

**BOROUGH OF EMERSON  
COUNTY OF BERGEN, NEW JERSEY  
RESOLUTION** **No: 264-18**

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**RE: RESOLUTION AUTHORIZING THE EXECUTION OF A MEMORANDUM OF AGREEMENT BETWEEN THE BOROUGH OF EMERSON, 214 KINDERKAMACK PROPERTIES, LLC AND EMERSON REDEVELOPERS URBAN RENEWAL, LLC**

**WHEREAS**, 214 Kinderkamack Properties, LLC, a limited liability company organized under the laws of the State of New Jersey, (“214 Kinderkamack”) is the owner of certain property known on the Official Tax Map of the Borough of Emerson, County of Bergen, State of New Jersey as Block 419, Lots 2, 3 & 4 (the “Property”); and

**WHEREAS**, the Borough of Emerson (“Borough”), invoking the Local Redevelopment and Housing Law (“LRHL”), N.J.S.A. 40A:12A-1 et seq., adopted Resolution No 199-04 on September 7, 2004 to designate the Property along with several other properties in the Borough’s Central Business District as an area in need of redevelopment; and

**WHEREAS**, the Borough on January 8, 2016, issued a Request for Proposals seeking a developer for the “Central Business District Redevelopment Project” (the “Block 419 Project”); and

**WHEREAS**, on April 5, 2016, the Borough adopted Resolution No. 129-16 approving JMF Properties as the developer for the Block 419 Project and authorizing the Borough to enter into a redevelopment agreement with JMF Properties; and

**WHEREAS**, on June 14, 2016, the Borough adopted Resolution No. 173-16 approving the execution of a Redevelopment Agreement with Emerson Redevelopers Urban Renewal, LLC (“ERUR”), an affiliate of JMF Properties; and

**WHEREAS**, after an updated study was conducted by the Borough’s Planner, the Borough adopted Resolution No 58-17 to re-designate the Property along with other properties in the Central Business District as a Condemnation Redevelopment Area; and

**WHEREAS**, 214 Kinderkamack filed an action in lieu of prerogative writs against the Borough and the Borough's Land Use Board on March 6, 2017, in the Superior Court of New Jersey, Law Division, Bergen County, Docket No. BER-L-1660-17, challenging the designation of the Property as Condemnation Redevelopment Area ("Designation Challenge"); and

**WHEREAS**, the Block 419 Project is included in the Court approved settlement in the Borough's Declaratory Judgment Action in the Superior Court of New Jersey, Law Division, Bergen County, In Re Application of the Borough of Emerson, Docket No. BER-I-6301-15 ("DJ Action"); and

**WHEREAS**, subsequent to the filing of the Designation Challenge and the court's approval of the settlement agreement in the DJ Action, 214 Kinderkamack, ERUR and the Borough (referred to herein collectively as the "Parties" and individually as "Party") have engaged in negotiations for the sale of the Property from 214 Kinderkamack to ERUR to avoid the pending litigation in the Designation Challenge and any future eminent domain actions; and

**WHEREAS**, the Parties have agreed to terms and conditions to resolve the Designation Challenge and arrange for the sale of the Property by 214 Kinderkamack to ERUR without the use of eminent domain and in accordance with the terms of the Memorandum of Agreement attached hereto as Exhibit A; and

**WHEREAS**, the Mayor and Borough Council wish to authorize the execution of the attached Memorandum of Agreement.

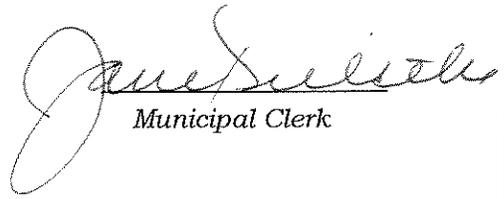
**NOW, THEREFORE, BE IT RESOLVED**, by the Governing Body of the Borough of Emerson, County of Bergen, State of New Jersey, as follows:

1. That the Mayor is hereby authorized to execute and the Borough Clerk is hereby authorized to attest to the Memorandum of Agreement in form and substance acceptable to the Borough Attorney, attached hereto as Exhibit A.
2. The Mayor, officers, professionals and employees of the Borough are hereby authorized and directed to take any and all steps necessary to effectuate the purposes of this Resolution.
3. This Resolution shall take effect as herein provided.

COUNCIL	M O V E D	S E C O N D E D	A Y E S	N A Y E S	A B S E N T	A B S T A I N
DiPaola						X
Bayley			X			
Wolf					X	
Knoller			X			
Falotico	X		X			
Downing		X	X			

*I hereby certify that the above Resolution was duly adopted by the Borough of Emerson at a meeting held on October 16, 2018.*

Attest:



Municipal Clerk