



Township Council
1 Municipal Plaza
Bloomfield, NJ 07003

Louise M. Palagano
Municipal Clerk

<http://www.bloomfieldwpnj.com>

Meeting: 06/18/12 07:00 PM

2012 RESOLUTION ANNUAL MEETING NOTICE

RESOLUTION OF THE TOWNSHIP OF BLOOMFIELD, IN THE COUNTY OF ESSEX, NEW JERSEY DESIGNATING REDEVELOPER AND AUTHORIZING EXECUTION OF AN AGREEMENT FOR THE REDEVELOPMENT OF A PORTION OF THE BLOCK 228 AND BLOCK 220 LOT 40 REDEVELOPMENT AREA

WHEREAS, the New Jersey Local Redevelopment and Housing Law, *N.J.S.A. 40A:12A-1 et seq.* (the "Redevelopment Law") authorizes municipalities to determine whether certain parcels of land located therein constitute areas in need of redevelopment; and

WHEREAS, by resolution adopted on October 12, 2010, the Mayor and Council ("Mayor and Council") of the Township of Bloomfield (the "Township") designated the properties known as Block 228, Lots 1, 4, 5, 7, 8, 10, 11, 13, 14, 15, 16, 17, 18, 19, 21, 24, 27, 28, 29, 30, 31, 33 & 35, and Block 220, Lot 40 on the Township's Tax Map, along with portions of the surrounding roadways (collectively, the "Redevelopment Area") as an area in need of redevelopment to be known as the "Block 228 & Block 220, Lot 40 Redevelopment Area", in accordance with the Redevelopment Law; and

WHEREAS, on February 7, 2011, the Mayor and Council adopted Ordinance No. 11-2 approving and adopting a redevelopment plan, entitled the "Redevelopment Plan for Block 228 and Block 220, Lot 40", for the Redevelopment Area, as amended by Ordinance No. 12-4 adopted on February 21, 2012 (as amended, the "Redevelopment Plan"); and

WHEREAS, on February 22, 2011, the Mayor and Council adopted a resolution designating Bloomfield Center Urban Renewal, LLC ("BCUR") as the Redeveloper for the

ED AS TO FORM AND PROCEDURE
ON BASIS OF FACTS SET FORTH

Kevin J. Alcorn
Director of Law-Township Attorney

portion of the Redevelopment Area consisting of all of the tax lots on Block 228, as well as portions of the surrounding roadways vacated by ordinance (collectively, the "Project Site"); and

WHEREAS, BCUR and the Township have entered into that certain Redevelopment Agreement, dated March 8, 2011 (the "Redevelopment Agreement"), pursuant to which BCUR agreed to undertake the redevelopment of the Project Site by constructing thereon a project (the "Redevelopment Project") consisting of: (i) (A) approximately 60,000 square feet of retail space, including approximately 10,000 square feet of restaurant space (together, the "Retail Project"), and (B) approximately 224 residential units (the "Residential Project" and, together with the Retail Project, the "Private Project") on a portion of the Project Site (the "Private Project Site"); and (ii) a parking garage (the "Parking Garage" and, together with the Private Project, the "Redevelopment Project") on a portion of the Project Site that the Parking Authority of the Township of Bloomfield (the "Parking Authority") will own (the "Parking Garage Project Site"); and

WHEREAS, the Parking Authority currently owns the entire Project Site and has consolidated all of the Project Site into one parcel now known as Block 228, Lot 1; and

WHEREAS, BCUR and the Parking Authority have entered into that certain Land Swap Agreement, dated January 5, 2011 (the "Land Swap Agreement"), pursuant to which the Parking Authority will subdivide the Project Site to create the Private Project Site and the Parking Garage Project Site, then convey the Private Project Site to BCUR, and the Parking Authority will retain ownership of the Parking Garage Project Site; and

