

MEMORANDUM

TO: The Mayor and Council of the Municipality of Princeton
FROM: Greenbaum, Rowe, Smith and Davis LLP
DATE: November 6, 2025
RE: Resolution to Authorize a Professional Services Agreement with Topology NJ LLC for Planning Services

The Mayor and Council of the Municipality of Princeton (the “**Governing Body**”) are being asked to approve a resolution (the “**Resolution**”) to authorize a professional services agreement, a copy of which is attached to the Resolution (the “**Proposed Agreement**”), with Topology NJ LLC (“**Topology**”) for the provision of planning services in connection with a preliminary investigation in accordance with the Local Redevelopment and Housing Law, *N.J.S.A. 40A:12A-1, et seq.* (the “**Redevelopment Law**”). The preliminary investigation, with the assistance of Topology, will be performed by the Planning Board of the Municipality of Princeton (the “**Planning Board**”) to determine whether 27 Franklin Avenue, Princeton (Block 7301, Lot 1) and 101 Walnut Lane, Princeton (Block 31.01, Lot 105) (collectively, the “**Property**” or the “**Westminster Choir College**”), qualify as an area in need of redevelopment under the Redevelopment Law (the “**Services**”).

Topology

Topology is a professional planning consulting firm that provides planning services throughout the State of New Jersey, including to the Municipality of Princeton (the “**Municipality**”) as the project planner for the Property. In this role, Topology has been assisting the Governing Body’s Planning, Redevelopment and Affordable Housing sub-committee in developing a plan for the use of the Property, which is expected to be presented by Topology at the Council Meeting on November 10, 2025.

Proposed Agreement & the Local Public Contracts Law

On October 6, 2025, Topology submitted a proposal to the Municipality to provide the Services, a copy of which is attached to the Proposed Agreement as Exhibit B. Topology has proposed to provide the Services, which are more specifically defined in the Proposal, for an amount not to exceed \$21,000.00. In accordance with the Local Public Contracts Law, *N.J.S.A. 40A:11-1 et seq.* (the “**LPCL**”), the term of the Proposed Agreement is twelve (12) months. *See N.J.S.A. 40A:11-15.*

The LPCL exempts from public bidding contracts for professional services. *See N.J.S.A. 40A:11-5(1)(a)(i).* The provision of planning services is included within the definition of “professional services.” *See N.J.S.A. 40A:11-2(6).* Moreover, Topology has completed and submitted the necessary pay-to-play forms in accordance with *N.J.S.A. 19:44A-20.8*, which are on file in the Office of the Municipal Clerk. Accordingly, the Municipality is authorized to enter into the Proposed Agreement with Topology.

Redevelopment Area Investigation

The Governing Body, by separate resolution on this date, is also being asked to approve a resolution to authorize and direct the Planning Board to undertake a preliminary investigation to determine whether the Property qualifies as a non-condemnation area in need of redevelopment pursuant to and in accordance with the Redevelopment Law (the “**Preliminary Investigation Resolution**”). The Services to be provided by Topology are necessary for the Planning Board to perform the preliminary investigation as directed by the Governing Body.

The Redevelopment Law sets forth specific procedures and requirements for a municipality to designate property as an area in need of redevelopment. The preliminary investigation is the first requirement under the Redevelopment Law and serves to establish the factual basis for designating a property as an area in need of redevelopment. The Redevelopment Law requires a planning board to conduct a preliminary investigation and then memorialize its findings, along with a recommendation, in a report to the municipal governing body. The planning board’s report and recommendation are then relied upon by the municipal governing body to decide whether to designate the subject property as an area in need of redevelopment. Once a property is designated as an area in need of redevelopment, a redevelopment plan may be adopted in accordance with the requirements of the Redevelopment Law. The purpose of this investigation now is to help further inform the planning process currently being undertaken as to the availability of certain tools afforded under the Redevelopment Law should the Council wish to use them at a later date.