

TO: Members of the Board

FROM: Bruce Steadman
Executive Director and Secretary

DATE: December 6, 2017

SUBJECT: Agenda for Board Meeting of the Authority

1. **Call to Order – James V. Gorman, Chairman**
2. **Pledge of Allegiance**
3. **Notice of Public Meeting - Roll Call – Bruce Steadman, Secretary**
4. **Approval of Previous Month’s Board Meeting Minutes**
5. **Welcome – James V. Gorman, Chairman**
6. **Secretary’s Report**
7. **Treasurer’s Report**
8. **Public Comment Regarding Board Action Items**
9. **Executive Director’s Report:**
 - Update on Requests for Proposals (RFPs) and Contracts
 - Update on Requests for Offers to Purchase (RFOTPs)
 - Update on Marketing Effort
 - Action Items for Next Month
10. **Committee Reports**
 - Audit Committee – Robert Lucky, Chairman
 - Real Estate Committee – James V. Gorman, Chairman
 - Environmental Staff Advisory Committee – Kenneth J. Kloo, Chairman
 - Historical Preservation Staff Advisory Committee – Jay Coffey, Chairman
 - Housing Staff Advisory Committee – Gina Fischetti, Chairwoman
 - Veterans Staff Advisory Committee – Lillian Burry, Chairwoman

11. **Board Actions**

- a. Consideration of Approval of Plan Amendment #9 Permitting Additional Development Scenario in Eatontown
- b. Consideration of Approval of FMERA's 2018 Budget
- c. Consideration of Approval of a Loan from New Jersey Economic Development Authority for general working capital purposes
- d. Consideration of Approval to Make the Commissary Parcel Available Through the Offer to Purchase Process
- e. Consideration of Approval to Make the Expo Theater Available Through the Offer to Purchase Process
- f. Consideration of Approval of Seventh Amendment to Purchase and Sale Agreement & Redevelopment Agreement for Parcels C & C1 in Tinton Falls.

12. **Other Items**

13. **Public Comment Regarding any FMERA Business**

- Responses to questions submitted online or in writing

14. **Adjournment**

Fort Monmouth Economic Revitalization Authority
Board Meeting
October 18, 2017
FMERA Offices, 502 Brewer Avenue, Oceanport, NJ

MINUTES OF THE MEETING

Members of the Authority present:

- James V. Gorman – Chairman, Fort Monmouth Economic Revitalization Authority (FMERA) – V
- Joe Ettore– Monmouth County Engineer – V
- Gerry Turning – Mayor of Tinton Falls – V
- Richard Gallo – Oceanport Council President – V
- Dennis Connelly – Mayor of Eatontown – V
- Dr. Robert Lucky – Public Member – V
- Tom Huth – Assistant Counsel, Authorities Unit, Office of the Governor – V
- Tim Lizura – President & COO, NJ Economic Development Authority – V
- Kenneth J. Kloo, Director, Site Remediation Program, NJ Department of Environmental Protection

V – Denotes Voting Member

Members not present:

- Gina Fischetti, Chief Counsel, Local Planning Services, NJ Department of Community Affairs
- John Raue, Senior Policy Advisor to the Commissioner, NJ Department of Labor & Workforce Development
- William Riviere, Principal Planner, NJ Department of Transportation

Also present:

- Bruce Steadman, FMERA Executive Director
- Gabriel Chacon, Deputy Attorney General (DAG)
- Ryan Brown, Deputy Attorney General (DAG)
- FMERA staff

The meeting was called to order by Chairman James V. Gorman at 7:02p.m. who led the meeting in the Pledge of Allegiance to the Flag of the United States of America.

In accordance with the Open Public Meetings Act, FMERA Secretary Bruce Steadman stated that the notice of the meeting was sent to the Asbury Park Press and the Star Ledger at least 48 hours prior to the meeting, and that the meeting notice has been duly posted on the Secretary of State's bulletin board at the State House, and the FMERA website.

The first item of business was the approval of the September 20th regular meeting minutes. A motion as made to approve the minutes by Tim Lizura and seconded by Robert Lucky.

Richard Gallo abstained from voting stating he was not at the September meeting.
Joe Ettore abstained from voting stating he was not at the September meeting.

Motion to Approve: TIM LIZURA Second: ROBERT LUCKY
AYes: 6

The second item of business was the approval of the September 20th Executive Session meeting minutes.

A motion was made to approve the minutes by Tim Lizura and seconded by Robert Lucky.

Richard Gallo abstained from voting stating he was not at the September meeting.

Joe Ettore abstained from voting stating he was not at the September meeting.

Motion to Approve: TIM LIZURA Second: ROBERT LUCKY

AYes: 6

WELCOME

Chairman James V. Gorman welcomed attendees to the meeting. Mr. Gorman stated that copies of the Board package were available at the door, and the Board package was posted to the FMERA website in the afternoon to give the public the opportunity to review the information in advance of the meeting.

Mr. Gorman stated that the Board would consider three board actions: 1) Consideration of Approval of a Phase 2 Redevelopment Agreement with Trinity Hall; 2) Consideration of Approval of First Amendment to Purchase and Sale & Redevelopment Agreement for Howard Commons; and 3) Consideration of Approval to make Pulse Power and Building 2719 available through the Offer to Purchase Process.

The Chairman went on to state that there will be two public comment periods at the meeting based on the Authority's public meeting protocol, 3 minutes per speaker for the first for agenda items only, and 5 minutes per speaker for the second for any FMERA business. The Chairman reiterated his request for the public's cooperation in keeping comments as brief as possible. The Chairman continued by stating that in his role as Chairman, he is required to conduct an orderly meeting and complete the meeting agenda in a reasonable time period. The Chairman concluded by stating that FMERA continues to welcome the public's constructive comments and ideas.

SECRETARY'S REPORT

Bruce Steadman stated that the November and December Board meetings would be combined and rescheduled, and the new date would be announced.

TREASURER'S REPORT

Jennifer Lepore stated that the budget process for 2018 continues. Once complete, the draft 2018 FMERA budget will then be forwarded to the Audit Committee for its review. The 2018 FMERA budget is scheduled to be brought before the Board for its consideration and approval at the December meeting of the Authority. With the end of funding from the Office of Economic Adjustment on June 30, 2017, FMERA's 2018 budget will be funded solely from Economic Development Conveyance revenue.

The Monmouth County Improvement Authority and FMERA's Board have approved the issuance of approximately \$26 million in subsequent taxable notes related to the financing of FMERA's 2016 purchase of the Phase 2 Economic Development Conveyance properties from the Army. FMERA anticipates that the notes will be issued in two series, both with a two-year term but one subject to an early call. The notes will be backed by a Monmouth County guaranty and will be rolled over in mid-November.

PUBLIC COMMENT REGARDING BOARD AGENDA ITEMS (3 minutes re: Agenda Items)

There was no public comment.

EXECUTIVE DIRECTOR'S REPORT

Kristy Dantes, Director of Facilities and Infrastructure gave the following update on RFPs and Contracts that FMERA is currently working on:

Auctioneer:

- The Auctioneer's Group held an auction on September 13th of contents of the Lodging Area buildings located in Oceanport and a small/lot memorabilia auction on September 23rd. Results of these auctions will be provided to the Board at a future meeting.

Utilities:

- Utility work is in high gear in the Officer Housing property in Oceanport, as RPM, in conjunction with NJ American Water and Two Rivers Water Reclamation Authority, begins work on upgrading water and sewer infrastructure in the South Post, with the North Post to follow shortly. The water main extension will also include a significant portion of the Main Post Historic District. The public should be prepared for potential temporary road closures along the Avenue of Memories, Saltzman Avenue and Oceanport Avenue in the coming weeks as the work progresses. We continue to be hopeful that we will be able to close on the Charles Wood substation with JCP&L very soon.

Suneagles Golf Course:

- FMERA expects to execute the agreement soon with Martelli Development, LLC for the eventual sale of the golf course. This agreement also will turn over operation of the golf course to Martelli after a 30-day notice to Linx Golf Management. Our sincere thanks to Linx for 6+ years of successful golf course operations.

Dave Nuse, Director of Real Estate Development and Deputy Executive Director, gave the following town-by-town summary of the status of our redevelopment projects.

In Oceanport, FMERA closed on the following projects:

- Fitness Center, on September 26th, with Fort Partners, LLC who will renovate and expand the facility to emphasize basketball, fitness, and swimming programs, medically based fitness and wellness programs, and individualized and group training and classes, along with related and ancillary uses including a pro shop and health café.
- 13-acre parcel on Murphy Drive in Oceanport, on August 6th, where the Borough purchased the property for their new municipal complex.
- Russel Hall, the former Garrison Headquarters building, on June 23rd, with Tetherview Property Management, LLC, a private cloud computing services company. The company has completed extensive renovations for the new and current tenants.
- Main Post Chapel, on February 27th, with Triumphant Life Assembly of God Church for use as a house of worship.
- Officer Housing parcels, on January 13th, with RPM Development. RPM has begun renovating the 117 historic housing units, creating 68 market-rate for sale unites, and 48 rental units, twenty (20%) percent of the total units will be available to low-and moderate-income households.

Also in Oceanport, FMERA has executed Board approved contracts on 2 parcels:

- Dance Hall; a 16,000 sf former recreation building on Brewer Avenue, to AP Development partners, for commercial and retail uses, including entertainment and restaurant purposes; and
- Building 501, an approximately 1.7-acre site identified for conveyance to Family Promise of Monmouth County via a Legally Binding Agreement (LBA). The finalized LBA, Administrative Letter and Purchase and Sale Agreement were approved by the Board at the September 20th meeting.

