

Introduced by: \_\_\_\_\_  
Seconded by: \_\_\_\_\_

**CITY OF HOBOKEN  
RESOLUTION NO. : \_\_\_\_\_**

**RESOLUTION TO AFFIRM THE EMERGENCY CONTRACT WITH  
OKIN, HOLLANDER & DELUCA, LLP FOR SERVICES AS SPECIAL  
LEGAL COUNSEL – BANKRUPTCY TO THE CITY OF HOBOKEN  
RELATING TO THE BANKRUPTCY FILINGS INVOLVING HOBOKEN  
UNIVERSITY MEDICAL CENTER**

**WHEREAS**, the filing of a bankruptcy suit relating to Hoboken University Medical Center made it necessary to retain bankruptcy counsel on an emergency basis in order to fully protect the City's interests throughout these proceedings; and,

**WHEREAS**, the Administration has chosen to appoint Paul S. Hollander, Esq. of Okin, Hollander & DeLuca, LLP to serve as Special Legal Counsel relating to any bankruptcy proceedings commencing in relation to Hoboken University Medical Center; and,

**WHEREAS**, the City of Hoboken has retained, on an emergency basis, Okin, Hollander & DeLuca, LLP, in the amount not to exceed Seventeen Thousand Five Hundred Dollars (\$17,500.00), to immediately begin representing the legal interests of the City related to the now pending bankruptcy litigation; and,

**WHEREAS**, the August 4, 2011 proposal of Paul S. Hollander, *attached hereto*, shall constitute the Agreement between Okin, Hollander & DeLuca, LLP and the City relating to the within services; and,

**WHEREAS**, Okin, Hollander & DeLuca, LLP is hereby required to abide by the "pay-to-play" requirements of the Hoboken Public Contracting Reform Ordinance, codified as §20A-11 *et seq.* of the Administrative Code of the City of Hoboken as well as the Affirmative Action laws and policies under which the City operates; and,

**WHEREAS**, there is an emergency need for said service, which is therefore exempt from the fair and open process and the public bidding requirements pursuant to N.J.S.A. 40A:11-6; and,

**WHEREAS**, funds are available for this purpose.

**NOW THEREFORE, BE IT RESOLVED** (*a majority of the whole Council concurring*) that the emergency contract be approved as awarded to Okin, Hollander & DeLuca, LLP for the services of Paul Hollander, Esq. to represent the City as Special Legal Counsel in the pending bankruptcy litigation relating to the Hoboken University Medical Center in an amount not to exceed Seventeen Thousand Five Hundred Dollars (\$17,500.00), at the hourly rates listed in the August 4<sup>th</sup> proposal, *attached hereto*; said firm being obligated to provide prompt notice to the City when its invoicing reaches 80% of the not to exceed amount if the firm believes additional funds will be necessary; and

**BE IT FURTHER RESOLVED** that the City Council of the City of Hoboken specifically finds that compliance with Hoboken Ordinance #DR-154 (codified as §20A-4 of the Code of the City of Hoboken), is waived and that the City invokes N.J.S.A. 40A:11-6 for the following reason: the appointment of a reputable bankruptcy attorney was required to ensure

protection of the City's interests in the now pending bankruptcy litigation, and forestalling the legal representation of the City's interests during the period of time required to comply with the fair and open process would have put the City's legal and financial positions in significant jeopardy; and

**BE IT FURTHER RESOLVED** the City Clerk shall publish this resolution as required by law and keep a copy of the resulting contract on file in accordance with N.J.S.A. 40A:11-1 et seq.; and,

**BE IT FURTHER RESOLVED** that a certified copy of this resolution shall be provided to Mayor Dawn Zimmer for action in accordance therewith and to take any other actions necessary to complete and realize the intent and purpose of this resolution; and,

**BE IT FURTHER RESOLVED** that this resolution shall take effect immediately.

**Meeting Date: August 18, 2010**

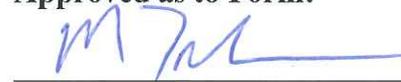
Approved:



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**Arch Liston**  
**Business Administrator**

Approved as to Form:



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**Mark A. Tabakin**  
**Corporation Counsel**

**CHIEF FINANCIAL OFFICER'S CERTIFICATION**  
**OF AVAILABILITY OF FUNDS**  
**FOR CONTRACT AWARDS**

I, George DeStefano, Chief Financial Officer of the City of Hoboken, hereby certify that \$17,500.00 is available in the following appropriations:

These funds are sufficient to meet the contractual commitment providing for:

**SPECIAL LEGAL COUNSEL – BANKRUPTCY**

For payment to be submitted to the following contractor:

Okin, Hollander & DeLuca, LLP  
One Parker Plaza  
Fort Lee, New Jersey 07024

I further certify that, this commitment together with all previously made commitment 0s do not exceed the appropriation balance available for this purpose.



