

TOWN OF WESTFIELD
WESTFIELD, NEW JERSEY
RESOLUTION NO. 64 - 2023

FINANCE POLICY COMMITTEE

FEBRUARY 28, 2023

RESOLUTION OF THE TOWN OF WESTFIELD, IN THE COUNTY OF UNION, NEW JERSEY APPROVING THE APPLICATION BY SWD WESTFIELD I URBAN RENEWAL LLC, SWD WESTFIELD II URBAN RENEWAL LLC, SWD WESTFIELD III URBAN RENEWAL LLC, SWD WESTFIELD IV URBAN RENEWAL LLC, SWD WESTFIELD V URBAN RENEWAL LLC, SWD WESTFIELD VI URBAN RENEWAL LLC, SWD WESTFIELD VII URBAN RENEWAL LLC AND SWD WESTFIELD VIII URBAN RENEWAL LLC SUBMITTED IN CONNECTION WITH A PROJECT UNDERTAKEN PURSUANT TO THE LORD & TAYLOR / TRAIN STATION REDEVELOPMENT PLAN

WHEREAS, the Local Redevelopment and Housing Law, N.J.S.A. 40A:12A-1 et seq., as amended and supplemented (the “**Redevelopment Law**”), provides a process for municipalities to participate in the redevelopment and improvement of areas designated by the municipality as being in need of redevelopment; and

WHEREAS, the Town Council of the Town (the “**Town Council**”), is responsible for implementing redevelopment plans and carrying out redevelopment projects pursuant to the Redevelopment Law; and

WHEREAS, on March 10, 2020, the Town Council adopted Resolution No. 77-2020 directing the Town Planning Board (the “**Planning Board**”) to undertake a preliminary investigation in order to make recommendations as to whether certain parcels of property, including Block 2405, Lot 15, Block 2505, Lot 12.01, Block 3001, Lot 5, Block 3101, Lot 5, Block 3103, Lot 7, Block 3107, Lot 2, and Block 3116, Lot 11, as shown on the official tax maps of the Town (the “**Original Study Parcels**”), may be designated as a “non-condemnation area in need of redevelopment” pursuant to the Redevelopment Law; and

WHEREAS, on March 10, 2020, the Town Council adopted Resolution No. 78-2020 directing the Planning Board to undertake a preliminary investigation in order to make recommendations as to whether certain parcels of property, including Block 2502, Lot 14, Block 2506, Lot 1 and Block 2508, Lot 11, as shown on the official tax maps of the Town (the “**Additional Study Parcels**”) and, together with the Original Study Parcels, the “**Study Area**”), may be designated as a “non-condemnation area in need of redevelopment” pursuant to the Redevelopment Law; and

WHEREAS, the Planning Board commissioned preliminary investigation studies by the Town’s redevelopment planning firm, Topology NJ, LLC (the “**Planner**”), to determine whether the Study Area may be designated as a non-condemnation area in need of redevelopment pursuant to the Redevelopment Law; and

WHEREAS, the Planner prepared a report entitled “*Preliminary Investigation, Downtown Parking Lots, Westfield, NJ,*” dated May 14, 2020, which concluded that the Original Study Parcels met the statutory criteria in the Redevelopment Law for designation as a non-condemnation area in need of redevelopment; and

WHEREAS, on June 1, 2020, the Planning Board held a public hearing on the preliminary investigation of the Original Study Parcels, accepted the conclusions of the Planner and recommended to the Town Council that the Original Study Parcels be designated as a non-condemnation area in need of redevelopment pursuant to the Redevelopment Law; and

WHEREAS, on June 30, 2020, following the preliminary investigation conducted by the Planning Board, including the public hearing, the Town Council adopted Resolution No. 145-2020 designating the Original Study Parcels as a non-condemnation area in need of redevelopment in accordance with the Redevelopment Law (the “**Original Redevelopment Area**”); and

WHEREAS, the Planner prepared a report entitled “*Redevelopment Investigation for Lord & Taylor Sites, Westfield, New Jersey,*” dated July 1, 2020, which concluded that the Additional Study Parcels met the statutory criteria in the Redevelopment Law for designation as a non-condemnation area in need of redevelopment; and