FMERA is in negotiations for the sale and redevelopment of the following 5 properties:

- Nurses Quarters, a 24-unit residential complex on Main Street;
- Marina, currently approved for exclusive negotiations with AP Development Partners, LLC and currently operating as a marina/public boat ramp and restaurant;
- Squier Hall Complex, an approximately 31-acre site. The future developer will be required to retain Squier Hall, which is listed on the National Register of Historic Places;
- Lodging Area, a 15-acre site located on Parkers Creek, planned for new residential development; and
- Allison Hall, a 13-acre parcel which includes the reuse of the historic building, as well as retail, office/research & development and open space/recreation uses.

On March 8th FMERA issued an RFOTP for Barker Circle, also in the historic district in Oceanport. Proposals were due on June 2nd and five proposals were received. An evaluation committee has evaluated the proposals and hopes to begin discussions with the lead bidder shortly.

In Eatontown, FMERA is in the process of executing a revised contract with Fort Monmouth Parcel B Redevelopment, LLC for the expanded Parcel B property, which includes approximately 82 acres for a mixed-use town center along Route 35. The PSARA calls for the development of approximately 350,000sf of retail, 40,000 sf of office space, and 302 housing units.

Also in Eatontown, FMERA has executed Board approved PSARA's on 4 parcels:

- Howard Commons, with American Properties at Monmouth, LLC, plans to build up to 251 residential units on approximately 64-acres on Pinebrook Road;
- Eatontown Barracks, with Kenneth Schwartz for 6 buildings on Semaphore Avenue on an approximately 4.4-acre parcel for the development of a commercial arts-related project, including studio, performance and gallery space, as well as short-term residential units for artists;
- Suneagles Golf Course, with Martelli Development, LLC, to maintain and upgrade the existing Golf Course, renovate the historic Gibbs Hall, and construct 75 new housing units. Martelli will continue to operate the golf course so it can remain open to the public; and,
- Bowling Center, with Fort Monmouth B.E.C., LLC for 17,600 sf, twenty lane bowling alley.

Staff is in discussions with the Borough of Eatontown for potential reuse of Building 1123, a general office building at Saltzman and Wilson Avenues, by the Borough's Department of Public Works.

In Tinton Falls, FMERA closed on the following project:

- Parcel F-3, on February 23rd, to the Monmouth County Park system. The property will be developed in conjunction with the adjacent Fort Monmouth Recreation Center and Swimming Pool.

FMERA has executed PSARA's on four other projects in Tinton Falls:

- Parcel C and C1, with Lennar Corporation, approved for 288 residential units over the two parcels, and up to 58,000 sf of retail development;
- Fabrications Shops, with Pinebrook Commerce Center, 45,000sf of light industrial and flex office space buildings;
- Pistol Range and Satellite Road Parcel, with Kiely Realty Group, for the reuse and upgrading of the former Pistol Range, and additional office and commercial uses on the combined approximately 5-acre parcel; and
- Recreation Center and Swimming Pool, with the Monmouth County Park System, which is currently open to the public through a lease with the County.

FMERA is in negotiations with the lead bidder for a contract related to the sale and redevelopment of the Charles Wood Fire Station, and approximately 4-acre parcel along Corregidor Road in Tinton Falls.

On June 26th, the New Jersey Economic Development Authority (NJEDA) issued an invitation to bid on the abatement, demolition and site improvements for the former Myer Center and the adjacent building 2705. On

September 20th, the Board approved a Purchase and Sale Agreement with NJEDA for the approximately 36-acre parcel, allowing work to begin later this year.

FMERA intends to issue the following RFOTPs:

- Pulse Power, a special purpose facility consisting of 15,690 sf of administrative offices and 10,786 sf of dry lab and testing space, and Building 2719, consisting of 6,574 sf of administrative space and a 2,448 high-bay garage constructed in 2006. At the meeting, staff made a recommendation to the Board to authorize FMERA to make the Pulse Power Building and Building 2719 available through the offer to purchase process.

Sarah Giberson, Senior Marketing & Development Officer, stated that FMERA continues to increase the visibility of its redevelopment efforts. On October 5th, staff attended the Governor's Conference on Housing & Economic Development in Atlantic City. FMERA hosted a panel discussion highlighting the Fort's redevelopment, featuring panelists from AASKI Technology, Lennar Corporation, and Regional Development Group. On October 6th, staff attended the annual Asbury Agile tech conference, which was well attended by start-ups, established tech professionals, and students. FMERA was a sponsor of the event. FMERA will also provide an update on the Fort's redevelopment efforts at the Monmouth Ocean Development Council's general membership meeting on October 20th.

The Riddle Team continues to focus on lead generation and is in the process of wrapping up their brand and communications audit. The refinement of the Fort Monmouth brand will increase and enhance our communication and interactions with our stakeholders, and further our marketing effort to interested parties. FMERA, with the input from Riddle, is also in the process of developing and designing Fort-branded, "Coming Soon" signage to be located prominently at all new projects. New signage will inform the community and additional prospective developers of on-going redevelopment activity at the Fort.

Please refer to our website, www.fortmonmouthnj.com, for more information and to sign up for our monthly digital newsletters.

Bruce Steadman thanked Joe Ettore and John Tobia of Monmouth County for their help with some important upcoming projects. Mr. Steadman thanked the Boroughs of Oceanport, Eatontown, and Tinton Falls for their continued support and working relationship. Mr. Steadman thanked the speakers who participated at the Governor's Conference, Bharat Parakh of Aaski, Trip Brooks of AP Development Partners and Robert Calabro of Lennar.

Bruce Steadman gave an update on FMERA action items:

- Continued work with the N.J. Department of Environmental Protection and U.S. Army to identify and resolve environmental issues of concern
- Continued meetings and tours with interested prospective employers and investors
- Continued outreach to our stakeholders in the 3 host municipalities, the County and others
- Continued collaboration with the NJEDA Trenton Office on marketing and business development opportunities

a) AUDIT COMMITTEE (ROBERT LUCKY, CHAIRMAN)

Robert Lucky stated that the Committee did not meet this month but will be meeting in November.

b) REAL ESTATE COMMITTEE (JAMES V. GORMAN, CHAIRMAN)

Chairman Gorman stated that the Committee met on October 10th and discussed the following:

- Discussion regarding the Phase 2 Redevelopment Agreement with Trinity Hall where Trinity plans to expand the facility by constructing a 2-story addition. The Committee reached a consensus and agreed to recommend approval of the Phase 2 Redevelopment Agreement.

- Discussion regarding Amendment #1 to the PSARA with American Properties for Howard Commons. American Properties has identified additional testing requirements and staff recommends renewing and extending the due diligence for sixty days. The Committee reached a consensus and agreed to recommend approval of Amendment #1 with American Properties.
- Discussion regarding the RFOTPs for Pulse Power and Building 2719. FMERA has received interest by potential purchasers in acquiring and renovating the property for commercial and related use, and staff believes the RFOTP process will allow greater flexibility for selecting the scenarios that would maximize the development potential and economic value of the properties. The Committee reached a consensus and agreed to recommend making the Pulse Power and Building 2719 available the offer to purchase process.
- **Other issues of discussion:**
 - Commissary Area RFOTPs
 - 400 Area Letter of Interest
 - Fort Monmouth Signage
 - MCIA Rollover Notes
 - Parcel B Update
 - Myer Center Demolition
 - Fitness Center Closing
 - Veterans Resource Center
 - Barker Circle

c) ENVIRONMENTAL STAFF ADVISORY COMMITTEE (KENNETH J. KLOO, CHAIRMAN)

Kenneth J. Kloo stated that the Committee met on October 2nd and discussed the following:

- Discussion regarding the Parcel C-1 project located in Tinton Falls. The developer, U.S. Homes, d/b/a Lennar, submitted a Mandatory Conceptual Review (MCR) application for the project. FMERA staff has determined that the submitted Fort Monmouth Environmental Features checklist accompanying the MCR application demonstrates that the project does not detrimentally impact habitat areas, open space or sensitive environmental features as listed on the environmental features checklist. The Committee discussed the buffer from the apparent wetlands boundary, the applicant's plan to address surface runoff and connection of the site to adjacent parcels. No further action by the Committee is warranted.
- Discussion regarding the latest round of work plans submitted by the Army to the NJDEP with the goal of assisting NJDEP in determining priorities for review.
- Discussion regarding the Myer Center demolition project and conveyance approved the Board at its September meeting. It was noted that the Army has submitted a Remedial Investigation/ Feasibility Study for the former neutralization pit located in the courtyard of the building. This is currently under review by the NJDEP. The Committee discussed the asbestos abatement process prior to demolition.
- Discussion regarding the anticipated water main extension work to be completed in the Oceanport section of the Fort as well as the Main Post sanitary sewer system.
- Discussion regarding the Finding of Suitability to Transfer (FOST) for an approximately 5.2-acre parcel that includes Building 283, Squier Hall, is currently out for public comment. The Army reports that all comments are due by October 7th.
- Summary of parcel closings on the Fort, as well as current projects in negotiation.
- Discussion regarding the updated Soil Remediation Standards recently published and adopted by the NJDEP for seven polycyclic aromatic hydrocarbons, or PAHs, as well as other compounds. FMERA will provide a link to more information for the Committee members.