WHEREAS, under the terms of a Financial Agreement by and between the Township and an affiliate of BCUR (the "Entity"), dated as of May 10, 2011 (the "Financial Agreement"),

the Entity will (i) construct the Private Project on the Private Project Site and (ii) in lieu of paying property taxes associated with the Private Project and the Private Project Site, pay to the Township the Annual Service Charge (as defined in the Financial Agreement); and

WHEREAS, the Township has determined to provide for special assessment, on the Private Project Site, of a portion of the costs associated with construction of the Parking Garage, which Parking Garage constitutes local improvements (hereinafter the “Local Improvements”) within the meaning of the Local and Other Improvements Law, N.J.S.A. 40:56-1 *et seq.*, as amended and supplemented (the “Local Improvements Law”); and

WHEREAS, the Local Improvements will be, and are intended to be, local improvements within the meaning of the Local Improvements Law and such Local Improvements will benefit the Redevelopment Area including, particularly, the Private Project Site; and

WHEREAS, the Township has imposed a special assessment, by Ordinance No. 11-9 finally adopted March 7, 2011 on the Private Project Site in an amount not to exceed \$6,000,000 (the “Special Assessment”), pursuant to the Local Improvements Law and the Redevelopment Area Bond Financing Law (N.J.S.A. 40A:12A-64 *et seq.*); and

WHEREAS, in order to provide for certain terms, conditions and agreements with respect to the Special Assessment, the Township and BCUR entered into that certain Special Assessment Agreement, dated May __, 2012 (the “Special Assessment Agreement”); and

WHEREAS, the Special Assessment Agreement provides that the Special Assessment will be allocated between the Retail Assessment and the Residential Assessment (as such terms are defined therein); and

WHEREAS, the Redevelopment Agreement provides, among other things, that BCUR, with the consent of the Township, may convey portions of the Private Project Site, or its interest in the Private Project, to other parties, which other parties will then be obligated to undertake the redevelopment of such portions of the Redevelopment Project; and

WHEREAS, on November 9, 2011, BCUR entered into an agreement with AvalonBay Communities, Inc. (“AvalonBay”), as amended by letter agreements dated February 8, 2012 and April 27, 2012, between BCUR and AvalonBay (as amended, “the BCUR-AvalonBay Contract”); and

WHEREAS, pursuant to the BCUR-AvalonBay Contract, among other things, a two-unit condominium comprised of the Retail Project and the Residential Project will be established which, together, will be administered by one condominium association; and

WHEREAS, pursuant to the BCUR-AvalonBay Contract, BCUR will convey the portion of the Private Project Site upon which the Residential Project will be constructed to AvalonBay (the “Residential Project Site”) and AvalonBay will construct the Residential Project; and

WHEREAS, BCUR will own and operate the Retail Project and AvalonBay will own and operate the Residential Project; and

WHEREAS, upon such conveyance by BCUR to AvalonBay, BCUR will be responsible for the Retail Special Assessment and the Retail Annual Service Charge, and AvalonBay will be responsible for the Retail Special Assessment and the Retail Annual Service Charge; and

WHEREAS, such conveyance by BCUR to AvalonBay is subject to the condition that the Township consent thereto and that AvalonBay execute such document as may be required by

the Township to evidence its assumption of the obligations set forth in the Redevelopment Agreement applicable to the Residential Project and the Residential Project Site; and

WHEREAS, such conveyance constitutes a “Transfer” under the Redevelopment Agreement; and

WHEREAS, the Township and AvalonBay have determined to execute an agreement (the “AvalonBay Redevelopment Agreement”) in order to evidence the Township’s consent to (i) AvalonBay’s assumption of the obligations set forth in the Redevelopment Agreement applicable to the Residential Project and the Residential Project Site and (ii) the conveyance by BCUR to AvalonBay of the Residential Project Site; and

WHEREAS, the Mayor and Council now desire to (i) approve the Transfer proposed by BCUR, (ii) conditionally designate AvalonBay as the redeveloper of the Residential Project Site, subject to the condition that AvalonBay close title on such property pursuant to the BCUR-AvalonBay Contract and (iii) authorize the execution of the AvalonBay Redevelopment Agreement or a conformed version of the Redevelopment Agreement, limited to apply only to the Residential Project Site and the Residential Project.

