

August 28, 1998

**MEMORANDUM OF AGREEMENT BETWEEN THE NEW JERSEY
CONSERVATION FOUNDATION, THE TOWNSHIP OF WOODLAND, THE NEW
JERSEY DEPARTMENT OF ENVIRONMENTAL PROTECTION AND THE NEW
JERSEY PINELANDS COMMISSION**

PURPOSE

This Memorandum of Agreement (MOA) is between the New Jersey Conservation Foundation (hereinafter "Conservation Foundation"), the Township of Woodland (hereinafter "Township"), the New Jersey Department of Environmental Protection, Natural and Historic Resource Group (hereinafter "NJDEP") and the New Jersey Pinelands Commission (hereinafter "Commission"). The MOA is intended to allow for use, management and restoration of a 260 acre parcel of land, namely block 4209, lots 1.02 and 1.03 (hereinafter "parcel") in Woodland Township, Burlington County, New Jersey

BACKGROUND

The Conservation Foundation acquired the predominantly wooded parcel in 1978. Prior to the Conservation Foundation acquisition, the parcel contained approximately 25 acres of abandoned gravel mining pits. At the time of acquisition by the Conservation Foundation, unauthorized operation of recreational vehicles on trails and in the mining pits and other forms of trespass and nuisance activities existed on the parcel. The Conservation Foundation has represented that they acquired the parcel at the request of Burlington County with the expectation of transferring ownership to the County or the State of New Jersey. The State has been unwilling to assume ownership because of the condition of the parcel and the ongoing unauthorized activity.

Since 1995, New Jersey Off-Road Vehicle Park (a private non-profit organization) has worked under a management agreement with the Conservation Foundation to eliminate trespassing and nuisance activity on the parcel. New Jersey Off- Road Vehicle Park has been conditionally awarded National Recreation Trail grants from the New Jersey Department Of Environmental Protection, Office of Natural Lands Management. The grant monies, which have not yet been released, are intended to reduce trespassing, create safe off road vehicle riding opportunities, restrict access to environmentally sensitive areas and restore vegetation on the parcel.

New Jersey Off Road Vehicle Park proposes to utilize the parcel year round on Fridays, Saturdays, Sundays and official State holidays for informal recreational vehicle use. All such use shall only occur during daylight hours. Additionally, a maximum of 10 organized recreational vehicle events will be conducted on the parcel per year.

The parcel will be closed year round, Mondays through Thursday inclusive except for official State holidays, to all recreational vehicle use. On days when the parcel is closed, a maximum of 5 New Jersey Off-Road Vehicle Park vehicles may patrol the parcel for security purposes.

SCHEDULE FOR INFORMAL RECREATIONAL VEHICLE USE

	Nov. thru Mar.	Apr. thru July	Aug.	Sept. thru Oct.
Mon. thru Thur.	CLOSED	CLOSED	CLOSED	CLOSED
Fri., Sat. & Sun.	Max. People=25	Max. People =200 Max. Riders= 40	Max. People=25	Max. People=200 Max. Riders=40

* Max. People means the maximum number of people (e.g.family members and friends) including riders on the parcel at any one time.

* Max. Riders means the maximum number of recreational vehicles being operated on the parcel at any one time.

The parcel is located in the Preservation Area District of the New Jersey Pinelands Area. The Pinelands Comprehensive Management Plan (CMP) allows for off road recreational vehicle events (enduros) in the Preservation Area District. However, new intensive recreational uses and low intensity recreational land uses involving the use of motorized vehicles are not permitted uses in the Preservation Area District. As a result, the CMP does not allow for the intensity of the recreational use proposed for the concerned parcel. The Conservation Foundation proposes to allow for the proposed recreational use of the parcel by entering into a MOA that provides for management and restoration of the disturbed areas of the parcel over a ten year period.

There are Pinelands Development Credits (PDCs) allocated to the parcel. On April 1, 1982 the Commission issued Letter of Interpretation Number 153 allocating PDCs to the 260 acre parcel. The Commission issued Amended Letter of Interpretation Number 153 on January 30, 1995. The Amended Letter of Interpretation allocated 4.0 PDCs to a 162 acre portion of the 260 acre parcel. There is a sand and gravel mining rights easement on the 98 acre portion of the parcel excluded from the Amended Letter of Interpretation. Subsequently, the PDCs allocated to the 162 acre portion of the parcel were severed and the required PDC deed restriction was imposed on the 162 acres. The deed restriction limits use of the 162 acres to certain agricultural activities, forestry and low intensity recreational uses meeting certain conditions, including one condition prohibiting the use of motorized vehicles except for necessary transportation.

