

**TOWNSHIP OF CHESTERFIELD
RESOLUTION 2023-3-13**

**RESOLUTION AUTHORIZING JOINT DEFENSE AGREEMENT TO DEFEND
LITIGATION PENDING IN THE SUPERIOR COURT OF NEW JERSEY, LAW
DIVISION, ENTITLED: "SAVE OLD YORK, ET AL V. TOWNSHIP OF
CHESTERFIELD, ET AL., DOCKET NO. BUR-L-002322-22;**

WHEREAS, the Township of Chesterfield and the Township Committee have been named as defendants in a certain litigation filed in the Superior Court of New Jersey, Law Division, bearing Docket No. BUR-L-002322-22, in which Active Acquisitions OY, LLC has also been joined as an Intervenor/Defendant (collectively the Township, the Township Committee, and Active Acquisitions OY, LLC are referred to herein as “the Parties”); and

WHEREAS, the Litigation presents certain common questions of law and fact that affect the ability of each Party to defend itself, creating a mutuality of interest in defending against the claims in such Litigation; and

WHEREAS, on the basis of currently available information each Party has concluded that it is in its respective best interest to cooperate in a joint effort in order to defend itself with respect to the Litigation; and

WHEREAS, each Party desires to exchange certain documents and information as set forth herein in defense of the allegations raised in the Litigation that are protected from disclosure to other parties on the basis of the attorney-client privilege, the work product doctrine, confidentiality, and/or other applicable privileges or protections, and to otherwise discuss defense strategy and activities, without losing or otherwise waiving or being estopped from asserting the protection afforded by any applicable privilege or protection; and

WHEREAS, it is the purpose of this Agreement to ensure that the disclosure of Shared Information (defined in said Agreement) contemplated herein does not diminish in any way the confidentiality of that information and does not constitute a waiver of any privilege otherwise applicable; and

WHEREAS, each Party has been fully advised that:

(a) There is a possibility that the Parties to this Agreement may become adverse to one another;

(b) Each Party is represented only by its own attorneys, and that, although the attorneys representing the other Parties have a duty to preserve Shared Information disclosed to them pursuant to this Agreement, each Counsel will be acting as the attorney for his, her, or its respective client(s) and will owe a duty of loyalty only to his, her, or its respective client(s);

(c) Counsel has concluded, and therefore has recommended, that the sharing of information pursuant to this Agreement is in the Parties’ best interests; and

WHEREAS, the Township Committee agrees with said advice.

NOW, THEREFORE, BE IT RESOLVED by the Township Committee of the Township of Chesterfield, County of Burlington, State of New Jersey that the Township's Special Counsel, John C. Gillespie, Esquire, be and is hereby authorized and directed to execute the attached Joint Defense Agreement.

CHESTERFIELD TOWNSHIP COMMITTEE

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I, Caryn M. Hoyer, Clerk of the Township of Chesterfield in the County of Burlington and State of New Jersey do hereby certify the foregoing Resolution to be a true and accurate copy of the Resolution approved by the Township Committee at a duly advertised meeting held on \_\_\_\_\_, 2023 at which a quorum was present.

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Caryn M. Hoyer, RMC  
Township Clerk