

RESOLUTION

WHEREAS, the Township of West Orange ("Township"), through the Downtown West Orange Alliance ("DWOA") annually sponsors the Downtown Classic 5K run along Main Street in the Township for charitable purposes; and

WHEREAS, the Downtown Classic 5K run is scheduled to take place this year on **Sunday, September 24, 2017** from approximately 9:30 am until 1:00 pm; and

WHEREAS, the Township desires to enter into a Memorandum of Agreement that would allow the National Ovarian Cancer Coalition ("NOCC") to participate in and benefit from this year's Downtown Classic 5K run, annexed hereto as Attachment "**A**" (the "Proposed Memorandum of Agreement"); and

WHEREAS, pursuant to the terms of the Proposed Agreement, the DWOA would share profits with the NOCC, specifically by first subtracting direct expenses incurred by the Township or the Downtown West Orange Alliance, and then sharing seventy percent (70%) + an additional \$4000.00 of the net profits generated from the Downtown Classic 5K run with the NOCC, with the remaining thirty percent (30%) - \$4000.00 of net profits to be retained by the DWOA; and

WHEREAS, the NOCC has agreed to provide its own publicity and fundraising efforts for the event in coordination with the Downtown West Orange Alliance; and

WHEREAS, the NOCC has agreed to provide the Township with proof of liability insurance and to indemnify and hold the Township harmless from any claims, suits, damages, or judgments resulting wholly or in part from any acts or omissions of the NOCC or their agents, employees, guests, licensees, invitees, assignees or successors during this year's Downtown Classic 5K run; and

WHEREAS, annexed hereto as Attachment “**A**” is a copy of the Proposed Memorandum of Agreement to be executed by the Township and the NOCC;

NOW, THEREFORE BE IT RESOLVED, by the Township Council of the Township of West Orange that the Mayor be and hereby is authorized to execute the annexed Proposed Memorandum of Agreement annexed hereto as Attachment “**A;**” and be it further

RESOLVED, that the Municipal Clerk is authorized to attest to the Mayor's signature on the Proposed Memorandum of Agreement.

Karen J. Carnevale, R.M.C.
Municipal Clerk

Joe Krakoviak
Council President

Adopted: July 11, 2017