Mr. Kloo also noted that the DEPs standards regarding PAH (Polycyclic Aromatic Hydrocarbons) are changing, which should have impacts on the status of Fort Monmouth sites. Any impact from these changes is being evaluated now.

d) HISTORICAL PRESERVATION STAFF ADVISORY COMMITTEE (JAY COFFEY, CHAIRMAN)

Bruce Steadman, on behalf of Jay Coffey stated that the Committee did not meet this month, but will be meeting in November.

e) HOUSING STAFF ADVISORY COMMITTEE (GINA FISCHETTI, CHAIRPERSON)

Bruce Steadman, on behalf of Gina Fischetti, stated that the Committee is meeting on October 24th.

f) VETERANS STAFF ADVISORY COMMITTEE (FREEHOLDER DIRECTOR LILLIAN BURRY, CHAIRPERSON)

Bruce Steadman, on behalf Lillian Burry stated that the Committee did not meet this month.

BOARD ACTIONS

A) The next item before the Board was Consideration of Approval of Phase 2 Redevelopment Agreement with Trinity Hall

Candice Valente read a summary of the Board memo.

The resolution is attached hereto and marked Exhibit 1.

A motion was made by Robert Lucky and was seconded by Tim Lizura.

Mayor Turning referred to the Resolution regarding “the FMERA Act requires redevelopment on Fort Monmouth to be performed under a Redevelopment Agreement”. Mr. Turning stated that Building 2290 was sold to Trinity Hall and is now private property in the Borough of Tinton Falls. Mr. Turning stated that in his opinion, any redevelopment of the building should only need to be approved by the Tinton Falls Planning Board and not FMERA. Mr. Turning asked what the exceptions are to this requirement.

DAG Ryan Brown stated that per the FMERA statute, all development on Fort Monmouth requiring major site plan review must be performed under a Redevelopment Agreement which requires a Mandatory Conceptual Review (MCR) by FMERA, irrespective of pre-or post-closing.

Bruce Steadman stated that the FMERA statute does not terminate FMERA’s responsibility to manage and oversee the redevelopment of the Reuse Plan once a property is sold, until such time that FMERA is no longer in existence and makes arrangements for another party to manage and oversee the Reuse Plan.

Tim Lizura asked if there could be a review by the Attorney General’s office for clarification of FMERA’s statute regarding the terms of FMERA’s obligations regarding the Redevelopment Agreements. DAG Brown indicated he would take this up with others, the AG office.

Motion to Approve: ROBERT LUCKY Second: TIM LIZURA
AYes: 8

B) The next item before the Board was Consideration of Approval of First Amendment to Purchase and Sale & Redevelopment Agreement for Howard Commons.

Candice Valente read a summary of the Board memo.

The resolution is attached hereto and marked Exhibit 2.

A motion was made by Tim Lizura and was seconded by Dennis Connelly.

Motion to Approve: TIM LIZURA Second: DENNIS CONNELLY
AYes: 8

C) The next item before the Board was Consideration of Approval to Make Pulse Power and Building 2719 available through the Offer to Purchase Process

Candice Valente read a summary of the Board memo.

The resolution is attached hereto and marked Exhibit 3.

A motion was made by Tim Lizura and was seconded by Robert Lucky.

Mayor Turning asked about the two acres of landfill that will be carved out on the Building 2719 parcel and why they are being carved out and not sold with the parcel.

Bruce Steadman stated that the closure plans for the landfills are in the process of being finalized between the Army and the NJDEP. Mr. Steadman stated that according to the Army the 2 acres of landfill adjacent to the Building 2719 parcel contain construction and demolition debris and the areal extent of the boundaries has not yet been established by the Army to determine where the landfill ends and where the wetlands begin. The Army will not remediate the landfills, but the plan that has been approved conceptually by the NJDEP is that all of the landfills will be graded, erosion controls will be put in place and 2-feet of fill material placed on the top along with vegetation. The Army plans to begin the process in 2018 for all of the nine landfills on the Fort to be completed in 1-5 years.

Motion to Approve: TIM LIZURA Second: DENNIS CONNELLY
AYes: 8

OTHER ITEMS

There were no other items before the Board.

PUBLIC COMMENT REGARDING ANY FMERA BUSINESS (5 minutes re: any FMERA business)

Matthew Zieniewicz of Oceanport stated that one of the mandates of FMERA is to replace the 10,000 jobs that were lost when the Fort closed. Mr. Zieniewicz stated there were previously 2,000 jobs on Parcel B that will not be replaced with the new redevelopment, nor will the administrative and technology jobs be replaced with the Myer Center demolition. Mr. Zieniewicz stated that since these jobs will not be replaced that FMERA is an abysmal failure and that Commvault and possibly Aaski have been the only successes in replacing jobs. Mr. Zieniewicz stated that he prepared a spreadsheet that fulfilled all the requirements for Amazon HQ2 to come to Fort Monmouth and that there is acreage available at the Fort for Amazon. Mr. Zieniewicz stated that the unique fiber infrastructure is not being properly marketed to large corporations, but to smaller companies. Mr. Zieniewicz asked why a proposal was not submitted to Amazon.

Bruce Steadman stated that approximately two-thirds of the Fort property is currently in one stage or another of redevelopment, and FMERA is still targeting the 10,000 jobs to be replaced. Mr. Steadman stated that the Fort Monmouth redevelopment is ahead of schedule compared to other BRAC locations. Mr. Steadman stated that the current status of much of the infrastructure is in poor and deteriorated condition, is not re-usable and will be replaced over the next several years. Mr. Steadman stated that there is a Redevelopment and Reuse Plan that was created by BRAC and approved by the Army and HUD and is mandated under the FMERA statute which includes a) 1,600+ housing units; b) 500,000 square feet of retail; and c) 2.0 million in office and R&D space.

Dave Nuse stated the current projections of jobs to be created will be about 10,000 permanent jobs, and so far Commvault has created 1,000 jobs; the Parcel B redevelopment creating 800 jobs and the Parcel F-1 Myer Center parcel which could yield 400,000 sf of space and could potentially create 1,600 jobs.

Mr. Nuse stated that FMERA did express an interest in the Amazon HQ2 opportunity; however, in discussions with FMERA and other interested parties across New Jersey, the State made clear that its focus was on identifying sites that best met the criteria set forth by Amazon in its Request for Proposals in order to position New Jersey as competitively as possible against many other states and cities. While the EDA and Choose NJ recognize Fort Monmouth as a world-class live-work-play destination, ultimately, there were sites that more fully met Amazon's requirements. FMERA does, however, recognize the potential of the development of Amazon's HQ2 in the State to help drive ancillary economic activity in places like Fort Monmouth, with significant available land primed for development. With convenient access to the Parkway, offering a direct route to the State's proposed site of Newark, and an educated, skilled local workforce, the Fort could hold great appeal for companies serving as partners or suppliers to Amazon.

Mr. Gorman stated that he disagrees with Mr. Zieniewicz's assertion that FMERA is a failure. Mr. Gorman stated that jobs are the top priority for the redevelopment of the Fort. Mr. Gorman stated that after the Commvault closing, FMERA decided to purchase the remaining Fort property from the Army for \$33MM, thereby streamlining the redevelopment process. Mr. Gorman added that he believes there is significant progress to date at the Fort, and that the redevelopment process will be a great success for the State of New Jersey.

There being no further business, on a motion by Tim Lizura seconded by Dennis Connelly and unanimously approved by all voting members present, the meeting was adjourned at 8:20p.m.

Certification: The foregoing and attachments represent a true and complete summary of the actions taken by the Fort Monmouth Economic Revitalization Authority at its Board meeting.



Bruce Steadman – Secretary

ADOPTED
October 18, 2017

Resolution Regarding
**Redevelopment Agreement with Trinity Hall for Expansion of Building 2290 in the
Tinton Falls Reuse Area**

WHEREAS, on February 27, 2015, FMERA issued and publicly advertised a Request for Offers to Purchase (RFOTP) for Building 2290, a 7.4-acre parcel of land and one structure, Building 2290, a 19,600-sf one-story building; and

WHEREAS, Trinity Hall (Trinity) received the highest score and submitted the highest price for their proposal for Building 2290; and

WHEREAS, at the Authority's October 21, 2015 meeting, the Board approved a Purchase and Sale Agreement and Redevelopment Agreement (PSARA) with Trinity for Building 2290 and FMERA sold the building to Trinity to renovate, and Trinity opened the facility in time for the 2015-2016 school year; and

WHEREAS, Trinity now plans to expand the facility to accommodate its growing enrollment by constructing a 2-story addition with a footprint of 11,230 sf and a total area of 22,460 sf for additional classrooms, office/administrative space, a multipurpose room, a chapel and a new entrance lobby; and

WHEREAS, the FMERA Act requires redevelopment on Fort Monmouth to be performed under a Redevelopment Agreement (Agreement) with FMERA and while FMERA's Land Use Rules provides for certain exemptions from this requirement, all development on Fort Monmouth requiring major site plan review must be performed under a Redevelopment Agreement; and

WHEREAS, pursuant to the terms of the Agreement, Trinity agrees that (1) its expansion of Building 2290 and its use will comply with the Reuse Plan and Land Use Rules, (2) that it will commence the improvements no later than January 31, 2018 and complete the improvements no later than five (5) years from the date of commencement; and (3) that it will not transfer the property prior to completion of the project, to be memorialized by FMERA's issuance of a certificate of completion; and

WHEREAS, final terms of the Agreement as presented to the Committee and the Board will remain unchanged as the attached Agreement is in substantially final form between FMERA and Trinity, and the final terms of the Agreement will be subject to the approval of FMERA's Executive Director and the Attorney General's Office; and

WHEREAS, the Real Estate Committee has reviewed this Agreement and recommends that it be forwarded to the Board for approval.

THEREFORE, BE IT RESOLVED THAT:

1. The Authority approves the Redevelopment Agreement with Trinity for its expansion of Building 2290 in Tinton Falls, on terms substantially consistent to those set forth in the attached memorandum and with final terms acceptable to the Executive Director and the Attorney General's Office, and authorizes the Executive Director to execute the Agreement and take any necessary actions to effectuate the Agreement with Trinity.

