area of Law (continued)

near East Mountain Road in Hillsborough Township, to Transco's existing mainline valve site located at Compressor Station 505 in Branchburg Township, New Jersey ("Neshanic Loop"). The project also included the replacement of approximately 2.45 miles of 42-inch diameter pipeline in five areas along Transco's existing 42-inch diameter Lower New York Bay Line in Middlesex County, New Jersey ("Morgan Replacement Segment"), and the construction and operation of a new electric-powered compressor station in the Township of Old Bridge, Middlesex County, New Jersey.

Below is a list of actions that were filed in the United States District Court, District of New Jersey, Trenton Vicinage, and were presided over by the Honorable Joel A. Pisano. These actions were filed because a settlement could not be reached with the landowners or involved issues that would have prevented the pipeline from being constructed in time for the in-service date. In addition to the matters listed below, there were nine (9) other matters that were settled prior to the commencement of legal action along with other properties that had been acquired by Transco. These cases were all filed pursuant to the Natural Gas Act, 15 U.S.C. 717f (h) and were all partial takings.

Case:	Civil Action No.	Issue(s) Involved	Outcome
Transcontinental Gas Pipe Line Corporation v. 1.889 Acres Of Land In The Township Of Old Bridge, Middlesex County, New Jersey; John J. Brunetti, fee owner; The Brunetti Organization	3:06-cv-6125-JAP-JJH	Issue involved compensation for taking and restoration of property.	Settled
Transcontinental Gas Pipe Line Corporation v. 0.490 Acres Of Land In The Township Of Old Bridge, Middlesex County, New Jersey; Parkwood Gardens Associates/Madison, fee owner	3:06-cv-6124-JAP-JJH	Issue involved compensation for taking and restoration of property.	Settled
Transcontinental Gas Pipe Line Corporation v. 1.406 Acres Of Land In The Township Of	3:06-cv-6126-JAP-	Issue involved compensation	Settled

6.3 - Qualifications and Experience in Area of Law (continued)

Old Bridge, Middlesex County, New Jersey; Middlesex Builders, Inc., fee owner	JJH	for taking and restoration of property.	
Transcontinental Gas Pipe Line Corporation v. 0.259 Acres Of Land In The Township Of Old Bridge, Middlesex County, New Jersey; Basin Realty, a New Jersey partnership, fee owner; Eleanor B. Sinett; and Mina Sills	3:07-cv-390-JAP-JJH	Issue involved the fact that the widows of the owners of Basin Realty would not sign an agreement and matter proceeded to Court	Commissioners hearing was held to decide compensation (no appearance by defendants). Money paid into Court.
Transcontinental Gas Pipe Line Corporation v. 0.841 Acres Of Land In The Township Of Hillsborough, Somerset County, New Jersey; Township Of Hillsborough, fee owner; Somerset County Agriculture Development Board; The State Of New Jersey, By The Secretary Of The Department Of Agriculture (State Agriculture Development Committee)	3:06-cv-05610 (JAP/JJH)	Friendly condemnation involving Farmland Preservation.	Settled
Transcontinental Gas Pipe Line Corporation v. 5.716 Acres Of Land In The Township Of Branchburg, Somerset County, New Jersey; County of Somerset, by the Somerset County Board Of Chosen Freeholders, fee owner; Somerset County Agriculture Development Board; The State of New Jersey, By The Secretary Of The Department Of Agriculture (State Agriculture Development Committee)	3:06-cv-6086 (JAP/JJH)	Friendly condemnation involving Farmland Preservation.	Settled
Transcontinental Gas Pipe Line Corporation v. 0.095 Acres of Land in the Township of Hillsborough, Somerset County, NJ; Robert P. Powers, fee owner, and Valor Financial Management Corporation, a New Jersey Corporation	3:07-1850 (JAP)	Issue involved compensation for taking	Settled

The Sentinel Expansion Project (2007-2009):

The Sentinel Expansion Project included the looping of a portion of Transco's existing Main Line "B" by the construction of a 3.99 mile segment of 42-inch diameter pipeline generally

6.3 - Qualifications and Experience in Area of Law (continued)

paralleling Transco's existing 36-inch diameter pipeline in Somerset County from the Company's existing valve site at Route 514 (Amwell Road) in Hillsborough Township to the existing mainline valve site located in Montgomery Township ("Mountain View Loop"). The easements being acquired by condemnation crossed properties along the Mountain View Loop.

Below is a list of actions that were filed in the United States District Court, District of New Jersey, Trenton Vicinage, and were presided over by the Honorable Joel A. Pisano. These actions were filed because a settlement could not be reached with the landowners or involved issues that would have prevented the pipeline from being constructed in time for the in-service date. In addition to the matters listed below, there were three (3) other matters that were settled just prior to the commencement of legal action along with other properties that had been acquired by Transco. These cases were all filed pursuant to the Natural Gas Act, 15 U.S.C. 717f (h) and were all partial takings.

Case:	Civil Action No.	Issue(s) Involved	Outcome
Transcontinental Gas Pipe Line Company, LLC v. 2.834 Acres of Land In the Township of Hillsborough, Somerset County, New Jersey; Hillsborough Properties, LLC, Fee Owner	3:09-cv-1999 (JAP)	Issue involved compensation for taking	Settled
Transcontinental Gas Pipe Line Company, LLC v. 0.077 Acres Of Land In The Township Of Montgomery, Somerset County, New Jersey; Stephen M. And Joy Nancy Carter, husband and wife, fee owners; Mortgage Electronic Registrations Systems, Inc., mortgagee	3:09-cv-2000 (JAP)	Issue involved compensation for taking	Settled
Transcontinental Gas Pipe Line Company, LLC v. 0.481 Acres of Land In the Township of Hillsborough, Somerset County, New Jersey; George Riehman and William Orecchio, tenants in common, fee owners.	3:09-cv-2992 (JAP)	Issue involved the plans by defendant owners to subdivide property and purchase by	Settled

6.3 - Qualifications and Experience in Area of Law (continued)

		Transco of subdivided lot containing the pipeline.	
Transcontinental Gas Pipe Line Company, LLC v. 1.611 Acres Of Land In The Township Of Montgomery, Somerset County, New Jersey; Theodore H. Pedersen, fee owner; Diane Pedersen, spouse; Township of Montgomery, easement holder; Chase Manhattan Mortgage Corporation, mortgagee; Small Business Administration, mortgagee; First Pioneer Farm Credit ACA, mortgagee.	3:09-cv-2092 (JAP)	Issue involved compensation for taking and diversion of Green Acres encumbered property.	Settled
Transcontinental Gas Pipe Line Company, LLC, v. 0.197 Acres Of Land In The Township Of Montgomery, Somerset County, New Jersey; 3M Company, formerly Minnesota Mining and Manufacturing Company, a corporation of the State of Delaware, fee owner,; Constructural Dynamics, Inc., a corporation of the State of New Jersey; County of Somerset, a body politic of the State of New Jersey	3:09-cv-2842 (JAP)	Filed pending execution by seller of agreement prior to sale of property to contract purchaser and the county.	Settled

Northeast Supply Link Project (2010-Present):

The Northeast Supply Link Project included the looping of a portion of Transco's existing Leidy Lines "A" and "B" by the construction of a 6.44 mile segment of 42-inch diameter pipeline generally paralleling Transco's existing 36-inch diameter and 30-inch diameter pipelines in Hunterdon County from the company's existing valve site at Race Street in Union Township to Stanton Mountain Road in Clinton Township ("Stanton Loop"). The easements being acquired by condemnation crossed properties along the Stanton Loop.