NOW, THEREFORE BE IT RESOLVED by the Mayor and Council of the Township of Bloomfield, in the County of Essex, New Jersey, as follows:

Section 1. The aforementioned recitals are incorporated herein as though fully set forth at length.

Section 2. Pursuant to Section 7.1(b) of the Redevelopment Agreement, the Township hereby (i) approves the Transfer proposed herein and (ii) consents to (A) AvalonBay’s assumption of the obligations set forth in the Redevelopment Agreement applicable to the Residential Project and (B) the conveyance by BCUR to AvalonBay of the Residential Project Site.

Section 3. AvalonBay is hereby conditionally designated as the redeveloper of the Residential Project Site. The within designation is subject to the condition that AvalonBay

execute the AvalonBay Redevelopment Agreement and that AvalonBay close on the acquisition, from BCUR, of Residential Project Site pursuant to the BCUR-AvalonBay Contract.

Section 4. The Mayor and Council hereby authorize the Mayor to execute, upon AvalonBay's closing on the acquisition, from BCUR, of the Residential Project Site pursuant to the BCUR-AvalonBay Contract, (i) either (A) the AvalonBay Redevelopment Agreement in substantially the same form as that on file with the Township Clerk which, by this reference is incorporated herein, with such additions, deletions and modifications as may be necessary after consultation with the Township's professional consultants and AvalonBay or (B) a conformed version of the Redevelopment Agreement, by and between the Township and AvalonBay, limited to apply only to the Residential Project Site and the Residential Project, and (ii) a conformed version of the Redevelopment Agreement, by and between the Township and BCUR, limited to apply only to the Retail Project and the portion of the Private Project Site upon which the Retail Project will be constructed. Any such executed agreement with AvalonBay shall constitute the written document by which AvalonBay will, pursuant to Section 7.1(b) of the Redevelopment Agreement, assume, for itself and its successors and assigns, all of the obligations set forth therein applicable to the Residential Project Site and the Residential Project.

Section 5. If any part of this Resolution shall be deemed invalid, such part(s) shall be severed and the invalidity thereby shall not affect the remaining parts of this Resolution.

Section 6. A copy of this Resolution shall be available for public inspection at the offices of the Township.

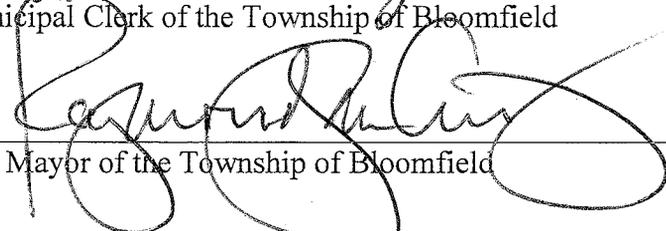
Section 7. This Resolution shall take effect immediately.

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I hereby certify that the above resolution was duly adopted by the Mayor and Council of the Township of Bloomfield at a meeting of said Township Council held on June 18, 2012.



 Municipal Clerk of the Township of Bloomfield



 Mayor of the Township of Bloomfield

✓ Vote Record - Resolution 1874					
		Yes/Aye	No/Nay	Abstain	Absent
<input checked="" type="checkbox"/> Adopted					
<input type="checkbox"/> Adopted as Amended					
<input type="checkbox"/> Defeated	Elias Chalet	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/> Withdrawn	Nicholas Joanow	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/> Tabled	Carlos Bernard	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/> Approved	Michael Venezia	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/> Approved by Consensus	Peggy O'Boyle Dunigan	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/> Not Discussed	Bernard Hamilton	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/> Tabled with No Vote	Raymond McCarthy	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/> Discussed					
<input type="checkbox"/> Veto by Mayor					