2. This resolution shall take effect immediately, but no action authorized herein shall have force and effect until 10 days, Saturdays, Sundays, and public holidays excepted, after a copy of the minutes of the Authority meeting at which this resolution was adopted has been delivered to the Governor of the State of New Jersey for his approval, unless during such 10-day period the Governor of the State of New Jersey shall approve the same, in which case such action shall become effective upon such approval, as provided by the Act.

ATTACHMENT

Dated: October 18, 2017

EXHIBIT 1

ADOPTED
October 18, 2017

Resolution Regarding
Approval of Amendment #1 to the Purchase and Sale Agreement and Redevelopment Agreement with American Properties at Monmouth, LLC for Howard Commons in Eatontown

WHEREAS, on December 29, 2014, FMERA issued and publicly advertised a Request for Offers to Purchase (RFOTP) for Howard Commons, a 63-acre tract on Pinebrook Road in the Fort's Charles Wood Area, in connection with the planned redevelopment of Howard Commons in Eatontown; and

WHEREAS, American Properties at Monmouth, LLC (American Properties) received the highest score and submitted the highest price for their proposal for Howard Commons; and

WHEREAS, at the Authority's April 19, 2017, the Board approved a Purchase and Sale Agreement and Redevelopment Agreement (PSARA) with American Properties for Howard Commons where American Properties will pay \$5.9 million for the 63-acre property and the project will consist of approximately 251 residential units and up to 15,000 sf of retail space; and

WHEREAS, additional terms of the PSARA include closing will occur within 60 days of satisfaction of the conditions precedent, which include American Properties obtaining all approvals necessary to develop the project; receipt of the final remediation document from either the New Jersey Department of Environmental Protection or the purchaser's Licensed Site Remediation Professional; approval of Reuse Plan Amendment #8; and consent from the NJEDA Board of American Properties as the redeveloper; and

WHEREAS, the PSARA was executed on May 15, 2017 and American Properties subsequently began their due diligence investigations, which timeline was extended through October 13, 2017 by the Executive Director and which now requires additional testing for Howard Commons resulting in a further extension of the due diligence period for approximately sixty (60) days to allow for American Properties to further investigate site conditions; and

WHEREAS, FMERA staff recommends that the Board delegate to the Executive Director authority to extend the due diligence period beyond the sixty (60) day extension for two additional thirty (30) day extensions, if warranted, and

WHEREAS, FMERA and American Properties have continued negotiations in order to work through the conditions on Howard Commons and these negotiations have led to the 1st amendment to the PSARA with the following revisions to material terms: (1) renewal and extension of the Howard Commons due diligence period through or about December 13, 2017; (2) in the event that its due diligence investigations cause American Properties to determine that Howard Commons is not suitable for its intended use, American Properties shall have the ability to terminate the agreement; and

WHEREAS, all other terms of the PSARA as presented to the Committee and the Board will remain unchanged, the attached First Amendment to the PSARA is in substantially final form, and the final terms of the amendment will be subject to the approval of FMERA's Executive Director and the Attorney General's Office, and

WHEREAS, the Real Estate Committee has reviewed this amendment and recommends that it be forwarded to the Board for approval.

THEREFORE, BE IT RESOLVED THAT:

1. The Authority approves the First Amendment to the Purchase and Sale Agreement and Redevelopment Agreement with American Properties for Howard Commons in Eatontown, on terms substantially consistent to those set forth in the attached memorandum and with final terms acceptable to the Executive Director and the Attorney General's Office, and authorizes the Executive Director to execute the amendment and take any necessary actions to effectuate the First Amendment to Purchase and Sale Agreement and Redevelopment Agreement.

2. This resolution shall take effect immediately, but no action authorized herein shall have force and effect until 10 days, Saturdays, Sundays, and public holidays excepted, after a copy of the minutes of the Authority meeting at which this resolution was adopted has been delivered to the Governor of the State of New Jersey for his approval, unless during such 10-day period the Governor of the State of New Jersey shall approve the same, in which case such action shall become effective upon such approval, as provided by the Act.

ATTACHMENT

Dated: October 18, 2017

EXHIBIT 2

ADOPTED
October 18, 2017

Resolution Regarding
Approval to Make the Pulse Power Building and Building 2719 Available through the Offer to Purchase Process

WHEREAS, in accordance with Section 19:31C-2.5(a) of FMERA's Rules for the Sale of Real and Personal Property, "the Board shall review and approve a recommendation of the Director and FMERA [staff] to offer the property for sale through the offer to purchase process"; and

WHEREAS, the Pulse Power Building, also known as Building 2707, is a special purpose facility consisting of 15,690 sf of administrative office and 10,786 sf of dry lab and testing space located on the corner of Pearl Harbor Avenue and Pinebrook Road in Tinton Falls; and

WHEREAS, the Fort Monmouth Reuse & Redevelopment Plan (Reuse Plan) contemplates the building be reused for office and/or research & development use, however FMERA staff has not received interest in the Pulse Power building for continued R&D use and therefore staff believes the Pulse Power building and its outbuildings should be offered for either office/R&D or an alternate commercial use consistent with or complementing the planned uses in the area; and

WHEREAS, Building 2719 consists of 6,574 sf of administrative space and a 2,448 sf high-bay garage on a 15+ acre parcel located on Satellite Drive in Tinton Falls, and the property also includes Building 2704 which is slated for demolition; and

WHEREAS, while the Reuse Plan envisioned the demolition of Buildings 2704 and 2719 for passive open space, amendments to the Reuse Plan have substantially changed the land use plan for the Tinton Falls Reuse Area, and as a result Building 2719 is now accessible and its reuse for commercial purposes would be consistent with adjacent uses, and because any reuse of Building 2719 would require a Reuse Plan amendment or variance, a Request for Offer to Purchase will alert prospective purchasers of that requirement; and

WHEREAS, staff recommends proceeding with the offer to purchase process for Building 2719 rather than sealed bids as the Authority has received specific interest from multiple prospective purchasers in acquiring the property, and given the need for a Reuse Plan amendment, the required demolition of Building 2704, and the potential to expand or reconfigure the building area on this parcel, the offer to purchase process would allow for greater flexibility in selecting the scenario that would maximize the development potential and economic value of this property; and

WHEREAS, Building 2719 and the Pulse Power Building are situated only a few hundred feet apart, and will be connected via a new access drive running west to Pearl Harbor Avenue; accordingly, these two parcels could potentially be redeveloped in a coordinated fashion by one developer or user, and therefore staff recommends that the two Requests for Offer to

Purchase provide additional scoring consideration to proposers who offer to purchase and redevelop both properties; and

WHEREAS, the Real Estate Committee has reviewed and discussed making the Pulse Power building and Building 2719 available through the offer to purchase process and recommends it to the full Board of the Members for approval.

THEREFORE, BE IT RESOLVED THAT:

1. The Authority approves making the Pulse Power building and Building 2719 in Tinton Falls available through the offer to purchase process, as set forth in the attached memorandum.

2. The Authority authorizes the Executive Director to take all necessary actions to effectuate the issuance of the Requests for Offer to Purchase and the notice of availability for sale through the offer to purchase process.

3. This resolution shall take effect immediately, but no action authorized herein shall have force and effect until 10 days, Saturdays, Sundays, and public holidays excepted, after a copy of the minutes of the Authority meeting at which this resolution was adopted has been delivered to the Governor of the State of New Jersey for his approval, unless during such 10-day period the Governor of the State of New Jersey shall approve the same, in which case such action shall become effective upon such approval, as provided by the Act.

ATTACHMENT

Dated: October 18, 2017

EXHIBIT 3

MEMORANDUM

TO: Members of the Board

FROM: Bruce Steadman
Executive Director

DATE: December 6, 2017

SUBJECT: Monthly Status Report

Summary

The following are brief descriptions of the Fort Monmouth Economic Revitalization Authority (FMERA) staff's monthly activities which include an Update on Requests for Proposals (RFPs) and Other Contracts; Update on Requests for Offers to Purchase (RFOTPs); Update on Marketing Effort; and Action Items for Next Month.

Treasurer's Report**1. 2018 Budget**

FMERA staff presented the 2018 Budget to the Audit Committee at their November 28th meeting. Based on their review, the Audit Committee recommended that the 2018 Budget be submitted to the Board at its December 6, 2017 meeting.

2. Update on Phase 2 Financing

The Monmouth County Improvement Authority issued \$23,735,000 in subsequent taxable notes related to the financing of FMERA's 2016 purchase of the Phase 2 Economic Development Conveyance properties from the Army. The Notes were issued in two series: Series 2017A in the amount of \$16,735,000 with a term of two years and bearing interest at the rate of 2.50% per annum; and Series 2017B in the amount of \$7,000,000 with a two-year term but subject to an eighteen-month call with interest at 3.00% per annum. The notes are backed by a Monmouth County guaranty which resulted in the notes receiving the highest credit rating from the three rating agencies.

3. Loan from New Jersey Economic Development Authority

At tonight's meeting, FMERA is requesting that the Board authorize a credit facility with the EDA for up to \$5 million. The requested loan will be utilized to fund general working capital needs only. FMERA's long-term financial outlook is strong. As of 2019 and through the balance of FMERA's mission, our pro-forma shows that the Authority will remain cash flow positive, we will have adequate resources available to complete the Fort's redevelopment, including repayment of this EDA loan within two years, and satisfaction of our obligations with the MCIA.

