

RESOLUTION TO AUTHORIZE EXECUTION OF CONTRACT BY AND BETWEEN PEQUANNOCK RIVER BASIN REGIONAL SEWERAGE AUTHORITY AND ADS ENVIRONMENTAL SERVICES FOR THE SCOPE OF WORK SET FORTH IN THE PROPOSAL OF ADS ENVIRONMENTAL SERVICES, DATED FEBRUARY 19, 2009

WHEREAS, the Pequannock River Basin Regional Sewerage Authority (the "Authority") presently has a contract with ADS Environmental Services for the operation and maintenance of its flow monitoring system ("Contract OM-2"); and

WHEREAS, ADS Environmental Services has provided a proposal, dated February 19, 2009, to provide access to the ADS Environmental Services web-based IntelliServe system to provide the Authority with automatic data acquisition for ADS flow monitors and ADS rain gauges that are currently installed in the Authority's collection system as well as temporary flow monitoring services and for such other work as set forth in the proposal; and

WHEREAS, the work to be provided by ADS Environmental Services is for the provision or performance of proprietary goods or services in accordance with N.J.S.A. 17:27A:11-5(1)(dd); and

WHEREAS, the goods or services to be provided are specialized in nature because they are patented by the ADS Corporation and are necessary for the conduct of the affairs of the Authority because the Authority has a substantial capital investment in the existing ADS flow metering equipment which utilizes ADS' proprietary analytical software and the for the reasons set forth in the Certification of Daniel D. Kelly, P.E.,

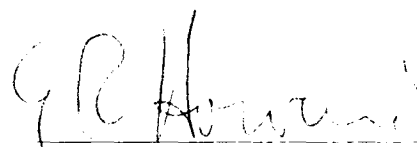
dated February 19, 2009, on file at the offices of the Authority, which is incorporated by reference as if fully set forth herein; and

WHEREAS, the Local Public Contracts Law, N.J.S.A. 40A:11-1 et seq., permits negotiation and award of contracts without public advertising for bids and bidding for goods or services for the support or maintenance of proprietary computer hardware and software in accordance with N.J.S.A. 40A:11-5(1)(dd).

NOW, THEREFORE, BE IT RESOLVED by the Pequannock River Basin Regional Sewerage Authority in the Counties of Morris and Passaic and State of New Jersey on this 19th day of February, 2009, as follows:

1. The Chairman is authorized and directed to execute a contract with ADS Environmental Services that shall be entitled "OM-3" in an amount not to exceed \$42,960 for the six month monitoring period set forth in the proposal of ADS Environmental Services, dated February 19, 2009, on file at the offices of the Authority, in a form approved by the Authority Attorney, without further authorization by the Authority.
2. A copy of this Resolution shall be published in accordance with law.
3. This Resolution shall take effect immediately.

Certified to be a true copy of a Resolution enacted at a duly convened public meeting of the Pequannock River Basin Regional Sewerage Authority held on February 19, 2009.


Secretary