

RESOLUTION

WHEREAS, the Township of West Orange ("Township"), pursuant to the regulatory oversight of the Federal Communications Commission ("FCC"), is authorized by the FCC to operate on certain radio frequencies under call sign WPCE346 (collectively, the "FCC Authorization"); and

WHEREAS, on January 29, 2009 the Township filed an application with the FCC to add frequency pairs 809/854.3125 and 809/854.3375 MHz (the "Frequencies") to the set of frequencies the Township is authorized to operate pursuant to the FCC Authorization; and

WHEREAS, on February 23, 2009 the FCC granted the Township's application; and

WHEREAS, on March 6, 2009, the City of New York, Department of Information Technology & Telecommunications (the "City") filed an objection to the FCC granting of the Township's application to operate the Frequencies; and

WHEREAS, on April 11, 2013 the FCC issued a Memorandum Opinion and Order Proposing Modification (the "Memorandum Opinion"), which proposed to delete the Frequencies from the Township's ownership; and

WHEREAS, pursuant to Township Council Resolution 93-13, the Township retained Alan S. Tilles, Esq. ("Mr. Tilles") of Shulman, Rogers, Gandal, Pordy & Ecker, P.A., an attorney who specializes in these matters to represent the Township in this dispute; and

WHEREAS, a full and final resolution of this matter has been reached in principle, pursuant to a proposed License Transfer Agreement attached hereto as **Attachment "A,"**; and

WHEREAS, the License Transfer Agreement will allow the Township to maintain the FCC Authorization with respect to the 809/854.3375 MHz channel, and will transfer and assign to the City the rights to operate the 809/854.3125 MHz channel in exchange for the payment of twenty thousand dollars (\$20,000.00) by the City to the Township; and

WHEREAS, Mr. Tilles has recommended that the Township enter into the Agreement, which will be subject to submission to and review and approval by the FCC;

NOW, THEREFORE, BE IT HEREBY RESOLVED BY THE TOWNSHIP COUNCIL OF THE TOWNSHIP OF WEST ORANGE, that the Mayor and Township Clerk be and hereby are authorized to execute and attest to the Agreement in the form annexed hereto; and

BE IT FURTHER RESOLVED, that a true copy of the Agreement shall remain on file with the Township Clerk for inspection by the public.

Karen J. Carnevale
Township Clerk

Susan McCartney
Council President

Adopted: October 29, 2013