Below is a list of actions that were filed in the United States District Court, District of New Jersey, Trenton Vicinage, and were presided over by the Honorable Freda L. Wolfson.

6.3 - Qualifications and Experience in Area of Law (continued)

These actions were filed because a settlement could not be reached with the landowners or involved issues that would have prevented the pipeline from being constructed in time for the in-service date. In addition to the matters listed below, there were eight (8) other matters that were settled just prior to the commencement of legal action along with other properties that had been acquired by Transco. These cases were all filed pursuant to the Natural Gas Act, 15 U.S.C. 717f (h) and were all partial takings.

Case:	Civil Action No.	Issue(s) Involved	Outcome
Transcontinental Gas Pipe Line Company, LLC v. 0.026 Acres Of Land In The Township of Clinton, Hunterdon County, New Jersey; MAREK BRULINSKI and AGNIESZKA BRULINSKA, husband and wife, fee owners; TOWN OF CLINTON, water main easement holder	3:12-cv-07501-FLW-DEA	Issue involved compensation for taking	Pending
Transcontinental Gas Pipe Line Company, LLC v. 0.386 Acres Of Land In The Township of Franklin, Hunterdon County, New Jersey; JOHN L. NEU and WENDY K. NEU, husband and wife, fee owners	3:12-cv-07504-FLW-DEA	Issue involved compensation for taking	Pending
Transcontinental Gas Pipe Line Company, LLC v. 0.361 Acres Of Land In The Township of Clinton, Hunterdon County, New Jersey; IRMTRAUD R. HOTZ, fee owner; DAVID MILLER, tenant; JAMES PIERSON, tenant	3:12-cv-07512-FLW-DEA	Issue involved compensation for taking	Pending
Transcontinental Gas Pipe Line Company, LLC v. 0.025 Acres Of Land In The Township of Clinton, Hunterdon County, New Jersey; THOMAS A. O'BRIEN and LINDA G. O'BRIEN, his wife, fee owners	3:12-cv-07497-FLW-DEA	Issue involved compensation for taking	Settled
Transcontinental Gas Pipe Line Company, LLC v. 0.292 Acres Of Land In The Township of Clinton, Hunterdon County, New Jersey; JEFFREY D. HOFFMAN, fee owner and ELIZABETH A. HOFFMAN, his wife; VALLEY NATIONAL BANK, mortgagee	3:12-cv-07498-FLW-DEA	Issue involved compensation for taking	Settled

6.3 - Qualifications and Experience in Area of Law (continued)

<p>Transcontinental Gas Pipe Line Company, LLC v. 2.163 Acres Of Land In The Townships of Clinton and Franklin, Hunterdon County, New Jersey; COUNTY OF HUNTERDON, by the Hunterdon County Board Of Chosen Freeholders, a body corporate and politic of the State of New Jersey, fee owner and conservation easement holder; THE STATE OF NEW JERSEY, BY THE COMMISSIONER OF THE DEPARTMENT OF ENVIRONMENTAL PROTECTION (Green Acres Program); RAE V. BRAIDWOOD BROKAW</p>	<p>3:12-cv-07511-FLW-DEA</p>	<p>Issue involved compensation for easements across Green Acres encumbered properties</p>	<p>Settled</p>
<p>Transcontinental Gas Pipe Line Company, LLC v. 0.269 Acres Of Land In The Township of Clinton, Hunterdon County, New Jersey; CAMILLE KILLE, fee owner and JOHN KILLE, her husband</p>	<p>3:12-cv-07510-FLW-DEA</p>	<p>Issue involved compensation for taking</p>	<p>Settled</p>
<p>Transcontinental Gas Pipe Line Company, LLC v. 0.009 Acres Of Land In The Township of Clinton, Hunterdon County, New Jersey; ERIC TODD JOHNSON and DIANE E. JOHNSON, husband and wife, fee owners</p>	<p>3:12-cv-07509-FLW-DEA</p>	<p>Issue involved compensation for taking</p>	<p>Settled</p>
<p>Transcontinental Gas Pipe Line Company, LLC v. 0.017 Acres Of Land In The Township of Franklin, Hunterdon County, New Jersey; ALLEN A. NOUIGA and LE D. NOUIGA, husband and wife, fee owners; THE TOWNSHIP OF FRANKLIN, conservation restriction holder; THE STATE OF NEW JERSEY, BY THE COMMISSIONER OF THE DEPARTMENT OF ENVIRONMENTAL PROTECTION (Green Acres Program)</p>	<p>3:12-cv-07508-FLW-DEA</p>	<p>Issue involved compensation for easements across a Green Acres encumbered property</p>	<p>Settled</p>
<p>Transcontinental Gas Pipe Line Company, LLC v. 0.384 Acres Of Land In The Township of Clinton, Hunterdon County, New Jersey; TOWNSHIP OF CLINTON, a municipal corporation of the State of New Jersey, fee owner and conservation easement holder; THE STATE OF NEW JERSEY, BY THE COMMISSIONER OF THE DEPARTMENT OF ENVIRONMENTAL PROTECTION (Green Acres Program)</p>	<p>3:12-cv-07507-FLW-DEA</p>	<p>Issue involved compensation for easements across Green Acres encumbered properties</p>	<p>Settled</p>

6.3 - Qualifications and Experience in Area of Law (continued)

<p>Transcontinental Gas Pipe Line Company, LLC v. 0.171 Acres Of Land In The Township of Union, Hunterdon County, New Jersey; TOWNSHIP OF UNION, a municipal corporation of the State of New Jersey (undivided 90.47% interest) AND NEW JERSEY WATER SUPPLY AUTHORITY (undivided 9.53% interest), tenants in common, fee owners; THE STATE OF NEW JERSEY, BY THE COMMISSIONER OF THE DEPARTMENT OF ENVIRONMENTAL PROTECTION (Green Acres Program), COUNTY OF HUNTERDON, by the Hunterdon County Board Of Chosen Freeholders, a body corporate and politic of the State of New Jersey</p>	<p>3:12-cv-07506-FLW-DEA</p>	<p>Issue involved compensation for easements across a Green Acres encumbered property</p>	<p>Settled</p>
<p>Transcontinental Gas Pipe Line Company, LLC v. 0.108 Acres Of Land In The Township of Franklin, Hunterdon County, New Jersey; PAUL E. MORRONGIELLO and FRANCES IRENE MORRONGIELLO, his wife, fee owners</p>	<p>3:12-cv-07505-FLW-DEA</p>	<p>Issue involved compensation for taking</p>	<p>Settled</p>
<p>Transcontinental Gas Pipe Line Company, LLC v. 0.441 Acres Of Land In The Township of Clinton, Hunterdon County, New Jersey; RWJ, LLC, a New Jersey limited liability company, fee owner; RWJ II, LLC, a New Jersey limited liability company, fee owner; HUNTERDON LAND TRUST ALLIANCE, conservation easement holder</p>	<p>3:12-cv-07503-FLW-DEA</p>	<p>Issue involved compensation for easements across a Green Acres encumbered property</p>	<p>Settled</p>
<p>Transcontinental Gas Pipe Line Company, LLC v. 0.269 Acres Of Land In The Township of Clinton, Hunterdon County, New Jersey; ANTHONY ROSE and LINDA FURNARI, husband and wife, fee owners; ALBERT RUSSO, as Standing Chapter 13 Trustee</p>	<p>3:12-cv-07502-FLW-DEA</p>	<p>Issue involved compensation for taking</p>	<p>Settled</p>
<p>Transcontinental Gas Pipe Line Company, LLC v. 0.153 Acres Of Land In The Township of Clinton, Hunterdon County, New Jersey; XIAOGANG MA and PING WANG, his wife, fee owners; JP MORGAN CHASE BANK NA, mortgagee; TOWN OF CLINTON, water main easement holder</p>	<p>3:12-cv-07495-FLW-DEA</p>	<p>Issue involved compensation for taking</p>	<p>Settled</p>

6.3 - Qualifications and Experience in Area of Law (continued)

The projects also involved properties that were subject to the Green Acres regulations. The approvals were obtained from the State House Commission for the diversion of the Green Acres properties.