The Conservation Foundation proposes to impose a 10 year off road vehicle trail use and ecological restoration covenant and easement on the deed to the parcel in favor of the NJDEP. This covenant and easement will convey to the NJDEP certain rights of public access for passive recreation and conservation monitoring rights on the parcel. At the end of the ten year period, the Conservation Foundation shall propose to transfer ownership of the parcel to the State of New Jersey. If the State will not accept ownership of the parcel, the Conservation Foundation shall sever the PDCs from the remaining 98 acres of the parcel. In addition to the required PDC deed restriction, the Conservation

Foundation shall also impose a conservation easement in favor of the Department of Environmental Protection and the Pinelands Commission. The conservation easement shall further limit the use of the parcel to those low intensity recreational uses as defined in the Pinelands CMP (N.J.A.C. 7:50-2.11) that do not require additional clearing and those forestry activities consistent with the intent of the conservation easement that are acceptable to the Department of Environmental Protection and approved pursuant to the Pinelands CMP.

Upon conveyance of the 10 year covenant and easement to the NJDEP, the conditionally approved National Recreational Trail Act grant funds awarded to New Jersey Off Road Vehicle Park can be released for reimbursement of approved expenditures. These grant funds will provide for trail improvements and restoration on the parcel. The NJDEP will oversee disbursements of the Nation Recreational Trail Act funding and public interests regarding passive recreational access.

The 10 year covenant and easement will require the Conservation Foundation to prepare a Management Plan, including a specific restoration plan, for the parcel within 1 year of the date of the last signatory to this MOA. The Management Plan will be submitted to and approved by the Township, the NJDEP and the Commission. The Management Plan will confine the recreational vehicle events to the disturbed areas of the parcel while simultaneously restoring other disturbed areas of the parcel.

The proposed recreational use of the parcel will be allowed by the Township and the Commission for a ten year period provided the restoration of the parcel is implemented in accordance with the schedule specified in the Management Plan. The ten year period shall commence from the date of the last signatory to this MOA.

Allowing limited off road vehicle recreational use of the parcel for a ten year period in return for the proposed restoration and either dedication of the parcel to the State of New Jersey or imposition of an appropriate conservation easement will afford an equivalent level of protection of the resources of the Pinelands then would be provided through strict application of the standards of the CMP.

MUTUAL UNDERSTANDINGS

1. The Conservation Foundation shall:

A. Within one year of the date of the last signatory to the MOA, submit to Woodland Township, the Commission and the NJDEP a 9 year Management Plan that provides for the sequential restoration of all sections of the parcel. The Management Plan shall delineate a "Trail Area" and a "Natural Preservation Area" that coincides with the description of each said "Area" provided in the covenant and easement. If the Management Plan is not approved in writing by these three parties within 6 months of submission, no further recreational use of the parcel shall occur until the Management Plan has been approved by all three parties;

B. Enter into a property management agreement with the New Jersey Off Road Vehicle Park or other subsequent property manager designated by the Conservation Foundation, renewable on a yearly basis, that provides for continued use and restoration of the parcel consistent with this MOA;

C. Ensure that any development activities proposed on the parcel receive any necessary permits and approvals prior to commencing any such activities;

D. Ensure that no more than 8 one day organized recreational vehicle events and 2 enduro type events are held per calendar year on the parcel;

E. Ensure that each of the maximum of 8 organized recreational vehicle events are conducted in accordance with the following limitations:

1. All events shall take place during one calendar day only;

2. All events shall only occur during daylight hours only;

3. Vehicles participating in the organized recreational vehicle events shall be limited to motorcycle dirt bikes, 4 wheel all terrain vehicles, jeeps, buggies, pickup trucks and other comparable vehicles. New Jersey Off Road Vehicle Park or other subsequent property manager shall ensure that all vehicles are equipped with spark arrestors or other suitable controls pursuant to the Forest Fire Prevention and Control Act (13:9-44.6). No monster trucks, mud trucks, other big tired trucks, drag racers, jet engines or other atypical vehicles shall be allowed to participate;

4. No more than two organized events shall occur in any given month;

5. No more than 200 persons may participate in any organized event and the total number of people on the parcel in association with any organized event shall not exceed 1,000;

