

**COMMODITY RESALE AGREEMENT  
BETWEEN THE  
COUNTY OF MONMOUTH (the "COUNTY")  
AND THE  
BOROUGH OF RED BANK (the "MUNICIPALITY")**

The County and the Municipality enter into this agreement pursuant to the Rules governing cooperative purchasing, namely *N.J.A.C. 5:34-7.15*.

**IT IS AGREED:**

1. **Commodities Offered.** The County will offer the commodities listed on Exhibit "A" to the Municipality through the Monmouth County Commodity Resale System (SYSTEM IDENTIFIER 99174 – MCCRS).
2. **Amendment to Services Offered.** The County, in its discretion, may amend Exhibit "A" from time to time, upon approval by the Director of the Division of Local Government Services, if necessary, and written notice to the Municipality.
3. **No Obligation by Municipality.** The Municipality is under no obligation to purchase any commodities offered by the County.
4. **No Obligation by County.** The County is under no obligation to provide a commodity requested by the Municipality if the County is not then in a position to honor the request.
5. **Total Cost Undetermined.** The total cost of the services to be rendered under this agreement cannot be estimated in advance, but will be determined by the extent to which the Municipality avails itself of the services available.
6. **Effective Dates.** This agreement shall be in effect from September 30, 2013 until September 30, 2018, unless sooner terminated by either party.
7. **Early Termination.** Either party may terminate this agreement, with or without cause, upon thirty (30) days written notice to the other party.
8. **County's Representative.** The County's Administrator or its Director of Public Works and Engineering, or his/her respective designee, will act on behalf of the County with regard to the commodities available to the Municipality.
9. **Municipality's Representative.** The Municipality's [indicate one or more authorized representative] ( ☐ ) Administrator, ( ☐ ) Public Works Director or ( ☐ ) \_\_\_\_\_, or his/her respective designee, will act on behalf of the Municipality with regard to a request for commodities from the County.

10. **Payment of Invoices.** The Municipality will pay the County for commodities purchased under this agreement within thirty (30) days of the County's invoice for those commodities. If the Municipality disputes a County invoice, the Municipality will pay the undisputed portion and attempt to resolve the remaining portion in accordance with the article below, entitled Disputes.
11. **Disputes.** If there is a dispute concerning either party's performance under this agreement, the parties will attempt to resolve the dispute amicably between them. If the parties cannot resolve the issue amicably, the parties will mediate the dispute before a third party mediator jointly agreed to by the parties. Each party will bear its own cost of participating in mediation and the parties will share the cost of the mediator equally. If the dispute is not resolved through mediation, either party may then pursue any available legal or equitable remedy to resolve the dispute.
12. **Indemnification.** Each party will indemnify the other party and hold the other party harmless for the negligent or intentional acts of the indemnifying party.
13. **Authority to Execute Agreement.** The execution of this agreement has been duly authorized by the governing bodies of the County and the Municipality.

IN WITNESS WHEREOF, the parties have executed this agreement.

County:

Municipality:

COUNTY OF MONMOUTH

\_\_\_\_\_

\_\_\_\_\_  
By: THOMAS A. ARNONE

Title: Freeholder Director

Date:

\_\_\_\_\_  
By: Pasquale Menna

Title: Mayor

Date:

ATTEST:

ATTEST:

\_\_\_\_\_  
MARION MASNICK  
Clerk of the Board

\_\_\_\_\_  
Municipal Clerk

## **EXHIBIT “A”**

### **MONMOUTH COUNTY COMMODITY RESALE SYSTEM**

#### Commodities available:

- Gasoline
- Diesel fuel
- Snow removal chemicals
- Public works materials and supplies, including road and roadway construction materials
- Such other materials as may be approved by the Director of the Division of Local Government Services

#### Pricing:

It is the intent that the County will recoup its actual costs, but no profit. Therefore, the cost of the commodities shall be the actual cost paid by the County for the commodities plus a modest administrative fee, as quoted by the County.

#### Procedure:

If the Municipality is interested in purchasing a commodity through the County's Commodity Resale System, the Municipality will submit a completed Request Form to the County. If the County is able to honor the request, the County will approve the request and issue a price quotation. The Municipality will then decide, at its option, whether or not to complete the requested purchase, at the price(s) quoted by the County.