

**RESOLUTION OF THE TOWNSHIP OF WEST ORANGE AUTHORIZING THE EXECUTION
OF A FIRST AMENDMENT TO THE REDEVELOPMENT AGREEMENT BETWEEN THE
TOWNSHIP OF WEST ORANGE AND 18 CENTRAL AVENUE URBAN RENEWAL LLC**

WHEREAS, the Township Council of the Township of West Orange (the “**Township Council**”) adopted Resolution 228-16 on October 26, 2016 pursuant to the provisions of the Local Redevelopment and Housing Law, N.J.S.A. 40A:12A-1 *et seq.* (the “**Redevelopment Law**”), designating the properties identified as Block 9, Lots 11.01, 11.02, 11.03, 32, & 36 and Block 7, Lot 22 on the official tax maps of the Township, as an area in need of redevelopment (the “**Redevelopment Area**”); and

WHEREAS, pursuant to N.J.S.A. 40A:12A-7, the Township Council, in accordance with the applicable provisions and requirements of the Redevelopment Law, passed Ordinance 2499-16 adopting a Redevelopment Plan for the Redevelopment Area (as may be amended and supplemented from time to time, the “**Redevelopment Plan**”); and

WHEREAS, on March 7, 2017, the Township Council adopted Resolution 74-17 which authorized the designation of The Alpert Group, LLC as the interim redeveloper of the Redevelopment Area and the execution of an Interim Redevelopment Agreement with the Redeveloper (the “**Interim Agreement**”)

WHEREAS, the Redevelopment Area includes the properties identified as Block 9, Lot 36 and Block 7, Lot 22 on the tax maps of the Township known as 18 Central Avenue (the “**Selecto-Flash Property**”) currently owned by the Township following the issuance of a final judgment dated December 7, 2016 in an In Rem Tax Foreclosure, as well as Block 9, Lot 32, which was also acquired by the Township (the “**Subject Properties**”); and

WHEREAS, on September 4, 2018, the Township Council adopted Resolution 192-18 which authorized the execution of a First Amendment to Interim Agreement between Township and The Alpert Group, LLC (the “**First Interim Agreement Amendment**”); and

WHEREAS, on December 11, 2018, the Township Council adopted Resolution 270-18 which authorized the execution of a Second Amendment to Interim Agreement between Township and The Alpert Group, LLC (the “**Second Interim Agreement Amendment**”); and

WHEREAS, on March 18, 2021, the Township and The Alpert Group, LLC entered into a Redevelopment Agreement (hereinafter “Redevelopment Agreement”) (collectively the Redevelopment Agreement, Interim Agreement, First Amendment and Second Amendment are referred to herein as the “Redevelopment Agreements”); and

WHEREAS, by Assignment and Assumption Agreement dated November 3, 2025, The Alpert Group assigned its rights and obligations under the Redevelopment Agreements to 18 Central Avenue Urban Renewal, LLC; and

WHEREAS, the Redevelopment Agreements remain in full force and effect; and

WHEREAS, as set forth in the Redevelopment Agreements, the Parties have made certain agreements and commitments with respect to certain properties located in the Redevelopment Area, including the Subject Properties; and

WHEREAS, pursuant to Sections 2.08 and 3.03 of the Interim Agreement, the Redeveloper was granted a license to access the Subject Properties to advance the Project by performing remediation services for the removal of environmental contaminants; and

WHEREAS, the Redevelopment Agreements provided that, based on the outcome of remediation to be undertaken on the Subject Properties and an application for land use approvals

to develop the Subject Properties, the Redeveloper shall purchase the Subject Properties from the Township; and

WHEREAS, by Resolution adopted May 5, 2021, the West Orange Planning Board granted Redeveloper site plan approval to construct a mixed-use development (the “Project”) on the Subject Properties; and

WHEREAS, by Resolutions adopted on April 12, 2023, March 12, 2024, and March 19, 2025, the Planning Board extended its 2021 approval; and

WHEREAS, the protection period for the approval is expiring on May 5, 2026 pursuant to N.J.S.A. 40:55D-52 due to allowable extensions being exhausted; and

WHEREAS, the redevelopment of the Subject Properties has been delayed in part due to the environmental remediation effort, the need to address regulatory permitting issues with the New Jersey Department of Environmental Protection (“NJDEP”) under the Flood Hazard Area Control Act, and the COVID-19 emergency; and

WHEREAS, Redeveloper desires to commence preliminary construction of the Project while remediation continues and prior to its purchasing the Property so that the Township still remains eligible to pledge grant monies it secures for remediation to the site from the New Jersey Hazardous Discharge Site Remediation Fund; and

WHEREAS, the Township desires to support the completion of the Project by granting a new license to the Redeveloper to permit it to perform preliminary work on the Project, including but not limited to clearing, grading, excavation, construction of stormwater management facilities, pouring of foundations and related work in order to preserve its site plan approval, subject to the conditions set forth in this Agreement.

NOW THEREFORE BE IT RESOLVED that the governing body hereby authorizes the Mayor to execute the proposed first amendment to the Redevelopment Agreement By and Between the Township of West Orange and 18 Central Avenue Urban Renewal LLC, **substantially in the form of the agreement attached hereto**, granting a license to the Redeveloper to commence preliminary work, including but not limited to clearing, grading, excavation, construction of stormwater management facilities, pouring of foundations and related work, is hereby approved, subject to the conditions set forth in an agreement substantially similar to the agreement attached hereto, subject to the Township's Attorney's approval,

BE IT FURTHER RESOLVED, that by this First Amendment, the Parties agree that the Redeveloper may choose to take title to the Subject Properties prior to the Remediation Completion Date, in accordance with the terms of the First Amendment.

BE IT FURTHER RESOLVED, that the Mayor and Township Clerk are hereby authorized to execute said Amendment of the Redeveloper's Agreement, in a form substantially as the amendment attached hereto.

BE IT FURTHER RESOLVED, that this Resolution shall be published in accordance with law.

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

Susan Scarpa, Council President

Adopted: March 3, 2026