Executive Director's Report

1. Update on RFPs and Contracts

The following is an update on RFPs and Contracts:

- Utilities: Work began last Monday on the Main Post water line extension project, and will continue for the next six to eight weeks. The eleven thousand linear foot water main extension will encompass a significant portion of the Main Post Historic District. Temporary road closures are in effect as the work progresses. Sanitary system work continues in its pre-construction phase, as RPM, in conjunction Two Rivers Water Reclamation Authority, moves toward installing a sanitary main from the Officer Housing area to the Two Rivers meter. In Charles Wood, we continue to hope that we will close with JCP&L very soon on the transfer of the substation.
- Suneagles Golf Course: An executed agreement with Martelli Development, LLC for the sale of the golf course is expected before year-end. This agreement also will turn over operation of the golf course to Martelli after a 30-day notice to Linx Golf Management. Our sincere thanks to Linx for 6+ years of successful golf course operations.

2. Update on RFOTPs

The following is a town-by-town summary of the status of our redevelopment projects.

In **Oceanport**, FMERA closed on the Fitness Center on September 26th, enabling Fort Partners, LLC, to renovate and expand the facility to emphasize basketball, fitness, and swimming programs, medically based fitness and wellness programs, and individualized and group training and classes, along with related and ancillary uses including a pro shop and health café. This marks FMERA's sixth closing in 2017. On August 16th, FMERA closed on a 13-acre parcel on Murphy Drive in Oceanport, where the Borough purchased the property for their new municipal complex. FMERA closed on the Russel Hall building and associated property on June 23rd. TetherView Property Management, LLC, a private cloud computing services company relocated from New York to the 40,000 square-foot former Garrison Headquarters building. The company has been occupying the building under a lease prior to the closing, and has already completed extensive renovations for new and current tenants. Russel Hall currently houses eight businesses. FMERA closed on the Main Post Chapel on February 27th, when Triumphant Life Assembly of God Church purchased the approximately 16,372 square foot building for use as a house of worship, and opened its doors in time for Easter Sunday services. FMERA also closed on the Officer Housing parcels on January 13th with RPM Development. The company is renovating the 117 historic housing units, creating 68 market-rate for sale units, and 48 rental units; twenty (20%) percent of the total units will be available to low- and moderate-income households. Rental units are expected to go on the market in early 2018.

Also in Oceanport, FMERA has executed contracts on 2 parcels:

- Dance Hall, a 16,000 square-foot former recreation building on Brewer Avenue, to AP Development Partners, for commercial and retail uses, including entertainment and restaurant purposes; and
- Building 501, an approximately 1.7-acre site identified for conveyance to Family Promise of Monmouth County via a Legally Binding Agreement (LBA). The finalized LBA, a supporting Administrative Letter and a Purchase and Sale Agreement with the company were approved by the Board at the September 20th meeting.

FMERA is in negotiations for the sale and redevelopment of the following 5 properties:

- Nurses Quarters, a 24-unit residential complex on Main Street adjacent to the former Patterson Army Hospital;
- the Marina, currently approved for exclusive negotiations with AP Development Partners, LLC, and currently operating as a marina/public boat ramp and restaurant;
- Squier Hall Complex, an approximately 31-acre site currently under negotiations with the sole bidder, where the RFOTP called for office/research, institutional/civic (including educational) and/or open space/recreation uses. The future developer will be required to retain Squier Hall, which is listed on the National Register of Historic Places;
- Lodging Area, a 15-acre site located on Parkers Creek currently under negotiations with the lead bidder, where the RFOTP called for medium density residential, institutional/civic and/or office/research & development uses; and
- Allison Hall, where FMERA is in negotiations with the sole compliant bidder for the 13-acre parcel which includes the reuse of the historic building, as well as retail, office/research & development and open space/recreation uses.

On March 8th, FMERA issued an RFOTP for Barker Circle, also in the historic district in Oceanport. The RFOTP sought proposals for the repurposing of all of the Barker Circle buildings for residential, office/research & development, institutional and/or health care related uses. FMERA indicated it would accept proposals that included alternate uses for the former Fire House and Kaplan Hall to include office/research & development, retail or other commercial uses, as well as a museum or arts center use in Kaplan Hall, as originally called for in the Reuse Plan. Proposals were due by June 2, 2017, and five proposals were received. An evaluation committee has evaluated the proposals and FMERA hopes to begin discussions with the lead bidder shortly.

FMERA intends to issue the following RFOTPs:

- The Commissary, the 53,700± sf former Army supermarket; and the Post Exchange (PX) complex, a series of four circa 1970 wood-frame buildings totaling 45,626± sf, along with Building 812, a 5,563± sf building constructed in 1941 for use by the Army Service Corps;
- The Warehouse District, consisting of three general purpose administrative buildings (Buildings 909, 910 and 911) constructed in 1943 and two circa 1954 warehouse buildings (975 and 976) totaling 77,589± sf; and The Post Office Area, including the 7,641± sf former Post Office (Building 1005), constructed in 1971; Tickets & Tours (Building 1010), a 2,600± sf building constructed in 1970; Building 800, a 14,964± sf administration and classroom building dating to 1942; and Building 801, the 9,267± sf recreation equipment checkout facility built in 1941. Parties bidding on the Commissary and PX and/or the Warehouse District will have the option of also bidding on the 1000 Area Parking parcel, a 6± acre lot that will provide off-street parking for the buildings that adjoin it. At tonight's Board meeting, staff will present a recommendation that the Board authorize FMERA to make the Commissary and PX complex, the Warehouse District and the Post Office Area available through the offer to purchase process.

In **Eatontown**, the Board approved a revised contract with Fort Monmouth Parcel B Redevelopment, LLC, for the expanded Parcel B property, which includes approximately 82 acres for a mixed-use town center along Route 35. The PSARA calls for the development of approximately 350,000 square feet of retail, 40,000 sf of office space, and 302 housing units.

Also in Eatontown, FMERA has executed contracts on 4 parcels:

- Howard Commons, where American Properties at Monmouth, LLC, plans to build up to 251 residential units on approximately 64 acres on Pinebrook Road. American Properties will first be responsible for demolishing the existing housing units on the property;
- Eatontown Barracks, 6 buildings on Semaphore Avenue on an approximately 4.4-acre parcel, where FMERA entered into a PSARA with Kenneth Schwartz for the development of a commercial arts-related project, including studio, performance and gallery space, as well as short-term residential units for artists;
- Suneagles Golf Course, where the Board approved a PSARA with Martelli Development, LLC, to maintain and upgrade the existing Golf Course, renovate historic Gibbs Hall, and construct 75 new housing units. Martelli will continue to operate the course in the interim so it can remain open to the public as the redevelopment progresses; and
- Bowling Center, the approximately 17,600 square foot, twenty lane bowling alley on Saltzman and Wilson Avenues, that the Board approved for sale and ground lease to Fort Monmouth B.E.C., LLC at its Special August Board meeting.

Staff is in discussions with the Borough of Eatontown for potential reuse of Building 1123, a former general office building at Saltzman and Wilson Avenues, by the Borough's Department of Public Works. Staff expects to present a recommendation to the Board at an upcoming meeting.

FMERA intends to issue the following RFOTPs:

- Expo Theater, an 18,883 sf entertainment facility built in 1968, previously used as a live theater and cinema; and Adjacent Properties, including Dean Field and portions of the M3, M5, and M8 landfills, as optional sub-parcels. At tonight's Board meeting, staff will present a recommendation that the Board authorize FMERA to make Expo Theater and Adjacent Properties available through the offer to purchase process.

In **Tinton Falls**, FMERA closed on Parcel F-3 on February 23rd. The Monmouth County Park System purchased the property to develop in conjunction with the adjacent Fort Monmouth Recreation Center and Swimming Pool. The former gas station and convenience store site, located along Hope Road, will allow the County to expand services and public open space amenities currently offered at the Recreation Center.

FMERA has executed contracts on another four projects in Tinton Falls:

- Parcels C and C1, with Lennar Corporation, approved for 288 residential units over the two parcels, and up to 58,000 square feet of retail development;
- Fabrications Shops (Pinebrook Road Commerce Center), 45,000 square feet of light industrial and flex office space buildings along Pinebrook Road for sale to Pinebrook Commerce Center, LLC, which is slated to close imminently;
- Pistol Range and Satellite Road Parcel, under contract to Kiely Realty Group for the reuse and upgrading of the former Pistol Range, and additional office and commercial uses on the combined approximately 5-acre parcel; and
- Recreation Center and Swimming Pool, under contract to the Monmouth County Park System, which is currently open to the public through a lease with the County.

FMERA is in negotiations with the lead bidder for a contract related to the sale and redevelopment of the Charles Wood Fire Station, an approximately 4-acre parcel along Corregidor Road in the Tinton Falls Reuse Area.

On June 26, the New Jersey Economic Development Authority (NJEDA) issued an invitation to bid on the abatement, demolition and site improvements for the former Myer Center and the adjacent building 2705. Bids were due on July 28th and 9 bids were received. NJEDA reviewed the submitted bids and has selected Tricon to provide remediation and demolition services. On September 20th, the Board approved a Purchase and Sale Agreement with NJEDA for the approximately 36-acre parcel, allowing work to begin by year-end.