WHEREAS, on July 20, 2020, the Planning Board held a public hearing on the preliminary investigation of the Additional Study Parcels, accepted the conclusions of the Planner and recommended to the Town Council that the Additional Study Parcels be designated as a non-condemnation area in need of redevelopment pursuant to the Redevelopment Law; and

WHEREAS, on August 11, 2020, following the preliminary investigation conducted by the Planning Board, including the public hearing, the Town Council adopted Resolution No. 180-2020 designating the Additional Study Parcels as a non-condemnation area in need of redevelopment in accordance with the Redevelopment Law (the “**Additional Redevelopment Area**” and, together with the Original Redevelopment Area, the “**Redevelopment Area**”); and

WHEREAS, the Town’s Planner, Donald B. Sammet, PP/AICP (the “**Town Planner**”), prepared a redevelopment plan for the Redevelopment Area entitled, “*Downtown Westfield Scattered Site Redevelopment Plan,*” dated October 5, 2020 (the “**Initial Redevelopment Plan**”); and

WHEREAS, on October 27, 2020, the Town Council introduced, and on November 10, 2020, the Town Council adopted, General Ordinance No. 2198 adopting the Initial Redevelopment Plan; and

WHEREAS, LT Westfield LLC, an affiliate of SW Westfield LLC (the “**Redeveloper**”), is the fee simple owner of the Additional Study Parcels and the following affiliates of the Redeveloper each have the right pursuant to the hereinafter defined Redevelopment Agreement to develop, and will be the fee simple owner of, each respective Additional Study Parcel: SWD Westfield I Urban Renewal LLC - a portion of Block 2508, Lot 11 (as to be subdivided pursuant to the Redevelopment Agreement), SWD Westfield II Urban Renewal LLC - a portion of Block 2508, Lot 11 (as to be subdivided pursuant to the Redevelopment Agreement) and SWD Westfield III Urban Renewal LLC - a portion of Block 2508, Lot 11 (as to be subdivided pursuant to the Redevelopment Agreement), SWD Westfield IV Urban Renewal LLC - Block 2502, Lot 14, and SWD Westfield V Urban Renewal LLC - Block 2506, Lot 1, on the official tax maps of the Town; and

WHEREAS, the following affiliates of the Redeveloper each have the right pursuant to the Redevelopment Agreement to develop, and are each, through a partial assignment and assumption of the Redevelopment Agreement, a contract purchaser of the following parcels: SWD Westfield VI Urban Renewal LLC - a portion of Block 3103, Lot 7 (as to be subdivided pursuant to the Redevelopment Agreement), SWD Westfield VII Urban Renewal LLC - a portion of Block 3101, Lot 5 (as to be subdivided pursuant to the Redevelopment Agreement), and SWD Westfield VIII Urban Renewal LLC - a portion of Block 3101, Lot 5 (as to be subdivided pursuant to the Redevelopment Agreement) on the official tax maps of the Town (collectively, the “**Town Parcels**” and, together with the Additional Study Parcels as subdivided, the “**Project Site**”); and

WHEREAS, the Redeveloper approached the Town with an interest in being conditionally designated as the redeveloper of the Project Site; and

WHEREAS, on December 8, 2020, the Town Council determined it was in the best interests of the Town to designate Redeveloper as the conditional redeveloper of the Redevelopment Area and adopted Resolution No. 268-2020 approving a Conditional Designation & Interim Costs Agreement (the “**Conditional Agreement**”) and authorizing the Town’s Mayor (the “**Mayor**”) to execute such Conditional Agreement on behalf of the Town; and

WHEREAS, the Conditional Agreement was fully executed by the Town and the Redeveloper effective as of December 8, 2020, and pursuant to the Conditional Agreement, the Redeveloper was conditionally designated redeveloper of the Redevelopment Area; and

WHEREAS, on April 26, 2022, the Town Council introduced, and on May 10, 2022, the Town Council adopted, General Ordinance No. 2022-14 amending the Initial Redevelopment Plan (the “**Amended Initial Redevelopment Plan**”); and

WHEREAS, on January 31, 2023 the Town Council introduced General Ordinance No. 2023-03, authorizing a redevelopment plan for the Project Site, among other properties, which supersedes the Amended Initial Redevelopment Plan with respect to the Project Site (as amended and as may be further amended and supplemented, the “**Redevelopment Plan**”), in order to, among other things, plan for and promote the redevelopment of the Project Site as envisioned by the Parties as set forth in the Redevelopment Agreement; and

