

**Resolution # 2017 - 56**

**A RESOLUTION OF THE MAYOR AND COUNCIL OF THE BOROUGH OF MOUNT ARLINGTON, COUNTY OF MORRIS, STATE OF NEW JERSEY, AUTHORIZING A GROUND LEASE AGREEMENT WITH HESP SOLAR LLC**

**WHEREAS**, pursuant to the Local Redevelopment and Housing Law, N.J.S.A. 40A:12A-1 *et seq.*, (the "Act"), the Borough Council (the "Borough Council") of the Borough of Mount Arlington, New Jersey (the "Borough"), designated the properties now known as Block 8, Lot 3, among others, as an "area in need of redevelopment" pursuant to the Act (the "Redevelopment Area"); and

**WHEREAS**, the Borough Council designated the Borough as the redevelopment entity responsible for implementing and carrying out redevelopment plans pursuant to the Act; and

**WHEREAS**, on October 6, 2015 the Borough Council adopted Ordinance No. 11-15, approving and adopting the Mount Arlington Landfill Redevelopment Plan (the "Redevelopment Plan") in accordance with the Act; and

**WHEREAS**, the Planning Consultant prepared an amended redevelopment plan for the Property, entitled "Amended Redevelopment Plan for Block 706, Lots 10-17", dated April 2015 (the "Redevelopment Plan"); and

**WHEREAS**, the Borough issued a Request for Proposals ("RFP"), soliciting responses from redevelopers interested in the redevelopment of the Redevelopment Area; and

**WHEREAS**, on December 1, 2015, HESP Solar LLC submitted a proposal regarding the Redevelopment Area to the Borough, that the Borough desired to further explore (the "Redeveloper Response"); and

**WHEREAS**, on April 12, 2016, the Borough Council, acting in its capacity as a redevelopment entity for the Borough, adopted Resolution 2016-76 designating the HESP Solar, LLC as redeveloper of the Redevelopment Area (the "Redeveloper"); and

**WHEREAS**, as of the date hereof, the Borough has or will enter into a Redevelopment Agreement with the Redeveloper (the "Redevelopment Agreement"); and

**WHEREAS**, the Borough is the fee simple owner of the Redevelopment Area; and

**WHEREAS**, in accordance with the terms of the Redevelopment Plan and the RFP, the Borough desires to lease the Redevelopment Area to the Redeveloper pursuant to a Ground Lease (in the form attached hereto as **Exhibit A**, the "Ground Lease"), solely for the purpose of permitting the Redeveloper to construct and operate thereon the Project (as defined in the Ground Lease), and conduct activities accessory to and related with such use, including, without

limitation, the generation and sale of Energy (as defined in the Ground Lease), pursuant to the Ground Lease.

**WHEREAS**, the Mayor and Borough Council wish to approve and authorize the execution of the Ground Lease.

**NOW, THEREFORE, BE IT RESOLVED**, by the Mayor and Borough Council of the Borough of Mount Arlington, in the County of Morris, New Jersey, as follows:

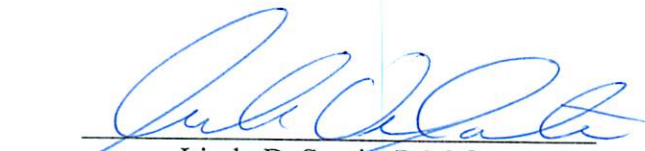
**Section 1.** The recitals to this resolution are incorporated as if set forth in full herein.

**Section 2.** The Ground Lease is hereby approved with such additions, deletions and other modifications as recommended by counsel to the Borough at or prior to execution of same. The Mayor of the Borough is hereby authorized and directed to execute and deliver the Ground Lease on behalf of the Borough, and the Borough Clerk is hereby authorized and directed to attest to the Mayor's execution of such Ground Lease and is further authorized and directed to affix the seal of the Borough upon same.

**Section 3.** The Mayor, upon consultation with counsel to the Borough, is hereby further authorized to take any and all actions, and execute and deliver such other documents, certificates and instruments necessary, desirable or convenient to effectuate the terms of the Ground Lease.

**Section 4.** This Resolution shall take effect immediately.

I, Linda DeSantis, Borough Clerk of the Borough of Mount Arlington, Morris County, New Jersey, DO HEREBY CERTIFY the foregoing to be a true and exact copy of this Resolution which was finally adopted by the Borough Council at a meeting held on March 28, 2017.

  
Linda DeSantis, R.M.C  
Borough Clerk