

**A RESOLUTION OF THE TOWNSHIP OF MOUNT OLIVE, IN THE COUNTY OF MORRIS AND
STATE OF NEW JERSEY, AUTHORIZING THE EXECUTION AND ACCEPTANCE OF THE
INDEMNIFICATION AGREEMENT REGARDING BLOCK 4400, LOTS 86 AND 108, KNOWN AS
MORRIS HUNT**

WHEREAS, Toll N.J. I, LLC is the owner of certain property in the Township of Mount Olive and received land use approvals from the Township's Planning Board to develop Block 4400, Lots 86 and 108 on the Township Tax Map ("Property"); and

WHEREAS, the land use approvals permitted the property to be developed as a residential subdivision known as "Morris Hunt" with common areas to be maintained and governed by a homeowner's association ("Association"); and

WHEREAS, the land use approvals also required Toll N.J. I, LLC to, among other things, create easements that would run with individual lots that would ensure, among other things, the installation of utilities; the planting and maintenance of shade trees; the conservation of open space; adequate site distance; the installation and maintenance of drainage systems; creation of road rights of way; and access to certain portions of the Property; and

WHEREAS, the aforesaid easements were identified on the map filed with the Morris County Clerk's Office in Map Book #5777, File #202616; and

WHEREAS, Toll N.J. I, LLC notified prospective buyers of the subject easements by enumerating same on an Endorsement attached to the Agreement of Sale; illustrating same on the survey provided to each buyer at closing; and referencing same in the Association documents; and

WHEREAS, the Association documents included a Declaration of Covenants, Conditions and Restrictions ("Declaration") which not only identified the easements but also established the Association's irrevocable right to enter upon each lot as necessary for the inspection, maintenance, repair or replacement of any condition within the easement area or to abate any violation of the Association's rules, or address any violation of law or the order of any governmental authority having jurisdiction; and

WHEREAS, Toll N.J. I, LLC has completed the development of the Property and is seeking to be released from its performance guarantee; and

WHEREAS, the Township engineer confirmed that Toll N.J. I, LLC satisfactorily completed the required improvements and is in the position to have its performance guarantee released; and

WHEREAS, during the process of review it was discovered by the Township that the aforementioned easements were not individually recorded, although they were identified on the filed map, illustrated on each survey provided each property owner and otherwise included in the chain of title; and

WHEREAS, the Township and Toll N.J. I, LLC discussed the possibility of recording the easements against each individual lot, but concluded that same would be an onerous task; and

WHEREAS, Toll N.J. I, LLC instead agreed that as a condition of the release of its performance bond, it would indemnify and hold the Township harmless for a period of ten (10) years after the release of its performance guarantee should the Association fail and/or refuse to

exercise its irrevocable right to access any lot as may be necessary for the inspection, maintenance, repair or replacement of any condition within the easement area that the Township found deficient and/or was jeopardizing the public health, safety and welfare; and

WHEREAS, the Township has reviewed the Indemnification Agreement and, through consultation with the Township Engineer and Township Attorney, has determined that it is in the best interests of the Township to execute and accept the Indemnification Agreement.

NOW THEREFORE BE IT RESOLVED by the Township of Mount Olive, in the County of Morris and State of New Jersey, as follows:

1. It does hereby authorize the acceptance of the Indemnification Agreement between Toll N.J. I, LLC, the Morris Hunt Community Association and the Township of Mount Olive.
2. The Mayor is specifically authorized to execute the aforementioned Indemnification Agreement.

This resolution will take effect immediately upon its passage.

TOWNSHIP OF MOUNT OLIVE

JOE NICASTRO
Mount Olive Township Council President

I hereby certify the above to be a true copy of a resolution passed by the Mount Olive Township Council at a duly convened meeting held on June 28, 2016.

MICHELLE MASSER
Mount Olive Township Municipal Clerk