WHEREAS, on February 6, 2023, the Planning Board reviewed the Redevelopment Plan and subsequently transmitted a report to the Town Council pursuant to N.J.S.A. 40A:12A-7(e); and

WHEREAS, on February 14, 2023, the Town Council finally adopted General Ordinance No. 2023-03, adopting the Redevelopment Plan; and

WHEREAS, concurrently with the adoption hereof, the Town Council determined it was in the best interests of the Town to designate the Redeveloper as redeveloper of the Project Site and adopted Resolution No. 63-2023, approving a redevelopment agreement, designating the Redeveloper as “redeveloper” of the Project Site and authorizing the Mayor to execute a redevelopment agreement on behalf of the Town (the “**Redevelopment Agreement**”); and

WHEREAS, pursuant to the Redevelopment Agreement, the Redeveloper will develop, finance, construct or cause to be constructed, implement, and cohesively redevelop the Project Site into a mixed-use development with a variety of accessory and ancillary uses, including approximately two hundred five (205) residential rental housing units (consisting of 172 market rate and 33 affordable units), approximately three hundred ten thousand (310,000) gross square feet of office space, approximately twenty five thousand four hundred (25,400) gross square feet of amenity space, approximately twenty seven thousand four hundred ten (27,410) gross square feet of commercial uses (including restaurant(s)), and approximately one thousand one hundred forty four (1,144) private parking spaces to be developed in a phased manner; together with significant public improvements, including but not limited to traffic circulation and mobility improvements, streetscape and roadway improvements, the creation of new public parking and improvement of existing public parking, new public and civic space, among other public improvements as described more fully in the Redevelopment Agreement (collectively, the “**Redevelopment Project**”); and

WHEREAS, the Project Site is anticipated to be developed in three (3) geographically distinct zones (each, a “**Zone**” and collectively, the “**Zones**”), all of which are essential to achieving the overall development of the Project Site in a comprehensive manner that accomplishes the goals and objectives of the Redevelopment Plan; and

WHEREAS, Block 2508, Lot 11, Block 2502, Lot 14, and Block 2506, Lot 1 on the official tax maps of the Town collectively constitute the West Zone (the “**West Zone**”), upon which, (i) SWD Westfield I Urban Renewal LLC shall construct or cause to be constructed the adaptive reuse of the building previously used as the Lord & Taylor department store into a mixed use building, comprised of approximately one hundred thousand (100,000) gross square feet of office space, approximately twenty five thousand four hundred (25,400) gross square feet of amenity space, approximately thirteen thousand three hundred (13,300) gross square feet of retail/restaurant space, and associated parking and improvements, all to be located on a subdivided portion of current Block 2508, Lot 11 (the “**West Zone L&T Office Project**”), (ii) SWD Westfield II Urban Renewal LLC shall construct or cause to be constructed a new multifamily residential building containing approximately eighty (80) age-restricted residential housing units, and associated parking and improvements, all to be located on a subdivided portion of current Block 2508, Lot 11 (the “**West Zone L&T West Residential Project**”); (iii) SWD Westfield III Urban Renewal

LLC shall construct or cause to be constructed a new multifamily residential building containing approximately fifty-eight (58) age-restricted residential housing units, and associated parking and improvements, all to be located on a subdivided portion of current Block 2508, Lot 11 (the “**West Zone L&T East Residential Project**”), (iv) SWD Westfield IV Urban Renewal LLC shall construct or cause to be constructed a new townhome development consisting of approximately sixteen (16) age-restricted residential townhomes, and associated parking and improvements, all to be located on Block 2502, Lot 14 (the “**West Zone North Ave Townhome Project**”); (v) SWD Westfield V Urban Renewal LLC shall construct or cause to be constructed a new townhouse development comprised of approximately sixteen (16) residential townhomes, and associated parking and improvements, all to be located on Block 2506, Lot 1 (the “**West Zone Clark/Ferris Townhome Project**,” and, together with the West Zone L&T Office Project, the West Zone L&T West Residential Project, the West Zone L&T East Residential Project, and the West Zone North Ave Townhome Project, the “**West Zone Project**”); and