6. Prior to undertaking any organized recreational vehicle events, New Jersey Off Road Vehicle Park or subsequent property manager designated by the Conservation Foundation shall obtain from the Bureau of Forest Fire Management, Division B Headquarters (Lebanon State Forest), the anticipated forest fire classification during the proposed event. When the fire danger is extreme (class 5), no organized recreational vehicle event shall occur on the parcel. When the fire danger is very high (class 4), no organized recreational vehicle event shall occur outside of the abandoned gravel mining pits;

7. The New Jersey Off Road Vehicle Park or subsequent property manager shall provide the Bureau of Forest Fire Management, Division B Headquarters (Lebanon State Forest) with the names and telephone numbers of those officials to be contacted concerning organized recreational vehicle events; and

8. Any proposed open fire on the parcel receives a fire permit from the Bureau of Forest Fire Management, Division B Headquarters (Lebanon State Forest).

F. Ensure that authorized informal recreational vehicle use of the parcel is conducted in accordance with the following limitations;

1. All such use shall be limited to Fridays, Saturdays, Sundays and official State holidays;

2. All such use shall only occur during daylight hours;

3. During the 6 months of April, May, June, July, September and October, no more than 40 recreational vehicles shall be operating on the parcel at any one time and the total number of people on the parcel shall not exceed 200 at any one time.

4. During the 6 months of January, February, March, August, November and December, the total number of people, including recreational vehicle riders, on the parcel at any one time shall not exceed 25;

5. Vehicles participating in the authorized informal use of the parcel shall be limited to motorcycle dirt bikes, 4 wheel all terrain vehicles jeeps, buggies, pickup trucks and other comparable vehicles. New Jersey Off Road Vehicle Park or other subsequent property manager shall ensure that all vehicles are equipped with spark arrestors or other suitable controls pursuant to the Forest Fire Prevention and Control Act (13:9-44.6) No monster trucks, mud trucks, other big tired trucks, drag racers, jet engine or other atypical vehicles shall participate;

6. On a weekly basis, New Jersey Off Road Vehicle Park or subsequent property manager designated by the Conservation Foundation shall obtain from the Bureau of Forest Fire Management, Division B Headquarters (Lebanon State Forest), the forest fire classification. When the fire danger is extreme (class 5), no authorized informal recreational vehicle use of the parcel shall occur. When the fire danger is very high (class 4), no authorized informal recreational vehicle use shall occur outside of the abandoned gravel mining pits;

7. The New Jersey Off Road Vehicle Park or subsequent property manager shall provide the Bureau of Forest Fire Management, Division B Headquarters (Lebanon State Forest) with the names and telephone numbers of those officials to be contacted concerning authorized informal recreational use; and

8. Any proposed open fire on the parcel receives a fire permit from the Bureau of Forest Fire Management, Division B Headquarters (Lebanon State Forest).

G. Ensure that each of the 2 enduro type events that will utilize the parcel as a starting and finishing point are undertaken consistent with the submitted Management Plan and are approved pursuant to the CMP and receive all other necessary approvals;

H. Ensure that New Jersey Off Road Recreational Vehicles, Inc. or other property

manager designated by the Conservation Foundation applies to the Township and the Commission for all proposed organized recreational vehicle events. The applicant may apply to the Commission individually for each recreational vehicle event or collectively for all organized vehicle events for each calendar year;

I. Ensure that the property management agreement limits use of the parcel to those recreational uses expressly authorized by this MOA;

J. Provide a yearly written progress report to the NJDEP, Woodland Township and the Pinelands Commission beginning two years from the date of the last signatory to this MOA on the progress of restoration of the parcel relative to the submitted Management Plan;

K. Designate a staff contact person to be responsible for administering the parcel and the MOA;

L. Ensure that no motor vehicle use occurs, except for necessary transportation, on the 162 acre portion of the parcel that was deed restricted when the PDCs were severed.

M. Ensure that on a yearly basis the designated property manager submits to the Township and the Commission evidence of insurance

N. At the end of the ten year period, the Conservation Foundation shall propose to transfer ownership of the parcel to the State of New Jersey. If the State will not accept ownership of the parcel, the Conservation Foundation shall sever the PDCs from the remaining 98 acres of the parcel. In addition to the required PDC deed restriction, the Conservation Foundation shall also impose a conservation easement in favor of the Department of Environmental Protection and the Pinelands Commission. The conservation easement shall further limit the use of the parcel to those low intensity recreational uses as defined in the Pinelands CMP (N.J.A.C. 7:50-2.11) that do not require additional clearing and those forestry activities consistent with the intent of the conservation easement that are acceptable to the Department of Environmental Protection and approved pursuant to the Pinelands CMP.

