

**RESOLUTION AUTHORIZING AN AFFORDABLE HOUSING SETTLEMENT AGREEMENT
BETWEEN THE TOWNSHIP OF WEST ORANGE AND 410 MAIN STREET HOLDINGS, LLC
CONCERNING THE PROPERTY LOCATED AT 410 MAIN STREET, AUTHORIZING THE
MAYOR AND TOWNSHIP CLERK TO EXECUTE THE AGREEMENT, AND AUTHORIZING
ALL ACTIONS REASONABLY NECESSARY TO IMPLEMENT THE SETTLEMENT**

WHEREAS, the Township of West Orange (“Township”) is a municipal corporation of the State of New Jersey located in Essex County; and

WHEREAS, the Township filed a declaratory judgment action in the Superior Court of New Jersey, Law Division, Essex County, bearing Docket No. ESX-L-886-25, seeking a court managed path to compliance with its Fourth-Round affordable housing obligations pursuant to the New Jersey Fair Housing Act, N.J.S.A. 52:27D-301 *et seq.*, and applicable law; and

WHEREAS, 410 Main Street Holdings, LLC (“410 Main”) is the owner of certain real property located at 410 Main Street, West Orange, New Jersey, also known as Block 113, Lots 262, 264, and 308 on the Township’s Tax Map (“Property”); and

WHEREAS, 410 Main filed an action in lieu of prerogative writs challenging the denial of its prior land use application, bearing Docket No. ESX-L-1637-25, and thereafter filed a builder’s remedy and exclusionary zoning action against the Township and the Township Planning Board, bearing Docket No. ESX-L-1824-26 (collectively, the “410 Main Actions”); and

WHEREAS, the 410 Main Actions were consolidated with the Township’s Fourth Round declaratory judgment action for purposes of mediation and discovery; and

WHEREAS, the Township and 410 Main, through their respective counsel and professionals, have engaged in extensive negotiations to resolve the 410 Main Actions and provide an inclusionary affordable housing development on the Property; and

WHEREAS, the Township and 410 Main have negotiated an Affordable Housing Settlement Agreement (“Settlement Agreement”), in a substantially similar form as attached hereto as **Exhibit A** and incorporated herein by reference; and

WHEREAS, the Settlement Agreement contemplates, among other thing, development of the Property with an inclusionary rental residential project containing up to twelve (12) residential units and no commercial component at a twenty percent (20%) affordable housing set aside, resulting in two (2) on site affordable rental units and satisfaction of the remaining fractional affordable housing obligation in accordance with the Settlement Agreement in exchange for dismissal with prejudice of the 410 Main Actions upon satisfaction of the conditions set forth in the Settlement Agreement; and

WHEREAS, the Settlement Agreement remains subject to approval by the Superior Court following any fairness hearing or other proceeding required by the Court; and

WHEREAS, the site-specific implementing zoning ordinance contemplated by the Settlement Agreement is subject to separate introduction, public hearing, and final consideration in accordance with applicable law; and

WHEREAS, the Township Council has reviewed the material terms of the Settlement Agreement and finds that resolution of the 410 Main Actions on the terms set forth therein will avoid the expense, delay, and uncertainty of continued litigation, advance the Township's Fourth Round affordable housing compliance, and serve the best interests of the Township and its residents; and

WHEREAS, the Township desires to approve the Settlement Agreement and authorize the Mayor, Township Clerk, Township counsel, and appropriate Township officials and professionals to take the actions reasonably necessary to effectuate the settlement.

NOW, THEREFORE, BE IT RESOLVED by the Township Council of the Township of West Orange, County of Essex, State of New Jersey, that the Affordable Housing Settlement Agreement between the Township of West Orange and 410 Main Street Holdings, LLC, is hereby approved, and shall be executed by the Mayor, attested to by the Township Clerk in the same or substantially similar form as attached hereto as Exhibit A and subject to Township Attorney approval, together with any certificates, acknowledgments, or related documents reasonably necessary to effectuate the Settlement Agreement; and

BE IT FURTHER RESOLVED, Township counsel, special affordable housing counsel, and the Township's professional planner are authorized to approve and incorporate such nonmaterial revisions, corrections, clarifications, and conforming changes to the Settlement Agreement and its exhibits as may be reasonably necessary to finalize the documents, provided that no such revision materially alters the substantive terms approved by this Resolution; and

BE IT FURTHER RESOLVED, Township counsel and special affordable housing counsel are authorized to submit the Settlement Agreement to the Superior Court, request any required fairness hearing or other approval, prepare and submit any proposed consent order, and execute or file any pleadings, stipulations, certifications, or other documents reasonably necessary to obtain Court approval and implement the Settlement Agreement; and

BE IT FURTHER RESOLVED, that the appropriate Township officials and professionals are authorized to prepare and present for consideration the site-specific implementing zoning ordinance contemplated by the Settlement Agreement; and

BE IT FURTHER RESOLVED, that the Mayor, Township Clerk, and other appropriate Township officials are hereby authorized to take any and all required actions to carry out this Settlement Agreement, as set forth herein.

BE IT FURTHER RESOLVED, This Resolution shall take effect immediately upon adoption and a copy of this Resolution shall be made available in the Clerk's office in accordance with applicable law.

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

Susan Scarpa
Council President

Adopted: August 18, 2026