WHEREAS, Block 3103, Lot 7 on the official tax maps of the Town constitutes the North Zone (the “**North Zone**”), a subdivided portion of which SWD Westfield VI Urban Renewal LLC shall acquire from the Town and upon such subdivided portion SWD Westfield VI Urban Renewal LLC shall construct or cause to be constructed: a new mixed-use building comprised of approximately thirty-five (35) residential dwelling units, approximately two thousand one hundred ten (2,110) gross square feet of retail space and associated improvements (the “**North Zone Project**”); and

WHEREAS, Block 3101, Lot 5 on the official tax maps of the Town constitutes the South Zone (the “**South Zone**”), a subdivided portion of which (i) SWD Westfield VII Urban Renewal LLC shall acquire from the Town and upon such subdivided portion SWD Westfield VII Urban Renewal LLC shall construct or cause to be constructed a new mixed-use building comprised of approximately ninety thousand (90,000) gross square feet of Class A office space, approximately five thousand three hundred fifty (5,350) gross square feet of retail/restaurant space, and associated parking and improvements (the “**South Zone West Office Project**”); and (ii) SWD Westfield VIII Urban Renewal LLC shall acquire from the Town and upon such subdivided portion SWD Westfield VIII Urban Renewal LLC shall construct or cause to be constructed a new mixed-use building comprised of approximately one hundred twenty thousand (120,000) gross square feet of Class A office space, approximately six thousand six hundred fifty (6,650) gross square feet of retail/restaurant space, and associated parking and improvements (the “**South Zone East Office Project**,” and, together with the South Zone West Office Project, the “**South Zone Project**”; the South Zone Project, together with the West Zone Project and the North Zone Project, the “**Zone Projects**”); and

WHEREAS, pursuant to and in accordance with the provisions of the Long Term Tax Exemption Law, N.J.S.A. 40A:20-1 et seq. (the “**Exemption Law**”) and the New Jersey Redevelopment Area Bond Financing Law, N.J.S.A. 40A:12A-64 et seq. (the “**RAB Law**”) and, together with the Redevelopment Law and the Exemption Law, the “**Acts**”), the Town is authorized to provide for and accept, in lieu of real property taxes, an annual service charge paid by the Entities (as defined herein) to the Town; and

WHEREAS, on February 19, 2023, SWD Westfield I Urban Renewal LLC, SWD Westfield II Urban Renewal LLC, SWD Westfield III Urban Renewal LLC, SWD Westfield IV Urban Renewal LLC, SWD Westfield V Urban Renewal LLC, SWD Westfield VI Urban Renewal LLC, SWD Westfield VII Urban Renewal LLC and SWD Westfield VIII Urban Renewal LLC (each, an “**Entity**” and collectively, the “**Entities**”), jointly submitted an application to the Town for approval of the Zone Projects as an urban renewal project and proposed financial agreements between each Entity and the Town with respect to such Entity's respective Zone Project, all in accordance with N.J.S.A. 40A:20-8, which application is available for inspection in the office of the Town Clerk (as the same may be amended and supplemented from time to time, the “**Application**”); and

WHEREAS, pursuant to N.J.S.A. 40A:20-8, the Mayor has reviewed the Application and, by letter, a copy of which is on file in the office of the Town Clerk (the “**Mayor's Recommendation**”), the Mayor has submitted to the Town Council the Application and proposed forms of each financial agreement to be entered into with each Entity, together with her recommendation for approval.

NOW, THEREFORE, BE IT RESOLVED BY THE TOWN COUNCIL OF THE TOWN OF WESTFIELD, IN THE COUNTY OF UNION, NEW JERSEY, as follows:

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

Section 2. The Application, in accordance with the Mayor’s Recommendation, and subject to the terms of the Redevelopment Plan, Redevelopment Agreement, and applicable approvals and laws, is hereby accepted and approved.

Section 3. 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 4. A copy of this resolution shall be available for public inspection at the offices of the Town.

Section 5. This resolution shall take effect in accordance with applicable law.

I hereby certify that the within Resolution is a true and exact copy of the Resolution adopted by the Westfield Town Council at their meeting of February 28, 2023.



Maureen Lawshe, RMC
Town Clerk