In connection with these projects, the Firm handled Transco's real estate transactions and acquisitions, and condemnations. In some instances, the acquisitions involved contaminated property. Furthermore, during these projects, the Firm has dealt with various Townships, Cities, and the New Jersey Department of Environmental Protection. This includes many presentations to Township Planning Boards, Township Environmental Commissions, County Board of Chosen Freeholder Meetings, etc.

Other Transco Matters:

The firm also handles all litigation (non-project related) for Transco in New Jersey.

Tennessee Expansion Projects:

Since 2009, the Firm has represented Tennessee in its pipeline expansion projects in New Jersey. The Firm filed and successfully settled all condemnation actions in Tennessee's expansion projects including the 300 Line Project (2009) and the most recent project, Northeast Upgrade (2010).

300 Line Project (2009-2011):

The 300 Line Project included the looping of a portion of Tennessee's existing 300 Line by the construction of a 15.98 mile segment of 30-inch diameter pipeline generally paralleling Tennessee's existing 24-inch diameter pipeline in Sussex and Passaic Counties. The easements being acquired by condemnation crossed properties along the project path.

6.3 - Qualifications and Experience in Area of Law (continued)

Below is a list of actions that were filed in the United States District Court, District of New Jersey, Newark Vicinage, and were presided over by the Honorable Jose L. Linares. These actions were filed because a settlement could not be reached with the landowners or involved issues that would have prevented the pipeline from being constructed in time for the in-service date. In addition to the matters listed below, there were five (5) other matters that were settled just prior to the commencement of legal action along with other properties that had been acquired by Tennessee. These cases were all filed pursuant to the Natural Gas Act, 15 U.S.C. 717f (h) and were all partial takings.

Case:	Civil Action No.	Issue(s) Involved	Outcome
Tennessee Gas Pipeline Company, LLC v. 2.205 Acres Of Land In The Township of West Milford, Passaic County, New Jersey; TOWNSHIP of WEST MILFORD and the WEST MILFORD TOWNSHIP BOARD OF EDUCATION, fee owners	2:11-cv-00552-JLL-CCC	Issue involved compensation for taking	Settled
Tennessee Gas Pipeline Company, LLC v. 0.018 acre Acres Of Land In The Township of Vernon, Sussex County, New Jersey; HEATHER J. RASO, Executrix and Residuary Legatee Of The Estate Of Michael A. Raso, Deceased; U.S. Bank National Association, As Trustee For J.P. Morgan Mortgage Acquisition Trust 2006-WMC3; mortgagee; WMC Mortgage Corporation, mortgagee; Mortgage Electronic Registrations Systems, Inc., nominee for WMC Mortgage Corporation	2:10-cv-04465-JLL-CCC	Issue involved compensation for taking	Settled
Tennessee Gas Pipeline Company, LLC v. 0.508 Acres Of Land In The Township of Vernon, Sussex County, New Jersey; STEVEN M. and	2:10-cv-04464-JLL-CCC	Issue involved compensation for taking	Settled

6.3 - Qualifications and Experience in Area of Law (continued)

COLLEEN M. GLUCK, husband and wife, fee owners			
Tennessee Gas Pipeline Company, LLC v. 0.232 Acres Of Land In The Township of Vernon, Sussex County, New Jersey; PHILIP F. and KATHY A. GROTTENDICK, husband and wife, fee owners; Picatinny Federal Credit Union and Chase Manhattan Mortgage Corporation, mortgagees	2:10-cv-04463-JLL-CCC	Issue involved compensation for taking	Settled

Northeast Upgrade Project (2010-Present):

The Northeast Upgrade Project included the looping of a portion of Tennessee's existing 300 Line by the construction of a 10.85 mile segment of 30-inch diameter pipeline generally paralleling Tennessee's existing 24-inch diameter pipeline in Sussex County and by the construction of a 7.59 mile segment of 30-inch diameter pipeline generally paralleling Tennessee's existing 24-inch diameter pipeline in Bergen and Passaic Counties. The easements being acquired by condemnation crossed properties along the project path.

Below is a list of actions that were filed in the United States District Court, District of New Jersey, Newark Vicinage, and were presided over by the Honorable William J. Martini. These actions were filed because a settlement could not be reached with the landowners or involved issues that would have prevented the pipeline from being constructed in time for the in-service date. In addition to the matters listed below, there were six (6) other matters that were settled just prior to the commencement of legal action along with other properties that had been acquired by Tennessee. These cases were all filed pursuant to the Natural Gas Act, 15 U.S.C. 717f (h) and were all partial takings.

6.3 - Qualifications and Experience in Area of Law (continued)

Case:	Civil Action No.	Issue(s) Involved	Outcome
<p>Tennessee Gas Pipeline Company, LLC v. 1.693 Acres Of Land In The Township of Mahwah, CAROL WEHRAN GREENE, fee owner; MICHAEL BRIZZOLARA, fee owner; THE YAW PAW CAMP ASSOCIATION OF RIDGEWOOD, N.J., a nonprofit Corporation of the State of New Jersey, fee owner; THE RIDGEWOOD AND GLEN ROCK COUNCIL INC., BOY SCOUTS OF AMERICA; THE STATE OF NEW JERSEY, by the COMMISSIONER of the DEPARTMENT OF ENVIRONMENTAL PROTECTION, fee owner, and as holder of a Green Acres restriction on County of Bergen-owned properties; THE STATE OF NEW JERSEY by the SECRETARY OF THE DEPARTMENT OF AGRICULTURE (State Agriculture Development Committee); THE COUNTY OF BERGEN, a political subdivision of the State of New Jersey, fee owner and as holder, by the BERGEN COUNTY AGRICULTURE DEVELOPMENT BOARD, of an interest in the Greene property</p>	<p>2:12-cv-07921-WJM-MF</p>	<p>Issue involved compensation for taking</p>	<p>Pending</p>
<p>Tennessee Gas Pipeline Company, LLC v. 2.259 Acres Of Land In The Township Of Montague, Sussex County, New Jersey; MARLYN L. SHAFFER, as surviving tenant by the entirety, fee owner; THE COUNTY OF SUSSEX (Sussex County Agricultural Development Board), a political subdivision of the State of New Jersey; THE STATE OF NEW JERSEY by the SECRETARY OF THE DEPARTMENT OF AGRICULTURE (State Agriculture Development Committee)</p>	<p>2:12-cv-4794-WJM-MF</p>	<p>Issue involved action filed due to Farmland Preservation (no other legal mechanism exists to grant easements)</p>	<p>Settled</p>
<p>Tennessee Gas Pipeline Company, LLC v. 0.56 Acres Of Land In The Township Of Montague, Sussex County, New Jersey; GEORGE C. FEIGHNER AND RUTH J. FEIGHNER, his wife, fee owners</p>	<p>2:12-cv-4744-WJM-MF</p>	<p>Issue involved compensation for taking</p>	<p>Settled</p>
<p>Tennessee Gas Pipeline Company, LLC v. 1.010 Acres Of Land In The Township of</p>	<p>2:12-cv-04784-</p>	<p>Issue involved compensation for</p>	<p>Settled</p>