2. Woodland Township shall:

A. Allow the proposed recreational use of the parcel provided such use is undertaken consistent with and in accordance with Township Planning Board Resolution of Memorialization 5 of 1998 granting the Conservation Foundation and New Jersey Off Road Vehicle Park a variance and site plan to permit the operation of an "Off Road Park" with certain conditions.

3. The NJDEP shall:

A. On a yearly basis, as resources allow, monitor the parcel for compliance with the terms and conditions of the ten year restoration covenant and easement;

B. As resources allow, provide technical information and expertise regarding the protection and restoration of natural resources by the Conservation Foundation in carrying out the restoration plan;

C. Independently report inconsistencies with this MOA or with the restoration covenant and easement to the Commission whenever personnel of the NJDEP become aware of such inconsistencies;

D. At the end of the 10 year period covered by this MOA, and provided restoration of the parcel has been completed in accordance with the approved Management Plan, consider accepting ownership of the parcel.

4. The Commission shall:

A. For a ten year period commencing on the the date of the last signatory to this MOA and provided the NJDEP holds the covenant and easement to the parcel, allow for a maximum of 8 organized off road recreational vehicle events and 2 enduro events per calendar year;

B. For the same ten year period cited in 3A. above, allow for limited informal use of the parcel for recreational vehicles as specified in 1F. above;

C. In cooperation with the NJDEP, review the required yearly restoration progress reports against the Management Plan submitted by the Conservation Foundation. The first progress report shall be submitted two years from the date of the final signatory to this MOA;

D. For violations of the Woodland Township land use ordinance or the CMP that may occur on the parcel that do not involve this MOA or the 10 year restoration covenant and easement, the Commission shall contact the Conservation Foundation and not involve the NJDEP;

E. Hold the Conservation Foundation and the managing agent responsible for protection of Pinelands resources on the parcel and shall only hold the NJDEP responsible for specific acts done by the NJDEP or its authorized agent;

F. If for any reason the Conservation Foundation or its managing agent, currently New Jersey Off Road Vehicle Park, cannot or do not comply with the terms of this MOA, including conducting prohibited activities on the parcel and not complying with the Management Plan, and if the Conservation Foundation fails to make significant progress towards resolution of any such noncompliance within 60 days of written notice by the Commission, the Commission retains the exclusive right to terminate this MOA;

5. All Parties Shall:

A. Assist to the extent practical and appropriate in identifying alternate sites for ongoing recreational vehicle use within a Pinelands Land Management Area where such a use is

permitted;

B. Meet at least every two years to review and discuss the implementation of the MOA.


SEVERABILITY

If any section or clause of this agreement, or application thereof to any person, is adjudged unconstitutional or invalid by a court of competent jurisdiction, such judgement shall be confined in its operation to the section, clause or application directly involved in the controversy in which such judgement shall have been rendered, and it shall not affect or impair the remainder of this agreement or the application thereof to other persons.

REVISIONS

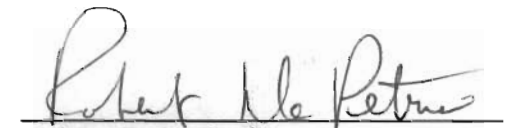
Revisions and amendments to this MOA may be made when deemed necessary by the Conservation Foundation, the Township, the NJDEP or the Commission. Any such revisions or amendments to this document shall become effective upon the mutual agreement of the Director of the NJDEP, Natural and Historic Resource Group or his/her designee, the Township Mayor, the Conservation Foundation and the Commission.

SIGNATURES



David E. Moore, Executive Director
New Jersey Conservation Foundation

21 Sept 1998
Date



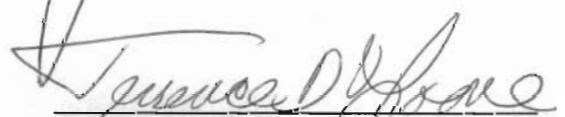
Robert DePetris, Mayor
Township of Woodland

9/28/98
Date



James Hall, Assistant Commissioner
Natural and Historic Resources Group
New Jersey Department of Environmental Protection

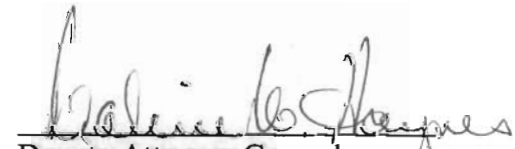
10/8/98
Date



Terrence D. Moore, Executive Director
Pinelands Commission

10/2/98
Date

Approved as to form by:



Deputy Attorney General

9/11/98
Date