FMERA intends to issue the following RFOTPs:

- Pulse Power, a special purpose facility consisting of 15,690 sf of administrative offices and 10,786 sf of dry lab and testing space, and Building 2719, consisting of 6,574 sf of administrative space and a 2,448 high-bay garage constructed in 2006. At the October 18th Board meeting, the Board authorized FMERA to make the Pulse Power Building and Building 2719 available through the offer to purchase process. Complete RFOTP details will be posted on our website, www.fortmonmouthnj.com

3. Marketing Update

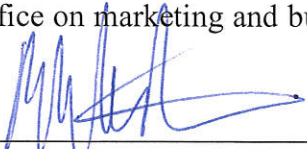
FMERA continues to work with the Riddle Team on lead generation and prospect sourcing, while increasing its online presence and outreach initiatives. Further refinement of the FMERA brand has allowed the team to implement several key changes to the FMERA website including: the addition of a comprehensive, online “Business Directory”; downloadable, up-to-date informational sheets highlighting Fort Monmouth’s available properties; and an online sign-up tool for our monthly newsletters and RFOTP mailing list. These online assets enhance our communication and interactions with interested parties, as well as with our stakeholders.

FMERA is also working to increase the visibility of its redevelopment efforts by participating in relevant industry events. Staff will be attending the International Council of Shopping Centers’ second-largest, annual conference on December 7th to share ideas and connect with retail, real estate professionals. Additionally, staff has submitted panel discussion proposals for both the International Economic Development Council’s (IEDC) 2018 Annual Meeting in Atlanta, Georgia, as well for the 2018 NJ Future Redevelopment Forum. Both IEDC and NJ Future Redevelopment Forum are well-attended by successful economic development practitioners and related industry professionals.

Please refer to our website, www.fortmonmouthnj.com, for more information and to sign up for our monthly digital newsletters.

4. Action Items for Next Month.

- Continued work with the N.J. Department of Environmental Protection and U.S. Army to identify and resolve environmental issues of concern
- Continued meetings and tours with interested prospective employers and investors
- Continued outreach to our stakeholders in the 3 host municipalities, the County and others
- Continued collaboration with the NJEDA Trenton Office on marketing and business development opportunities


Approved By: Bruce Steadman

Prepared by: Sarah Giberson

ADOPTED
December 6, 2017

Resolution Regarding
**Approval of Plan Amendment #9 Permitting Alternative Development Scenario in
Eatontown**

WHEREAS, the FMERA Act, P.L. 2010, c.51, in N.J.S.A. 52:27I-26(c), and the Land Use Rules, in N.J.A.C. 19:31C-3.27, authorize FMERA to amend the Reuse Plan from time to time as development progresses; and

WHEREAS, pursuant to the Land Use Rules, FMERA must transmit any proposed Reuse Plan amendment to the governing body of the three municipalities for a 45-day comment period and then consider any comments prior to the Board approving or disapproving the amendment; and

WHEREAS, the proposed Amendment #9, prepared by the Authority's contracted professional planner Phillips Preiss Grygiel, encompasses approximately 12 acres in the Eatontown Reuse Area, permitting a development scenario for the parcel that would result in the development of approximately 30,000 square feet of additional non-residential development, and as described in the attached memorandum; and

WHEREAS, in accordance with the FMERA Act and the Land Use Rules, the Board approved transmitting the proposed Reuse Plan Amendment #9 to the host municipalities at its September 20, 2017 meeting; and

WHEREAS, the 45-day comment period commenced on October 12, 2017; and

WHEREAS, the comment period expired on November 27, 2017 and correspondence was received from Eatontown, Oceanport and Tinton Falls; and

WHEREAS, FMERA staff reviewed the correspondence and provided responses to all comments to the Real Estate Committee; and

WHEREAS, the Real Estate Committee reviewed the Reuse Plan Amendment #9 and the responses to the comments from the three host municipalities, and recommends adoption of Amendment #9.

THEREFORE, BE IT RESOLVED THAT:

1. The Authority adopts the responses contained in the attached memorandum, to the comments from the Boroughs of Eatontown and Oceanport.
2. As expressed in the attached memorandum, the Authority approves Amendment #9 to the Fort Monmouth Reuse and Redevelopment Plan that would permit an alternative development scenario in the Eatontown Reuse Area.

3. This resolution shall take effect immediately, but no action authorized herein shall have force and effect until 10 days, Saturdays, Sundays, and public holidays excepted, after a copy of the minutes of the Authority meeting at which this resolution was adopted has been delivered to the Governor of the State of New Jersey for his approval, unless during such 10-day period the Governor of the State of New Jersey shall approve the same, in which case such action shall become effective upon such approval, as provided by the Act.

ATTACHMENT

Dated: December 6, 2017

EXHIBIT 1

MEMORANDUM

TO: Members of the Board

FROM: Bruce Steadman
Executive Director

RE: Approval of Proposed Plan Amendment #9 Permitting Additional Development Scenarios in Eatontown

DATE: December 6, 2017

Request

I am requesting that the Members of the Board approve the proposed Amendment #9 to the Fort Monmouth Reuse and Redevelopment Plan (Reuse Plan) that would permit alternative development scenarios in Eatontown.

Background

In 2008, the Fort Monmouth Reuse Plan was completed and accepted by the U.S. Department of Housing and Urban Development and the U.S. Department of Defense, and serves as the Plan for the redevelopment and revitalization of Fort Monmouth to be implemented by FMERA. FMERA's enabling legislation, P.L. 2010 c. 51 (the Act), the Land Use Rules subsequently adopted in 2013, N.J.A.C. 19:31C-3 et seq. (Land Use Rules), and the Reuse Plan contemplate that amendments to the Reuse Plan would be required from time to time. Specifically, the Act authorizes FMERA "to adopt, revise, adjust, and implement... any aspect of the plan."

Reuse Plan amendments allow FMERA to respond to opportunities that arise through the Request for Offers to Purchase (RFOTP) process. In accordance with the Act and the Land Use Rules, prior to approving an amendment to the Plan, the amendment must be transmitted to the governing body of each host municipality for a 45-day comment period, at the end of which each municipality may provide FMERA with a written report containing the municipality's recommendations. Staff will review the report from each host municipality and prepare a preliminary analysis with reasons for accepting or not accepting the recommendations. This report shall be presented to the Board for its consideration and approval.

Development Contemplated under the Reuse Plan

The Reuse Plan currently envisions the redevelopment of the Eatontown Reuse Area for approximately 1.96 million square feet of non-residential uses and 577 residential uses. The Reuse Plan included development of a conference hotel and golf course, a lifestyle mixed-use center/technology incubator campus and municipal complex, and expansive green space including the Suneagles golf course.

In August 2017, the FMERA Board approved the transmittal of proposed Amendment #8 to the host municipalities for their review. The proposed Amendment allows for the development of 206 low-density residential units and 52 medium-density residential units at the Howard Commons site in Eatontown, as well as clarifies and amends the bulk, area and use requirements in the Land Use Rules governing the Howard Commons site. The deadline for the Borough's review of the proposed Amendment #8 was October 9, 2017.

The Proposed Reuse Plan Amendment

The attached proposed Amendment #9 prepared by the Authority's planning consultant, Phillips Preiss Grygiel, LLC (PPG) encompasses approximately 12 acres of Fort Monmouth property in the Eatontown Reuse Area. The proposed Amendment maintains the Plan's land use concepts and plans while permitting development scenarios for the parcel that, if pursued, would result in the development of approximately 30,000 square feet of additional non-residential development on the Fort. This includes the reuse of six World War-II era barracks buildings, located just off of the Avenue of Memories on an approximately 4.2-acre parcel known as the Barracks Parcel, for commercial arts-related uses, including studio, performance and gallery space, as well as up to 12 short-term residential units for artists. In addition, the proposed Amendment allows for the reuse of an administrative building, known as Building 1123 located on an approximately 7.5-acre parcel on Avenue of Memories, by the Borough of Eatontown as a public works facility.

The Reuse Plan envisioned the demolition of all the buildings on the 12 acres addressed by the proposed Amendment and the preservation of the parcels as open space. Proposed Amendment #9 maintains Soldiers Park as open space, an approximately 1.5-acre park located on Saltzman Avenue/Avenue of Memories; the Park could also be used for outdoor exhibits or performance space. In addition, open space would be maintained adjacent to Wampum Brook, which runs through the 7.5-acre parcel containing Building 1123.

Staff recommends these changes as the highest and best use for the site based on the results of the Request for Offers to Purchase (RFOTP) for the Barracks parcel and the needs of the Borough.

Staff has reviewed the Amendment with regard to the criteria in the Land Use Rules, in N.J.A.C. 19:31C-3.27(c)5, for reviewing a proposed amendment and proposes the following conclusions:

1. This Amendment would not change the total number of residential units planned in Eatontown.
2. This Amendment affects only the Eatontown Reuse Area. As to those portions of the Eatontown Reuse Area not modified by this Amendment, the arts-related development at the Barracks Parcel will contribute to the creation of a vibrant, mixed-use community envisioned for the Eatontown reuse area at the Main Post, and the civic use of Building 1123 will provide a public service that will benefit all properties within Eatontown.
3. This Amendment would maintain the overarching land use concepts, objectives and principles of the Reuse Plan and addresses the relationship of the new uses at the subject parcels with the surrounding uses. Thus, the Reuse Plan would remain a rational coordinated land use plan.
4. This Amendment is consistent with the Authority's BRAC obligations and the existing Phase 2 Economic Development Conveyance (EDC) agreement with the Army by incorporating mixed-use development and public purpose uses envisioned in the Reuse Plan approved as part of the BRAC process.
5. The proposed Amendment includes changes to circulation envisioned in the Reuse Plan to improve access to the southern portion of the Eatontown area of the Fort. As indicated in the

Reuse Plan, impacts on the existing gas, electric, water, wastewater and telephone utilities are to be evaluated at site plan review for a specific project.