6.3 - Qualifications and Experience in Area of Law (continued)

Montague, Sussex County, New Jersey; DEMETRIOS DOURANAKIS, fee co-owner; PANAGIOTIS KAVALOS, fee co-owner; MORTGAGE ELECTRONIC REGISTRATIONS SYSTEMS, INC., a Delaware corporation, SETERUS, INC., a Delaware corporation	WJM-MF	taking	
Tennessee Gas Pipeline Company, LLC v. 2.355 Acres Of Land In The Township of Montague, Sussex County, New Jersey; ANTHONY R. MAUTONE and JUDITH E. MAUTONE, fee owners	2:12-cv-04788-WJM-MF	Issue involved compensation for taking	Settled
Tennessee Gas Pipeline Company, LLC v. 0.908 Acres Of Land In The Township of Montague, Sussex County, New Jersey; PONKY, LLC, fee owner; JPMORGAN CHASE BANK, NA, mortgagee; COMMUNITY CORPORATION OF HIGHPOINT, INC.	2:12-cv-04743-WJM-MF	Issue involved compensation for taking	Settled
Tennessee Gas Pipeline Company, LLC v. 0.363 Acres Of Land In The Township of Wantage, Sussex County, New Jersey; DONALD R. ALLEN, JR., fee owner; BANK OF AMERICA, N.A., mortgagee	2:12-cv-04793-WJM-MF	Issue involved compensation for taking	Settled
Tennessee Gas Pipeline Company, LLC v. 0.157 Acres Of Land In The Borough of Ringwood, Passaic County, New Jersey; RINGWOOD CONTRACTOR STORAGE, LLC, a New Jersey limited liability company, fee owner	2:12-cv-04876-WJM-MF	Issue involved compensation for taking	Settled
Tennessee Gas Pipeline Company, LLC v. 0.061 Acres Of Land In The Township of Montague, Sussex County, New Jersey; CATANIA & SONS, LLC, fee owner	2:12-cv-04790-WJM-MF	Issue involved compensation for taking	Settled
Tennessee Gas Pipeline Company, LLC v. 0.087 Acres Of Land In The Township of Wantage, Sussex County, New Jersey; JOSEPH KOZONASKY, fee owner; JOSEPH KOZONASKY, SR., and CHRISTINA KOZONASKY, husband and wife, mortgagees	2:12-cv-04791-WJM-MF	Issue involved compensation for taking	Settled
Tennessee Gas Pipeline Company, LLC v. 0.285 Acres Of Land In The Township of Wantage, Sussex County, New Jersey; AUDREY E. CORWIN and JEROME A. MAGNUS, fee owners	2:12-cv-04875-WJM-MF	Issue involved compensation for taking	Settled

6.3 - Qualifications and Experience in Area of Law (continued)

<p>Tennessee Gas Pipeline Company, LLC v. A PERMANENT EASEMENT FOR 0.608 ACRES IN WESTFALL TOWNSHIP, PIKE COUNTY, PENNSYLVANIA, TAX PARCEL NUMBER 13-0-098.00-01-06, U.S. ROUTE 6 & 209</p> <p>OHI ASSET (PA) TRUST C/O THE CORPORATION TRUST INCORPORATED WEST CAMDEN STREET BALTIMORE, MD 21202</p> <p>GUARDIAN LTC MANAGEMENT, INC. C/O EDDY I INZANA, PRESIDENT 8796 ROUTE 219 BROCKWAY, PENNSYLVANIA 15824</p> <p>AND ALL UNKNOWN OWNERS AND INTERESTED PARTIES</p>	<p>3:12-cv-01510-ARC</p>	<p>Issue involved compensation for taking</p>	<p>Settled</p>
--	--------------------------	---	----------------

N. **Identification and office location of each attorney who practices in the relevant area**

of law:

1. Michael K. Rutter, Esq. – Freehold, NJ office
2. Christine A. Roy, Esq. – Freehold, NJ office
3. Mark Stevens, Esq. – Freehold, NJ office
4. Monica N. Stahl, Esq. – Freehold, NJ office
5. Heather N. Oehlmann, Esq. – Freehold, NJ office
6. Richard G. Scott, Esq. – Freehold, NJ office

O. **Percentage of Firm's practice in this area:**

The Firm's primary area of practice is Eminent Domain, which makes up approximately 98% of its practice.

6.3 - Qualifications and Experience in Area of Law (continued)

P. **Attorneys with over 5 years of experience in litigation in this area:**

Michael K. Rutter, Christine A. Roy, and Mark Stevens have over 5 years of experience in litigation in this practice area.

Q. **Proposed Staffing Plan:**

a. **Qualifications and experience:**

MICHAEL K. RUTTER

Managing Partner

E-Mail: MRutter@watsonstevens.com

Watson, Stevens, Rutter & Roy, LLP

3 Paragon Way, Suite 300

Monmouth Executive Center

Freehold, New Jersey 07728

(732) 462-1990

Education:

Rutgers University (B.A., 1968; Ed. M., 1972)
Seton Hall Law School (J.D., 1978)

Bar Admissions:

1978, New Jersey
1978, U.S. District Court, District of New Jersey
1992, U.S. Supreme Court
1999, U.S. Court of Appeals, Third Circuit

Practice Areas:

Eminent domain (condemnation), pipeline law, environmental law,
real estate law, insurance litigation, and probate litigation

Number of years in
relevant practice area:

28 years

Member:

International Right of Way Association (1979-Present)
New Brunswick Bar Association (President, 1986-1987)
Middlesex County Bar Association (President, 1994-1995)
New Jersey State Bar Association (Member, General Council
Executive Committee, 1996-1998)
Association of County Bar Presidents (Vice President, 1995-1996)
Middlesex County Bar Foundation (President, 1998-1999)

Military Service:

Lt., U.S. Navy Reserve, 1968-1974

6.3 - Qualifications and Experience in Area of Law (continued)

Michael K. Rutter joined the firm as an associate in 1978. He became a partner in 1982 and has served as the firm's managing partner since 1986.

He has more than 30 years of experience representing clients in the areas of pipeline law, condemnation and real estate law, and environmental law. He has extensive litigation experience in those areas of the law, as well as in railroad law, insurance law and probate.

Mr. Rutter has filed over 100 Condemnation complaints in state and federal court. He also has over 25 years of experience dealing with NJDEP Green Acres diversions and vast experience acquiring easements over farms preserved by the State of New Jersey Farmland Preservation Program.

Mr. Rutter served as a presiding commissioner in condemnation actions brought before the Superior Court of New Jersey, Law Division, Middlesex County from 1987 until 2009. These appointments are made by the Court. These actions involved the taking of lands by the State of New Jersey, Middlesex County and various municipal entities and authorities. Among the many matters in which he served as presiding commissioner, the most noteworthy is *The Housing Authority Of The City Of New Brunswick, Acting As Redevelopment Agency vs. Suydam Investors, L.L.C., et al.* which led to a New Jersey Supreme Court opinion setting down the valuation procedure to be followed in the condemnations of allegedly contaminated properties.

Mr. Rutter has been extremely active in the legal community, having served as president of the New Brunswick Bar Association from 1986 to 1987, president of the Middlesex County Bar Association from 1994 to 1995, Vice President of the Association of County Bar Presidents from

6.3 - Qualifications and Experience in Area of Law (continued)

1995 to 1996, and president of the Middlesex County Bar Foundation from 1998 to 1999. He served as a Middlesex County delegate to the annual NJSBA General Council for more than 20 years, serving on the General Council Executive Committee from 1996 to 1998.