\_\_\_\_\_  
Chief Financial Officer

Date: \_\_\_\_\_

8/18/2011

Introduced by: \_\_\_\_\_

Seconded by: \_\_\_\_\_

**CITY OF HOBOKEN  
RESOLUTION NO.: \_\_\_\_\_**

**RESOLUTION AUTHORIZING CLOSED SESSION, PURSUANT TO  
N.J.S.A. 10:4-12(7) AND ATTORNEY CLIENT PRIVILEGE TO DISCUSS  
PENDING BANKRUPTCY LITIGATION RELATING TO HOBOKEN  
UNIVERSITY MEDICAL CENTER**

**WHEREAS**, the Council of the City of Hoboken is authorized to go into closed executive session for the reasons set forth in the Open Public Meetings Act, pursuant to N.J.S.A. 10:4-12(7) and to protect matters that fall within attorney-client privilege; and,

**WHEREAS**, one of these reasons is to receive legal advice and counseling relating to issues concerning pending litigation; and

**WHEREAS**, the City Council has been called upon to make decisions regarding the City's position in pending litigation, including but not limited to approving or rejecting a settlement agreement, and the Council wishes to obtain legal advice and counseling pursuant to N.J.S.A. 10:4-12(7) prior to acting on the proposed settlement agreement; and,

**WHEREAS**, the Council, therefore, has determined that it is necessary to go into closed executive session for the foregoing purpose.

**NOW THEREFORE, BE IT RESOLVED** by the Council of the City of Hoboken that it enter into closed session for said purpose; and,

**BE IT FURTHER RESOLVED**, formal action may be taken in an open public session subsequent to the closed session; and,

**BE IT FURTHER RESOLVED** that when the need for confidentiality no longer exists the decisions made therein will be made available to the public.

MEETING: August 18, 2011

APPROVED AS TO FORM:



\_\_\_\_\_  
Mark A. Tabakin, Esq.  
Corporation Counsel

Sponsored by: \_\_\_\_\_

Seconded by: \_\_\_\_\_

City of Hoboken  
Resolution No.: \_\_\_\_

**RESOLUTION AUTHORIZING THE CITY OF HOBOKEN TO ENTER INTO THE ATTACHED SETTLEMENT AGREEMENT BETWEEN THE CITY OF HOBOKEN, HOBOKEN MUNICIPAL HOSPITAL AUTHORITY AND HUDSON HEALTHCARE, INC.**

**WHEREAS**, the Administration and Bankruptcy Counsel have negotiated an agreement with Hoboken Municipal Hospital Authority and Hudson Healthcare, Inc. in the form and substance attached hereto; and,

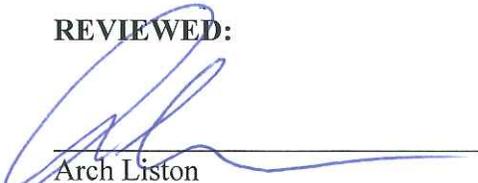
**WHEREAS**, the City Council, after careful consideration and with the advice of Counsel, hereby wishes to approve the terms of the agreement and authorize the Mayor to enter into the agreement to protect the best interests of the City of Hoboken and its residents and taxpayers.

**NOW, THEREFORE BE IT RESOLVED** by the Council of the City of Hoboken in the County of Hudson as follows:

1. The City Council hereby accepts the settlement ; and,
2. The City Council hereby directs the Mayor and Bankruptcy Counsel to notify all pertinent parties, including but not limited to the Court, of this acceptance immediately.
3. The Mayor, her Administration and Bankruptcy Counsel are hereby authorized and directed to proceed to execute and finalize this agreement expeditiously, and to take any steps necessary to effectuate the Agreement.

**MEETING: August 18, 2011**

**REVIEWED:**

  
\_\_\_\_\_  
Arch Liston  
Business Administrator

**APPROVED AS TO FORM:**

  
\_\_\_\_\_  
Mark A. Tabakin, Esq.  
Corporation Counsel