

RESOLUTION 2019-120

RESOLUTION OF THE TOWNSHIP OF FLORENCE, IN THE COUNTY OF BURLINGTON, NEW JERSEY APPROVING CERTAIN AGREEMENTS BY AND BETWEEN THE TOWNSHIP AND BURLINGTON COAT FACTORY WAREHOUSE, INC, RELATED TO THE UNDERTAKING OF A REDEVELOPMENT PROJECT ON BLOCK 160.01, LOTS 1.01, 1.02 and 1.03 WITHIN THE TOWNSHIP

WHEREAS, on October 21, 2009 the Township Council of the Township of Florence, in the County of Burlington, New Jersey (the "Township") adopted a resolution declaring designated blocks and lots fronting Route 130 within the Township as an "Area In Need of Redevelopment" (the "Route 130 Corridor Redevelopment Area" or "Redevelopment Area"); and

WHEREAS, the Local Redevelopment and Housing Law (N.J.S.A. 40A:12A-1 *et seq.*, the "Act") provides a procedure for the adoption of a redevelopment plan for all or a portion of a duly designated redevelopment area; and

WHEREAS, in 2012, then Block 160.01, Lots 2.01, 8, 9, 10.01, 20, 21 and 22 within the Township ("Parcel A" and now a portion of Block 160.01, Lot 1.01) are located in the Route 130 Corridor Redevelopment Area; and

WHEREAS, Parcel A was the subject of a Redevelopment Plan adopted by the Township via Ordinance 2012-33 on November 19, 2012 (the "2012 Redevelopment Plan"), which plan provided for a of a first phase consisting of Building "A" in the approximate size of 180,000 to 198,000 square feet and appurtenant site improvements, including highway access improvements and a second phase consisting of future expansion for a total building size of up to 270,000 square feet and appurtenant site improvements; and

WHEREAS, an office building of approximately 218,325 square feet (including a basement level of 43,758 square feet) has been constructed on Parcel A in accordance with the 2012 Redevelopment Plan, together with site improvements, 826 parking stalls and highway access; and

WHEREAS, Township Block 160.01, Lots 1.03, 14 and 15 as each existed in 2012 and now a portion of Block 160.01, Lot 1.01 ("Parcel B") are located within the Route 130 Corridor Redevelopment Area (with Lots 14 and 15 being consolidated into Lot 1.03 on the current Tax Maps of the Township); and

WHEREAS, Parcel B was the subject of a Redevelopment Plan adopted by the Township via Ordinance 2013-10 on July 17, 2013 (the "2013 Redevelopment Plan"), which would have allowed for the development of a mid-rise business class hotel and related "pad restaurant" site; and

WHEREAS, since the adoption of the 2013 Redevelopment Plan, the Township has received requests and has authorized the construction of two other business class hotels on property other than Parcel B but in proximity to Parcel B; and

WHEREAS, Block 160.01, Lot 1.04 ("Parcel C") is located within the Route 130 Corridor Redevelopment Area and has not been the subject of any development applications to date; and

WHEREAS, each of Parcels A, B and C are under the ownership umbrella of Burlington Stores (the "Property Owner") which continues to propose beneficial and productive uses for the undeveloped portions of Parcels A, B and C and believe that the original hotel development envisioned in the 2013 Redevelopment Plan is no longer viable given the two additional business class hotels subsequently approved by the Township; and

WHEREAS, the Township worked with the Property Owner to allow for continued development of Parcels A, B and C in a consistent and beneficial manner to the business needs of the Property Owner and the needs of the community as a whole; and

WHEREAS, Environmental Resolutions, Inc., licensed professional planners employed by the Township, developed a draft redevelopment plan for the Property, dated September 12, 2018 (the "Amended Redevelopment Plan") to permit development on the Property in a manner that is beneficial to the Township and consistent with the vision for the Route 130 Corridor Redevelopment Area; and

WHEREAS, on December 19, 2018, following all required legal referrals, reviews and public hearings, the Township Council adopted Ordinance 2018-30 which adopted the Amended Redevelopment Plan; and

WHEREAS, a 49.07 acre portion of Lot 1.01 in Block 160.01 on the Tax Map of Township of Florence previously identified as Parcel A and a portion of Parcel B (the "**Property**") is located in the Route 130 Corridor Redevelopment Area; and

WHEREAS, the Property Owner has proposed to construct or cause to be constructed by Burlington Coat Factory Warehouse, Inc. (the "Redeveloper") a facility on a portion of the property consisting of Phase II of its corporate headquarters and other uses permitted by applicable zoning and the Redevelopment Plan (the "**Project**") consisting, more or less, of an expansion of an existing 198,000 square foot building to include a 217,617 addition to the existing office building (with the understanding that approximately 175,766 square feet will be improved for use as office space and related amenities and the remaining 41,950 square feet consisting of the "basement level" will not be improved and used for office space), together with reconfigured parking and stormwater management facilities and the construction of additional parking, stormwater management facilities, lighting and landscaping as permitted by applicable zoning and the redevelopment plan; and

WHEREAS, the Township has previously granted the necessary land use approvals for the Project and the Property Owner or Redeveloper will apply to the Township Planning Board

for any amendments to such approvals, if required, all of which will be in accordance with the Redevelopment Plan; and

WHEREAS, in accordance with the Section 8 of the Redevelopment Law (N.J.S.A. 40A:12A-8), the Council desires to name the Redeveloper as the Redeveloper of the Property subject to the Redeveloper entering into a redevelopment agreement with the Township for the redevelopment of the Property in accordance with the Redevelopment Plan; and