In 2001, the Middlesex County Bar Association honored Mr. Rutter by making him the first recipient of the David Pavlovsky "Service to the Bar" Award for "Continuous Outstanding Service to the Middlesex County Bar Association and the Promotion of Collegiality and Professionalism."

CHRISTINE A. ROY

Partner

E-Mail: CRoy@watsonstevens.com

Watson, Stevens, Rutter & Roy, LLP

3 Paragon Way, Suite 300

Monmouth Executive Center

Freehold, New Jersey 07728

(732) 462-1990

Education:	St. Mary's College (B.A., 1988) William Mitchell College of Law (J.D., 1992)
Bar Admissions:	1992, New Jersey 1992, U.S. District Court, District of New Jersey 2003, U.S. District Court, District of Colorado
Clerkship:	Law clerk to the Honorable Kevin G. Callahan, Criminal Presiding Judge, Superior Court of New Jersey, Law Division, Hudson County, 1992-1993
Practice Areas:	Eminent domain (condemnation), environmental law, pipeline law, commercial litigation, appellate practice, and probate law
Number of years in relevant practice area:	13 years
Member:	International Right of Way Association (Current President) Middlesex County Bar Association New Jersey State Bar Association

6.3 - Qualifications and Experience in Area of Law (continued)

New Brunswick Bar Association (Financial Secretary, 2002-2003;
Secretary 2003-2004)

Reported Cases: *Brian W. Clymer v. Summit Bank Corp.*, 320 N.J. Super. 90 (Ch. Div. 1998) *Consolidated Rail Corp. v. State of New Jersey, Director, Division of Taxation*, 19 N.J. Tax 378 (App. Div. 2001).

Christine A. Roy, who joined the firm in 1999 and was named a partner in September 2007, concentrates primarily on environmental law and condemnation.

Her expertise includes: Green Acres diversions, Ogden Rooney Act requirements, conservation easements, federal- and state-held restrictions, preserved farms, No Net Loss Reforestation Act requirements, Highlands Applicability Determinations, various permitting issues, and compliance issues (i.e. Notices of Violations, Administrative Orders and Notice of Civil Administrative Penalty Assessments). She is able to navigate and streamline the applicable regulatory processes that could delay construction of a project. She is also an experienced litigator in eminent domain and commercial litigation.

Her areas of practice also include: land use law, railroad law, transportation law, pipeline law, and appellate practice.

Ms. Roy has 13 years of experience in right of way acquisition involving interstate natural gas pipeline projects.

Ms. Roy has appeared before numerous municipal and county governing bodies and commissions on behalf of interstate natural gas pipeline companies. She was recently lead counsel on more than 30 condemnation actions filed in the U.S. District Court of New Jersey

6.3 - Qualifications and Experience in Area of Law (continued)

(Newark and Trenton combined) in connection with two major interstate natural gas pipeline projects.

Two of her cases have been reported: *Brian W. Clymer v. Summit Bank Corp.*, 320 N.J. Super. 90 (Ch. Div. 1998) and *Consolidated Rail Corp. v. State of New Jersey, Director, Division of Taxation*, 19 N.J. Tax 378 (App. Div. 2001).

Before joining the firm, Ms. Roy worked at the Attorney General's Office, where she was assigned to the Treasury Department. In her role, she served on the Appellate Task Force, where she handled more than five appeals before the division.

MARK STEVENS

Partner

E-Mail: MStevens@watsonstevens.com

Watson, Stevens, Rutter & Roy, LLP

3 Paragon Way, Suite 300

Monmouth Executive Center

Freehold, New Jersey 07728

(732) 462-1990

Education:	Northwestern University (B.A., 1976) Suffolk University Law School (J.D., 1981)
Bar Admissions:	1982, New Jersey 1982, U.S. District Court, District of New Jersey
Practice Areas:	Real estate law, land use law, zoning, environmental law, pipeline law, and railroad law
Number of years in relevant practice area:	11 years (drawing and title review only)
Member:	International Right of Way Association (2003-Present) Middlesex County Bar Association New Jersey State Bar Association New Brunswick Bar Association (President, 1995-1996)

6.3 - Qualifications and Experience in Area of Law (continued)

Mark Stevens joined the firm in 1986 when the practice he had with his father merged with the firm. He focuses primarily on complex real estate transactions.

Mr. Stevens represents clients in the areas of real estate, land use, zoning, planning and redevelopment. He has gained extensive experience throughout the state working for various pipeline and railroad clients. Mr. Stevens appears before numerous planning boards and zoning boards of adjustment.

Mr. Stevens has over 25 years' experience in land acquisition and drafting settlement, purchase, and easement agreements. He also has a strong background in reviewing title and drawings associated with intrastate and interstate natural gas pipeline projects. In addition, Mr. Stevens also has extensive experience in the siting, construction and modification of compressor stations and other above-ground facilities.

MONICA N. STAHL

Senior Associate

E-Mail: MStahl@watsonstevens.com

Watson, Stevens, Rutter & Roy, LLP

3 Paragon Way, Suite 300

Monmouth Executive Center

Freehold, New Jersey 07728

(732) 462-1990

Education:	Rutgers University (Rutgers College, B.A. 1997) Seton Hall University School of Law (J.D. 2000)
Bar Admissions:	2001, New Jersey 2001, U.S. District Court, District of New Jersey 2001, New York
Practice Areas:	Pipeline law and eminent domain (condemnation)

6.3 - Qualifications and Experience in Area of Law (continued)

Number of years in relevant practice area: 1.8 years

Member: New Jersey State Bar Association

Monica N. Stahl practices in pipeline law and condemnation. Prior to joining the firm in February 2012, she was a corporate associate at Pepper Hamilton LLP in Princeton, New Jersey, for more than 10 years.

Ms. Stahl's areas of practice also include: corporate and securities matters, with a focus on mergers and acquisitions, finance and general corporate representation.

She recently reviewed all the title work and drawings for 30 condemnation actions filed in the U.S. District Court of New Jersey (Newark and Trenton combined) in connection with two major interstate natural gas pipeline projects.

HEATHER N. OEHLMANN

Senior Associate

E-Mail: HOehlmann@watsonstevens.com

Watson, Stevens, Rutter & Roy, LLP

3 Paragon Way, Suite 300

Monmouth Executive Center

Freehold, New Jersey 07728

(732) 462-1990

Education: The College of New Jersey (B.A. 1998)
Seton Hall University School of Law (J.D. 2003)

Bar Admissions: 2003, New Jersey
2003, U.S. District Court, District of New Jersey

Clerkship: Law clerk to the Honorable Clarkson S. Fisher, Jr., Superior Court of New Jersey, Appellate Division

Practice Areas: Litigation, pipeline law, and eminent domain (condemnation)

6.3 - Qualifications and Experience in Area of Law (continued)

Number of years in
relevant practice area: 1.8 years

Member: New Jersey State Bar Association
Monmouth County Bar Association

Heather N. Oehlmann joined the firm as an associate in January 2012. She previously worked at Pepper Hamilton LLP in Princeton, New Jersey, focusing on commercial litigation.

Her areas of practice include litigation, pipeline law, and condemnation.

Ms. Oehlmann recently assisted with 30 condemnation actions filed in the U.S. District Court of New Jersey (Newark and Trenton combined) in connection with two major interstate natural gas pipeline projects. She also has extensive experience in managing all aspects of discovery.