In accordance with the Act and the Land Use Rules, on September 20, 2017, the FMERA Board approved the transmittal of proposed Amendment #9 to the governing body of each municipality for a 45-day comment period. The municipalities received Amendment #9 on October 12, 2017, upon expiration of the Governor's 10-day veto period; the comment period ended on November 27, 2017. The correspondence received from Eatontown, Tinton Falls and Oceanport is attached.

The letter from the Tinton Falls Council President states that the Borough Council reviewed the amendment and has no comment.

Oceanport's correspondence states that Amendment #9 was reviewed by the Borough Planner, Borough Engineer, Environmental Commission, Police Department, First Aid, Fire Department and Office of Emergency Management. The Oceanport Borough Council passed a resolution on November 2, 2017, that included the concerns received from the Planning Board and the comments from the Borough Planner. The resolution stated that the Planning Board conducted a review of the proposed Amendment #9 on October 24, 2017, and "expressed concern that not enough information is provided for them to properly review and provide their comments, requests that more information be provided including where the amendment came from, why the amendment is taking place, what its purpose is and in writing." The Borough's contracted planning firm provided a review of Amendment #9. The review noted that the firm disagreed with the analysis of the short-term residential artist units as non-permanent residential uses, and what impact this has on the overall affordable housing plan for the Reuse Plan. The review noted that the Amendment does not identify the relocation site for the 5 acres of open space planned for the Barracks site, and whether the loss of this open space would affect the geothermal well fields adjacent to the parcel. The review noted that the Amendment does not provide a location for a proposed connector road linking Saltzman Avenue to Alexander Avenue, nor a traffic analysis that would demonstrate the impact of this circulation plan on the Oceanport circulation system.

Eatontown's correspondence states that Amendment #9 was reviewed by the Mayor, Council, and Planning Board, with comments also provided by the Borough Engineer and Borough Planner. The Eatontown Borough Council passed a resolution on November 1, 2017, recommending FMERA's Board approval of Amendment #9 subject to the comments of the Council, Borough Engineer and Borough Planner, and any comments that may arise from the Planning Board, as set forth via letter by the Borough Administrator. The Planning Board reviewed the proposed amendment at its November 6, 2017, meeting and had no additional comments. The Borough Planner raised concerns about the mechanism proposed for restricting the 12 short-term residential artist units and not result in the creation of 12 permanent housing units unrelated to commercial arts or for transient use, which would not be appropriate at this location.

Per FMERA's Land Use Rules, Authority staff must review reports from each municipality and provide a preliminary analysis of reasons for accepting or not accepting recommendations received from host municipalities. Staff has considered the concerns and recommendations made.

Staff proposed the following responses to the concerns raised: With regards to concerns raised by the Oceanport Planning Board, the Authority provided the proposed Amendment to the Borough on October 12, 2017, and the information about the purpose of the Amendment is included in the Amendment. With regards to concerns raised by the Oceanport Borough Planner, staff confirms that the short-term

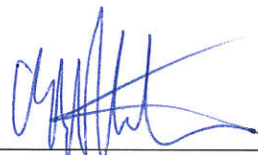
residential artist units will be subject to all applicable State laws; the restrictions placed on the units will not make them attractive or acceptable for permanent use by the general public. In response to the concerns raised about the relocation of the 5 acres of passive open planned for the Barracks site, staff notes that the open space lost due to the retention of the six buildings for commercial arts-related uses incorporate the Reuse Plan's goal of leveraging Fort assets; while the buildings are not considered historic, these will likely be the only buildings of their kind retained on the Fort. Staff is working on additional strategies to accommodate passive open and active open space within Eatontown, in accordance with the Board approved Suggested Implementation of Open Space Inventory for Redevelopment of Fort Monmouth (Open Space Memo). Finally, in response to the concerns related to the proposed connector road, staff notes that this potential street is conceptual only and would require review and approval by the appropriate municipal offices before dedication.

With regards to concerns raised by the Eatontown Borough Planner, staff will work with the selected redeveloper of the Barracks site to restrict the parcel for the stated short-term residential artist use via deed. The redeveloper will be subject to the restrictions on use pursuant to the Reuse Plan, as amended, as well as the restrictions incorporated in the Board-approved Purchase and Sale Agreement and Redevelopment Agreement (PSARA). Finally, the proposed Amendment #9 does not eliminate the site plan and Mandatory Conceptual Review processes required for the site, at which time both the Authority and the local planning board will have the opportunity to confirm the proposed use is compliant with the Reuse Plan, as amended.

After reviewing the comments of the host municipalities, FMERA staff recommends final Board approval of Amendment #9. The Real Estate Committee has reviewed the request and recommends Board approval.

Recommendation

In summary, I am requesting the Members of the Board approve the proposed Amendment #9 to the Reuse Plan that would permit alternative development scenarios in Eatontown.



Bruce Steadman
Executive Director

Attachments: Proposed Reuse Plan Amendment #9
Reports from Host Municipalities
Prepared by: Candice Valente

**Amendment #9 to the
*Fort Monmouth Reuse and Redevelopment Plan***

DRAFT

Prepared for:
The Fort Monmouth Economic Revitalization Authority

By:
Phillips Preiss Grygiel LLC
Planning and Real Estate Consultants
33-41 Newark Street
Hoboken, NJ 07030

September 2017

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I. Introduction and Planning Rationale

Pursuant to P.L.2010, c. 10 (N.J.S.A. 52:27I-18 et. seq.), the Fort Monmouth Economic Revitalization Authority ("FMERA") is considering amending the *Fort Monmouth Reuse and Redevelopment Plan* (the "*Reuse Plan*" and "Plan") to provide the option for alternative development scenarios on two parcels known as "The Barracks" and "±7.5 Acre Municipal Parcel", respectively, on the former Fort Monmouth property in the Borough of Eatontown, New Jersey ("Eatontown Reuse Area"). This amendment contemplates that the Barracks parcel would be reused for commercial arts-related uses, including studio, performance and gallery space, as well as up to 12 short-term residential units for artists. Additionally, Soldiers' Park could be used for outdoor art exhibition or performance space. Furthermore, if this amendment is pursued on The Barracks parcel a potential new street linking Saltzman Avenue with Alexander Avenue would be configured to add connectivity to the south of the site and reduce traffic on Wilson Avenue. On the ±7.5 Acre Municipal Parcel this amendment would permit a Department of Public Works (DPW) facility for the Borough of Eatontown, as well as open space around Wampum Brook. The DPW use would involve the maintenance of Building 1123 and the demolition of the other extant buildings.

This amendment does not purport to delete any provisions of the *Reuse Plan* but rather would supplement the Plan by proposing alternative development scenarios for the Subject Parcels. Under N.J.A.C. 19:31C-3.19(a)1, principal land uses permitted in the *Reuse Plan* are specifically permitted under the Land Use Rules, and under N.J.A.C. 19:31C-3.27(c)9, any departure from the Land Use Rules contained in a Plan amendment shall control. This amendment is incorporated into the Land Use Rules for the Reuse Area in a manner similar to an "overlay zone," whereby an alternative set of requirements are superimposed on the area allowing for alternative land use scenarios to be realized. With regard to the alternative land use scenarios, the overlay zoning provides alternative opportunities for development which do not apply unless the land is developed in accordance with the purposes for which the overlay zoning is adopted.

This amendment is consistent with the planning objectives and principles articulated in the *Reuse Plan* and will help to facilitate the fulfillment of one of the Authority's main objectives—specifically promoting, developing, encouraging, and maintaining economic development and the public welfare.

The Fort Monmouth *Reuse and Redevelopment Plan* involved years of careful consideration and study as well as an extensive effort to draw input from local residents, the three host municipalities and the County, State and Federal government. As such, this amendment does not change the underlying Plan vision for the Eatontown Reuse Area. Instead, it provides land use options that affords FMERA with the necessary flexibility to

respond to changed circumstances in a manner that does not compromise the overall *Reuse Plan* goals and objectives.

The following chapter describes the nature and scope of the amendment, while succeeding chapters discuss its relationship to the elements, objectives and planning principles of the *Reuse Plan*, as well as to FMERA's own directive, and to relevant State, County and municipal planning objectives.

II. Scope of Reuse Plan Amendment

The Fort Monmouth properties in Eatontown total approximately 454 acres and are divided into two development areas: the western section composed of approximately 235 acres in the existing Charles Wood Area, and the eastern section composed of 219 acres in the Main Post Area. The *Reuse Plan* envisions redevelopment of the Eatontown Reuse Area for approximately 1.96 million square feet of non-residential space and 577 residential units. Such development would include a conference hotel and golf course, a mixed-income housing neighborhood, a lifestyle mixed-use center/technology incubator campus and municipal complex, and expansive green space.

The Barracks

The Barracks is a ± 4.2 acre site located to the northeast of the County Motor Pool site. It is bounded on the north by Saltzman Avenue, on the east by a parking area associated with Building 563, on the south by Alexander Avenue, and on the west by Wilson Avenue. The Barracks parcel is currently improved with six buildings: Buildings 1102-1107, totaling $\pm 24,780$ square feet. These two-story wood frame buildings, which front on Semaphore Avenue, are World War II-era (circa 1942) barracks that were later converted to administrative and general-purpose space. The parcel also contains the ± 1.5 acre Soldiers' Park which contains two monuments. Semaphore Avenue separates Buildings 1102-1107 from Soldiers' Park. Approximately $\pm 7,000$ square feet of paved parking is located to the north of Building 1107 and approximately $\pm 7,000$ square feet is located in the northeastern portion of the parcel.

The Reuse Plan contemplates the demolition of Buildings 1102-1107 and the creation of a wetlands preservation park that would extend from Eatontown to Oceanport. The park would be joined with Soldiers' Park which would also be part of the wetlands preservation park.