WHEREAS, the Township and the Redeveloper have negotiated an agreement to govern the obligations and benefits of each party and providing for the redevelopment of the Property in accordance with the Redevelopment Plan ("**Redevelopment Agreement**"), in substantially the form attached hereto as Exhibit A, together with any non-material changes as may be agreed to by the Township through the office of the Township Administrator; and

WHEREAS, N.J.S.A. 40A:12-9 requires that all agreements, leases, deeds and other instruments between a municipality and a redeveloper shall contain a covenant running with the land addressing the matters set forth in a declaration of restrictions; and

WHEREAS, the Redevelopment Agreement contains such a covenant by the Redeveloper and its successors or assigns for as long as the Redevelopment Agreement remains in effect, as well as a covenant by the Redeveloper and its successors or assigns not to unlawfully discriminate upon the basis of age, race, color, creed, religion, ancestry, national origin, sex or familial status in the sale, lease, rental, use or occupancy of the Property or the Redevelopment Project; and

WHEREAS, the Redevelopment Agreement also provides that, except as set forth therein, the Property, and the Redevelopment Agreement and Redeveloper's interest therein, shall not be transferable, subject to certain conditions, prior to the issuance of a Certificate of Completion of the Redevelopment Project, and further provides certain remedies to the Township for defaults under the Redevelopment Agreement, including but not limited to violations of the covenants therein; and

WHEREAS, the Redevelopment Agreement requires that such covenants be memorialized in a declaration of covenants and restrictions and said declaration be in a form for recording against the Property in the office of the Burlington County Clerk; and

WHEREAS, in consideration of the construction and operation of the Redevelopment Project on the Property, the Contract Purchaser, the Redeveloper and the Township have drafted a certain Declaration of Covenants and Restrictions, in substantially the form attached hereto as Exhibit B, together with any non-material changes as may be agreed to by the Township through the office of the Township Administrator (the "**Declaration of Covenants and Restrictions**" and together with the Redevelopment Agreement, the "**Agreements**") and the Redeveloper is willing to record this Declaration of Covenants and Restrictions against the Property; and

WHEREAS, the Redevelopment Law provides that the Township may designate the Redeveloper and approve the Agreements through resolutions of the Township Council; and

WHEREAS, the Township Council desires to designate the Redeveloper and approve the execution of the Agreements on behalf of the Township;

NOW THEREFORE, BE IT RESOLVED BY THE TOWNSHIP COUNCIL OF THE TOWNSHIP OF FLORENCE, IN THE COUNTY OF BURLINGTON, NEW JERSEY AS FOLLOWS:

Section 1. Recitals. The recitals are fully incorporated herein.

Section 2. Designation of Redeveloper. Burlington Coat Factory Warehouse, Inc., a Delaware Corporation qualified to conduct business in New Jersey and having an address at 1830 US Route 130 N, Burlington, New Jersey 08016 is hereby named as Redeveloper of Block 160.01, portion of Lot 1.01, 1.02 and 1.03 for the purposes of constructing thereon the Redevelopment Project. Such designation shall be contingent on the execution by the Redeveloper and the Township of a redevelopment agreement in substantially the form attached hereto as Exhibit A, together with any non-material changes as may be agreed to by the Township through the office of the Township Administrator.

Section 3. Approval of the Agreements. The (i) Redevelopment Agreement, in substantially the form attached hereto as Exhibit A, together with any non-material changes as may be agreed to by the Township through the office of the Township Administrator; and (ii) the Declaration of Covenants and Restrictions, in substantially the form attached hereto as Exhibit B, together with any non-material changes as may be agreed to by the Township through the office of the Township Administrator, are hereby approved.

Section 4. Execution of the Agreements. The Mayor of the Township of Florence, in the County of Burlington (the "Mayor") is hereby authorized and directed, upon satisfaction of all the legal conditions precedent to the execution and delivery by the Township of each of the Redevelopment Agreement, the Assignment Agreement and the Declaration of Covenants and Restrictions, to execute the Agreements in substantially the forms of the drafts attached hereto and with such non-material changes, insertions and omissions thereto as the Mayor, after consultation with the Township Administrator and counsel to the Township, deems in the Mayor's sole discretion to be necessary or desirable for the execution thereof, which execution thereof shall conclusively evidence the Township's and the Mayor's consent to any such changes thereto.

Section 5. Attestation and Sealing of the Agreements. The Clerk of the Township is hereby authorized and directed, upon the execution of the Agreements in accordance with the terms of Section 4 hereof, to attest to the signature of the Mayor upon such documents and is hereby further authorized and directed thereupon to affix the corporate seal of the Township upon such documents.

Section 6. Implementation of the Agreements. Upon the execution and attestation and placing of the seal on the Agreements as contemplated by Sections 4 and 5 hereof, the Mayor and Township Administrator, together with the necessary staff and professionals of the Township, are hereby authorized and directed to (i) deliver the fully executed, attested and sealed document to the other parties thereto and (ii) perform such other actions as the Township Administrator deems necessary or desirable in relation to the execution and delivery of the Agreements.

Section 7. Severability. If any part of this Resolution shall be deemed invalid, such parts shall be severed and the invalidity thereby shall not affect the remaining parts of this Resolution.

Section 8. Availability Of The Resolution. A copy of this Resolution and the Agreements approved hereunder shall be available for public inspection at the offices of the Township.

Section 9. Effective Date. This resolution shall take effect in accordance law.

I, Nancy Erlston, Township Clerk of the Township of Florence, Burlington County, New Jersey, do hereby certify the foregoing to be a true and exact copy of Resolution No. 2019-120 which was adopted by the Township Council at a meeting held on the 5th day of June, 2019.



Nancy L. Erlston, RMC
Township Clerk