RICHARD G. SCOTT

Associate
E-Mail: RScott@watsonstevens.com
Watson, Stevens, Rutter & Roy, LLP
3 Paragon Way, Suite 300
Monmouth Executive Center
Freehold, New Jersey 07728
(732) 462-1990

Education: Rowan University (B.A., cum laude 2007)
Widener University School of Law (J.D. 2010)

Bar Admissions: 2010, New Jersey
2010, U.S. District Court, District of New Jersey
2011, Pennsylvania
2012, U.S. District Court, Middle District of Pennsylvania

Practice Areas: Pipeline law and eminent domain (condemnation)

Number of years in
relevant practice area: 2.5 years

6.3 - Qualifications and Experience in Area of Law (continued)

Member: International Right of Way Association (Current Treasurer)
New Jersey State Bar Association

Richard G. Scott, who joined the firm as an associate in March 2011, focuses his practice in pipeline law, condemnation, environmental law and real estate law.

Most recently, Mr. Scott was tasked with handling several complex Green Acres diversions and many land and water conservation conversions.

b. Description of role and approximate percentage of work for each attorney:

MICHAEL K. RUTTER

Role: Consultation and review
Percentage: 15%

MARK STEVENS

Role: Drawing and title review
Percentage: 5%

CHRISTINE A. ROY

Role: Responsible/lead attorney
Percentage: 30%

MONICA N. STAHL

Role: Drawing and title review
Percentage: 12.5%

HEATHER N. OEHLMANN

Role: Drafting pleadings
Percentage: 12.5%

RICHARD G. SCOTT

Role: Drafting pleadings
Percentage: 25%

6.3 - Qualifications and Experience in Area of Law (continued)

c. Description of Firm's approach, manpower, and technical resources to handle document intensive matters, including handling electronically stored information:

The Firm's approach to a project is to work as a team, leveraging and benefiting from each attorney's specific experience and strengths. The Firm regularly handles large infrastructure projects and has many procedures in place to manage document intensive matters. Spreadsheets are utilized to track items from the receipt of a file all the way through settlement. If appropriate, due to volume, the Firm prepares template pleadings and completes a file and merge. In addition, the Firm has experience in handling large-scale discovery cases. The Firm does not use a vendor for any aspects of these approaches.

6.4 - OTHER QUALIFICATION INFORMATION

A. **Adverse Determinations:**

None.

B. **Indictments, convictions or civil offenses:**

None.

C. **Material arrangements, relationships, associations, employment, or other contracts that may cause a conflict of interest or the appearance of a conflict of interest if the Firm is retained as Special Counsel:**

The firm has, for many years, represented interstate natural gas pipeline companies in various litigated and non-litigated matters. In assisting those companies in acquiring rights-of-ways needed for expansion projects, the firm has, on a number of occasions, named the State (either the New Jersey Department of Environmental Protection as to properties subject to Green Acres restrictions or the State Agriculture Development Committee as to "preserved" farmland) as an interested party in condemnation actions. While no suits have been filed seeking to condemn State fee-owned property, the State had public policy and, in some cases, financial interests in the property rights (easements) being condemned across a number of tracts.

6.4 - Other Qualification Information (continued)

Currently, we represent a private client who named NJDEP as a defendant in a multi-defendant condemnation and declaratory judgment action (around December of 2012). The condemnation was for the temporary use of a preexisting access road that crossed several private, County, non-profit, and three NJDEP owned parcels. The right to use the access road across the three NJDEP properties had already been acquired through negotiations (Ogden-Rooney process). The NJDEP was named in the condemnation as an interested party since the road crosses property owned by Bergen County, which is Green Acres restricted. In other words, the condemnation count of the complaint is not against NJDEP for fee-owned property. We expect this matter to be resolved within the next six (6) months. DAG Mark Collier is handling this matter on behalf of NJDEP.

D. Firm's malpractice insurance:

The Firm maintains malpractice insurance through CNA. The policy limits are: \$1,000,000.00 per claim and \$2,000,000.00 aggregate. The deductible for the policy is \$10,000.00 per claim.

E. Litigation costs, bonds required by Court, and potential liability under Fed. R. Civ.

P. 11 covered by Firm:

The Firm would cover litigation costs, bonds required by a court, and any potential liability under Fed. R. Civ. P. 11.

6.4 - Other Qualification Information (continued)

F. **Outside Counsel Guidelines billing procedures:**

Watson, Stevens, Rutter & Roy, LLP agrees to abide by the Outside Counsel Guidelines billing procedures.

G. **Updated Ownership Disclosure, Affirmative Action Supplement with Affirmative Action Employee Information Report, and the certifications required by Public Law 2005, Chapters 51 and 271, and Executive Order 117 (2005):**

The Firm confirms that it will, as Special Counsel, provide updated Ownership Disclosure, Affirmative Action Supplement with Affirmative Action Employee Information Report, and the certifications required by Public Law 2005, Chapters 51 and 271, and Executive Order 117 (2005).

EXHIBIT A

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 ensure that equal employment opportunity is afforded to such applicants in recruitment and employment, 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 equal employment opportunity 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 will send to each labor union, with which it has a collective bargaining agreement, a notice, to be provided by the agency contracting officer, advising the labor union of the contractor's commitments under this chapter 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 meet targeted county employment goals established in accordance with 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, and labor unions, that it does not discriminate on the basis of age, race, 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 targeted 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, race, 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 (electronically provided by the Division and distributed to the public agency through the Division's website at www.state.nj.us/treasury/contract_compliance)

The contractor and its subcontractors shall furnish such reports or other documents to the Division of Public Contracts Equal Employment Opportunity Compliance 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 Division of Public Contracts Equal Employment Opportunity Compliance for conducting a compliance investigation pursuant to Subchapter 10 of the Administrative Code at N.J.A.C. 17:27.

Exhibit A to Special Counsel Retention Agreements

These additional terms and conditions are required by law, as indicated herein (Additional Terms) and shall be executed by the Special Counsel prior to the Division of Law executing any Special Counsel Retention Agreement with the Division of Law on behalf of any of its clients. These Additional Terms shall be incorporated into any Special Counsel Retention Agreement (Retention Agreement) executed by the Division of Law.

These Additional Terms are incorporated in the Retention Agreement identified as:

I. **The Special Counsel shall complete the following forms or otherwise satisfy the following requirements prior to the State executing a Retention Agreement with Special Counsel:**

A. **Ownership Disclosure**

The Ownership Disclosure addresses the requirements of N.J.S.A. 52:25-24.2, for any contract or retention agreement and must be completed and submitted either with the proposal or with the signed Retention Agreement. The Retention Agreement cannot be completed unless and until the Ownership Disclosure is properly completed and accepted. The form can be downloaded from the Department of Treasury website under the heading Vendor Forms. It is located on the first two pages of this pdf:

<http://www.state.nj.us/treasury/purchase/forms/StandardRFPForms.pdf>

B. **Affirmative Action Supplement with Affirmative Action Employee Information Report**

The Affirmative Action Supplement with Affirmative Action Employee Information Report addresses the requirements of N.J.S.A. 10:5-31 to -34 and N.J.A.C. 17:27.3.1 et seq., for any contract or retention agreement and must be completed and submitted either with the proposal or with the signed Retention Agreement. The terms of the Affirmative Action Supplement with Affirmative Action Employee Information Report are incorporated into this Retention Agreement. The Retention Agreement is not completed unless and until the form is properly completed and accepted. The forms can be downloaded from the Department of Treasury website under the heading Vendor Forms:

http://www.state.nj.us/treasury/purchase/forms/AA_%20Supplement.pdf

The specific language of N.J.A.C. 17:27-3.5 and 17:27-3.7, contains specific requirements for Special Counsel Retention Agreements and is hereby incorporated as if set forth at length herein.

C. **New Jersey Business Registration**

Pursuant to N.J.S.A. 52:32-44 (b), a copy of a valid New Jersey Business Registration must be submitted with the signed Retention Agreement. If not already registered with the New Jersey Division of Revenue, registration can be completed on line at the Division of Revenue website:

<http://www.state.nj.us/treasury/revenue/busregcert.shtml>

D. **Certification of Non-Involvement in Prohibited Activities in Iran**

Pursuant to N.J.S.A. 52:32-58, Special Counsel must certify that neither Special Counsel, nor one of its parents, subsidiaries, and/or affiliates (as explained in N.J.S.A. 52:32-56(e)(3)), is listed on the Department of the Treasury's List of Persons or Entities Engaging in Prohibited Investment Activities in Iran and that neither is involved in any of the investment activities set forth in N.J.S.A. 52:32-56(f). If Special Counsel is unable to so certify, Special Counsel shall provide a detailed and precise description of such activities. The form is on the fifth page of the pdf available at:

<http://www.state.nj.us/treasury/purchase/forms/StandardRFPForms.pdf>

E. New Jersey State W-9 and Vendor Questionnaire

No Special Counsel shall be paid unless Special Counsel has properly completed New Jersey State W-9 and Vendor Questionnaire on file with the State. If the Special Counsel does not have a New Jersey State W-9 and Vendor Questionnaire on file with the State, the properly completed W9 shall be returned with the Retainer Agreement signed by the Special Counsel. A copy may be obtained from your Division of Law Contact.

F. Two-Year Chapter 51/Executive Order 117 Certification and Disclosure of Political Contributions

Prior to entering any Retention Agreement retention agreement under which the State will pay more than \$17,500 to the Business Entity proposed as the Special Counsel, the Business Entity shall submit the Certification and Disclosure form, certifying that no contributions prohibited by Chapter 51 have been solicited or made by the Business Entity and reporting all contributions the Business Entity made during the preceding four years to any political organization organized under 26 U.S.C. §527 of the Internal Revenue Code that also meets the definition of a "continuing political committee" within the mean of N.J.S.A. 19:44A-3(n) and N.J.A.C. 19:25-1.7.

The required form and instructions for completion and submission to the Deputy Attorney General prior to the finalization of the Retention Agreement are available for review on the Purchase Bureau website, under the heading "Political Contributions Compliance" at

<http://www.state.nj.us/treasury/purchase/forms.shtml>

If the Special Counsel has a currently valid Two-Year Chapter 51/Executive Order 117 Vendor Certification it may be submitted instead of a new form.

Special Counsel is required, on a continuing basis, to report any contributions and solicitations Special Counsel makes during the term of the Retention Agreement, and any extension(s) thereof, at the time any such contribution or solicitation is made. Failure to do so is a breach of the Retention Agreement.

Special Counsel's failure to submit the form will preclude the Division of Law's execution of the Retention Agreement. The State Treasurer or his designee shall review the Disclosures submitted by the Special Counsel pursuant to this section, as well as any other pertinent information concerning the contributions or reports thereof by the intended Special Counsel, prior to award, or during the term of the retention agreement. If the State Treasurer determines that any contribution or action by the Special Counsel violated Chapter 51 and EO 117 the State Treasurer shall disqualify the Special Counsel from award of such contract. If the State Treasurer or his designees determines that any contribution or action constitutes a breach of contract that poses a conflict of interest, pursuant to Chapter 51 or EO 117, the State Treasurer shall disqualify the Special Counsel from award of such contract.

G. Disclosure Requirement of P.L. 2005, c. 271

Pursuant to P.L. 2005, c.271 ("Chapter 271") every Business Entity is required to disclose its (and its principals') political contributions within the immediately preceding twelve (12) month period. No prospective Special Counsel will be precluded from being retained by virtue of the information provided in the Chapter 271 disclosure, provided the form is fully and accurately completed. Prior to being retained, the Special Counsel anticipated to be selected will be required to submit Chapter 271 disclosures if the cost of Retention Agreement is anticipated to be in excess of \$17,500. The form is available for your review at:

<http://www.state.nj.us/treasury/purchase/forms/CertandDisc2706.pdf>

II. Special Counsel Certification

A. Source Disclosure Certification

Special Counsel's execution of these Additional Terms to the Retention Agreement will confirm that Special Counsel agrees, in accordance with Executive Order 129 (2004) and N.J.S.A. 52:34-13.2 (P.L. 2005, c. 92), that all services performed for the Retention Agreement shall be performed within the United States. In the event that all services performed for the Retention Agreement shall NOT be performed within the United States, Special Counsel shall send the Deputy Attorney General who executes the Retention Agreement a letter that states with specificity the reasons why the services cannot be so performed. Any such letter shall require review and approval pursuant to N.J.S.A. 52:34-14.2 prior to execution of this Retention Agreement.

III. The Special Counsel acknowledges that the Retention Agreement is subject to the following additional terms and conditions:

A. Breach of Requirements of Chapter 51 and Executive Order 117 (2008) (Also referred to as "Pay to Play Restrictions," N.J.S.A. 19:44A-20.13 to -20.25, or Executive Order 134(2004))

In order to safeguard the integrity of State government procurement by imposing restrictions to insulate the negotiation and award of State contracts, including retention agreements, from political contributions that pose the risk of improper influence, purchase of access, or the appearance thereof, the Legislature enacted P.L. 2005, c.51 (codified at N.J.S.A. 19:44A-20.13 - 25) (Chapter 51), on March 22, 2005, effective retroactive to October 15, 2004, superseding the terms of Executive Order 134(2004). In addition, on September 24, 2008, Executive Order 117 was issued and made effective on November 15, 2008 (EO 117) which set forth additional limitations on the ability of executive branch agencies to contract with business entities that have made or solicited certain contributions. Pursuant to the requirements of Chapter 51 and EO 117, it shall be a material breach of the terms of the Retention Agreement for the Business Entity to do any of the following:

1. make or solicit a contribution in violation of the Chapter 51 or EO 117;
2. knowingly conceal or misrepresent a contribution given or received;
3. make or solicit contributions through intermediaries for the purpose of concealing or misrepresenting the source of the contribution;
4. make or solicit any contribution on the condition or with the agreement that it will be contributed to a campaign committee or any candidate of holder of the public office of Governor, or of Lieutenant Governor, or to any State, county or municipal party committee, or any legislative leadership committee;
5. engage or employ a lobbyist or Special Counsel with the intent or understanding that such lobbyist or Special Counsel would make or solicit any contribution, which if made or solicited by the business entity itself, would subject that entity to the restrictions of Chapter 51 or EO117;
6. fund contributions made by third parties, including Special Counsels, attorneys, family members, and employees;
7. engage in any exchange of contributions to circumvent the intent of the Chapter 51 or EO 117; or
8. directly or indirectly through or by any other person or means, do any act which would subject that entity to the restrictions of the Chapter 51 or EO 117.

B. New Jersey Conflict of Interest Law

The New Jersey Conflict of Interest Law, N.J.S.A. 52:13D-12 et seq. and Executive Order 189 (1988), prohibit certain actions by persons or entities which provide goods or services to any State Agency. Specifically:

1. No Special Counsel shall pay, offer to pay, or agree to pay, either directly or indirectly, any fee, commission, compensation, gift, gratuity, or other thing of value of any kind to any State officer or employee or special State officer or employee, as defined by N.J.S.A. 52:13D-13b. and e., in the Department of the Treasury or any other agency with which such Special Counsel transacts or offers or proposes to transact business, or to any member of the immediate family, as defined by N.J.S.A. 52:13D-13i., of any such officer or employee, or any partnership, firm, or corporation with which they are employed or associated, or in which such officer or employee has an interest within the meaning of N.J.S.A. 52:13D-13g.
2. The solicitation of any fee, commission, compensation, gift, gratuity or other thing of value by any State officer or employee or special State officer or employee from any Special Counsel shall be reported in writing forthwith by the Special Counsel to the Attorney General and the Executive Commission on Ethical Standards.
3. No Special Counsel may, directly or indirectly, undertake any private business, commercial or entrepreneurial relationship with, whether or not pursuant to employment, contract or other agreement, express or implied, or sell any interest in such Special Counsel to, any State officer or employee or special State officer or employee having any duties or responsibilities in connection with the purchase, acquisition or sale of any property or services by or to any State agency or any instrumentality thereof, or with any person, firm or entity with which he is employed or associated or in which he has an interest within the meaning of N.J.S.A. 52:13D-13g. Any relationships subject to this provision shall be reported in writing forthwith to the Executive Commission on Ethical Standards, which may grant a waiver of this restriction upon application of the State officer or employee or special State officer or employee upon a finding that the present or proposed relationship does not present the potential, actuality or appearance of a conflict of interest.
4. No Special Counsel shall influence, or attempt to influence or cause to be influenced, any State officer or employee or special State officer or employee in his official capacity in any manner which might tend to impair the objectivity or independence of judgment of said officer or employee.
5. No Special Counsel shall cause or influence, or attempt to cause or influence, any State officer or employee or special State officer or employee to use, or attempt to use, his official position to secure unwarranted privileges or advantages for the Special Counsel or any other person.
6. The provisions cited above in paragraph H(I). through H(V) shall not be construed to prohibit a State officer or employee or special State officer or employee from receiving gifts from or contracting with Special Counsel under the same terms and conditions as are offered or made available to members of the general public subject to any guidelines the Executive Commission on Ethical Standards may promulgate.

C. Obligation to Maintain Records

Special Counsel shall maintain all records for products and/or services delivered against the contract for a period of five (5) years from the date of final payment under the Retention Agreement unless otherwise specified in the Retention Agreement. Such records shall be made available to the State, including the Comptroller, for audit and review upon request.

IV. The Special Counsel is hereby notified of the following:

A. Chapter 271 Annual Disclosure Statement Filing Requirement

If Special Counsel receives contracts in excess of \$50,000 from a public entity during a calendar year, the Special Counsel is responsible to file an annual disclosure statement on political contributions with the New Jersey Election Law Enforcement Commission (ELEC), pursuant to N.J.S.A. 19:44A-20.13 (P.L. 2005, c. 271, section 3) It is Special Counsel's responsibility to determine if filing is necessary. Failure to so file can result in the imposition of financing penalties by ELEC. Additional information about this requirement is available from ELEC at (888)313-3532 or <http://www.elec.state.nj.us/>

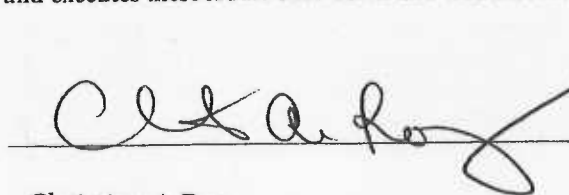
B. Set-off for State Taxes

Pursuant to N.J.S.A. 54:49-19 et seq. (P.L. 1995, c159), and notwithstanding the provision of any other law to the contrary, whenever any taxpayer, partnership or S corporation under contract to provide goods or services or construction projects to the State of New Jersey or its agencies or instrumentalities, including the legislative and judicial branches of State government, is entitled to payment for those goods or services at the same time a taxpayer, partner or shareholder of that entity is indebted for any State tax, the Director of the Division of Taxation shall seek to set off so much of that payment as shall be necessary to satisfy the indebtedness. The amount set-off shall not allow for the deduction of any expense or other deduction which might be attributable to the taxpayer, partner, or shareholder subject to set-off under this Act.

The Director of the Division of Taxation shall give notice of the set-off to the taxpayer, partner or shareholder and provide an opportunity for a hearing within thirty (30) days of such notice under the procedures for protests established under N.J.S.A. 54:49-19. No request for conference, protest, or subsequent appeal to the Tax Court from any protest shall stay the collection of the indebtedness.

Special Counsel hereby agrees to and executes these Additional Term and Conditions:

Special Counsel Signature:



Special Counsel Name:

Christine A Roy

Special Counsel Firm:

Watson, Stevens, Rutter & Roy, LLP

Date:

October 9, 2013

"N.J.S.A. 52:34-13.2 CERTIFICATION"

SOURCE DISCLOSURE CERTIFICATION FORM

Contractor: Watson, Stevens, Rutter & Roy, LLP Waiver Number: _____

I hereby certify and say:

I have personal knowledge of the facts set forth herein and am authorized to make this Certification on behalf of the Contractor.

The Contractor submits this Certification in response to the referenced contract issued by the Division of Purchase and Property, Department of the Treasury, State of New Jersey (the "Division"), in accordance with the requirements of N.J.S.A. 52:34-13.2.

Instructions:

List every location where services will be performed by the Contractor and all Subcontractors.

If any of the services cannot be performed within the United States, the Contractor shall state, with specificity the reasons why the services cannot be so performed. Attach additional pages if necessary.

<u>Contractor and/or Subcontractor</u>	<u>Description of Services</u>	<u>Performance Location[s] by COUNTRY</u>	<u>Reasons why services cannot be performed in USA</u>
Watson, Stevens, Rutter & Roy, LLP	Legal	USA	

Any changes to the information set forth in this Certification during the term of any contract awarded under the referenced solicitation or extension thereof will be immediately reported by the Contractor to the Director, Division of Purchase and Property (the "Director").

The Director shall determine whether sufficient justification has been provided by the Contractor to form the basis of his certification that the services cannot be performed in the United States and whether to seek the approval of the Treasurer.

I understand that, after award of a contract to the Contractor, it is determined that the Contractor has shifted services declared above to be provided within the United States to sources outside the United States, prior to a written determination by the Director that extraordinary circumstances require the shift of services or that the failure to shift the services would result in economic hardship to the State of New Jersey, the Contractor shall be deemed in breach of contract, which contract will be subject to termination for cause pursuant to Section 3.5b.1 of the Standard Terms and Conditions.

I further understand that this Certification is submitted on behalf of the Contractor in order to induce the Division to accept a bid proposal, with knowledge that the Division is relying upon the truth of the statements contained herein.

I certify that, to the best of my knowledge and belief, the foregoing statements by me are true. I am aware that if any of the statements are willfully false, I am subject to punishment.

Contractor: Watson, Stevens, Rutter & Roy, LLP
[Name of Organization or Entity]

By: _____

Title: Partner

Print Name: Christine A. Roy

Date: October 9, 2013



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: Watson, Stevens, Rutter & Roy, LLP

Firm Address: 3 Paragon Way, Suite 300, Freehold, New Jersey 07728

Number of Attorneys in the Firm: 8

Attorney to Contact for this Proposal: Christine A. Roy

Telephone Number of Contact for this Proposal: (732) 462-1990

Email Address of Contact for this Proposal: croy@watsonstevens.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.

Christine A. Roy
Signature of Contact Attorney

October 9, 2013
Date