This amendment would permit the reuse of Buildings 1102-1107 for commercial arts-related uses, including studio, performance and gallery space, as well as up to 12 short-term residential units for artists. Additionally, Soldiers' Park could be used for outdoor art exhibition or performance space. Furthermore, if this amendment is pursued on The Barracks parcel a potential new street linking Saltzman Avenue with Alexander Avenue would be configured in order to provide more connectivity south of the parcel and to reduce traffic on Wilson Avenue.

± 7.5 Acre Municipal Parcel: Eatontown DPW Site

The ± 7.5 Acre Municipal Parcel is located to the west of the Barracks. It is bounded to the north by the Avenue of Memories, to the south by Echo Avenue and to the

east by Wilson Avenue and a parcel associated with Vail Hall to the west. The parcel is currently improved with five buildings: Buildings 1108-1110 and 1123-1124, totaling ±18,882 square feet. Buildings 1108-1110 are former barracks built at the same time (i.e., 1942) and in the same two-story wood frame form and style as Buildings 1102-1107 in the Barracks parcel. Buildings 1108-1110 were also later converted to administrative and general-purpose space. Building 1123 is a ±5,400 square foot building that was used for administrative purposes by the Army. Building 1124 is a ±1,092 square foot former car wash. Wampum Brook crosses the property in an east-west direction.

The Reuse Plan contemplates the demolition of all the buildings on the parcel and the creation of a wetlands preservation park that would consist of The Barracks parcel, as well.

This amendment would permit a Department of Public Works (DPW) facility for the Borough of Eatontown, as well as open space around Wampum Brook. The civic/institutional use would involve the maintenance of Building 1123 and the demolition of the other extant buildings.

Both The Barracks and the ±7.5 acre Municipal Parcel (the "Subject Parcels") lie within the Route 35 Lifestyle/Tech Center development district as delineated in the Land Use Rules (N.J.A.C. 19:31C-3 et seq.). The Route 35 Lifestyle/Tech Center district is intended as a multi-use area, including retail, restaurants, entertainment venues, residences and other uses in a format that serves a pedestrian environment. Specifically, the permitted principal uses in the Route 35 Lifestyle/Tech Center district are medium density residential, office/research, institutional/civic, and open space/recreation.

Please see *Figure 1: Location of Amendment #9 in the Eatontown Reuse Area* which shows the location of this amendment in the context of the larger Eatontown Reuse Area. Please also see *Figure 2: Detailed View of Amendment #9 in the Eatontown Reuse Area* which focuses on the Subject Parcels.



FIGURE 2 FOR ENLARGEMENT OF SUBJECT PARCEL

5 FIGURE 1 | Location of AMENDMENT #9 in the Eatonville Reuse Area



6 FIGURE 2 | Detailed View of AMENDMENT #9 in the Eatontown Reuse Area

III. Relationship to Elements, Objectives and Principles of the *Reuse Plan* and FMERA Directive

Relationship to Reuse and Redevelopment Plan Elements

In considering the impacts of the *Reuse Plan* amendment, the following *Reuse Plan* elements were considered: land use and circulation, infrastructure, environmental issues, historic preservation and community impacts. The relationship between the amendment and these Plan elements are described below.

Land Use and Circulation

Total Non-Residential Square Footage Yield

This amendment would permit an additional $\pm 24,780$ square feet of commercial/retail uses on The Barracks parcel and an additional $\pm 5,400$ square feet of institutional uses on the ± 7.5 Acre Municipal Parcel than is contemplated in the *Reuse Plan*. All of this additional non-residential square footage would be in the reuse of extant Fort buildings.

Total Residential Development Yield

This amendment permits up to 12 units of artist living space. However, the housing tenancies would be limited to short-term rentals of up to six months and would not be considered permanent housing. As such, these 12 unit will not add to the total number of residential units contemplated in the *Reuse Plan* for the Eatontown Reuse Area.

Compatibility with Surrounding Land Uses

The uses contemplated in this amendment are compatible with the surrounding land uses. If the barracks buildings are reused for cultural uses its proximity and connection to Soldiers Park for exhibits and performances will be mutually beneficial. Additionally, the parcel would be compatible with the mix of retail, commercial and residential uses anticipated to be developed as part of the Eatontown Route 35 Lifestyle/Tech Center district to be located across Saltzman Avenue from Soldiers' Park.

If this amendment is pursued, the ± 7.5 Acre Municipal Parcel will be redeveloped for a Department of Public Works (DPW) facility to be used by the Borough of Eatontown. The facility will be located across Echo Avenue to the north of the County Motor Pool site, a similar type of use as the proposed DPW facility.

The Barracks parcel is separated from the other Fort properties to the north by Saltzman Avenue. The ± 7.5 Acre Municipal Parcel is separated from the Fort proper-

ties to the north by the Avenue of Memories. Both parcels are separated from each other by Wilson Avenue. Alexander Avenue separates The Barracks from future re-developed parcels to the south. Echo Avenue separates the ±7.5 Acre Municipal Parcel from the County Motor Pool site. To the extent that one is needed, these roadways provide a buffer with adjacent land uses.

Circulation

If this amendment is pursued on The Barracks parcel a potential new street linking Saltzman Avenue with Alexander Avenue would be configured to provide connectivity to the south of the parcel and reduce traffic on Wilson Avenue. The roadway configurations contemplated in this amendment are consistent with and would not otherwise compromise any of the "Transportation Circulation Improvement Goals" established in the Reuse Plan.

Open Space

The Reuse Plan envisioned that the entirety of both parcels, i.e., approximately ±11.9 acres, would be devoted to open space in a wetlands preservation park. This amendment would preserve ±1.5 acres of Soldiers Park as open space with the potential for use as exhibition and performance space. Additionally, portions of the ±7.5 Acre Municipal Parcel around Wampum Brook will be conserved as open space. That said, the decrease in land dedicated for open space in the *Reuse Plan* is compensated to some extent by its use for another public purpose (i.e., a DPW site).

Sustainability

This amendment would not preclude incorporation of any of the sustainability measures outlined in the Reuse Plan. Specifically, the amendment includes the reuse of extant buildings on the site and the preservation of open space and lands around Wampum Brook.

Infrastructure

As indicated in the Reuse Plan, impacts on the existing gas, electric, water, wastewater and telephone utilities servicing Fort Monmouth will have to be evaluated at site plan review for a specific project. This assessment is unaffected by the amendment.

Traffic

This amendment contemplates approximately ±30,000 more square feet of non-residential uses than was envisioned in the Reuse Plan. A detailed traffic analysis would be prepared as part of any site plan review related to the reuse and/or devel-

opment of these parcels. Any necessary traffic mitigation would be addressed at that time.

Environmental Issues

The amendment contemplates the preservation and protection of Wampum Brook and open space areas. It also involves the reuse of existing buildings.

Historic Preservation

None of the properties involved in this amendment is part of the Fort Monmouth Historic District nor is any listed on the State and National Registers of Historic Places. However, Buildings 1102-1107 are barrack buildings dating back to World War II. The Reuse Plan envisioned that these buildings would be demolished. Although these structures have been repurposed from their original design and structure, they represent a distinctive component of the Fort's history, i.e., World War II-era construction, and would serve as a reminder of that time in the Fort's history. As such, this amendment is anticipated to have a positive impact on the preservation of the Fort's historic resources.

Community Impacts and Affordable Housing

This amendment contemplates adding 12 units of artist housing. This housing will be for short-term rentals of up to six months. The housing will not create permanent residents on these parcels and is not anticipated to generate any school children. The intention of this amendment on The Barracks parcel is to recognize the important role that the arts can play in enriching the surrounding community while contributing to its economic development. The Barracks parcel and associated Soldiers Park could become a unique destination proximate to the vibrant, mixed-use community in the Eatontown Route 35 Lifestyle/Tech Center district.

The DPW use on the ±7.5 Acre Municipal Parcel would provide a community service use beneficial to residents and visitors of Eatontown.

Relationship to Objectives and Principles of the Reuse Plan

The amendment would fulfill the objectives and planning principles outlined in the *Reuse Plan*. Those planning objectives articulated in the *Reuse Plan* include the following:

- *Be consistent with State, County, and Municipal planning policies.* The amendment is consistent with State, County, and Municipal planning policies, as set forth in the ensuing chapter.
- *Focus on business retention and attraction, job replacement, and employee training.* This amendment does not preclude business retention and attraction, job re-

placement, and employee training. It will create construction jobs and the development of civic/institutional uses will also involve job creation/retention.

- *Be founded on market and economic analysis.* This amendment responds to the marketplace by permitting an alternative development scenario designed to attract school/institutional/admin and commercial/retail users that will reuse existing buildings in the Eatontown Reuse Area.
- *Leverage Fort assets (people, infrastructure, location).* The amendment affords FMERA with an opportunity to leverage existing assets within the Eatontown Reuse Area, specifically the adaptive reuse of existing buildings on both parcels. It would also provide a cultural exhibition space and housing for artists, as well as a needed municipal services use.
- *Be a green community model.* The amendment involves the protection of environmentally sensitive areas, including open space, watercourses, and habitats, and the reuse of existing buildings.

The amendment further advances a number of key planning principles from which the overall concepts in the *Reuse Plan* were devised:

Principle #1: Decreasing Density West to East & Creating Mixed-Use Live/Work/Leisure Centers. The amendment contemplates a mix of cultural uses and artist housing within existing buildings, and a municipal service use which is consistent with this principle.

Principle #2: Link centers & increase mobility with connected transit infrastructure serving the region and the Fort. This amendment is not incompatible with this principle to enhance walkability and reduce automobile dependence for short trips.

Principle #3: Enhance auto mobility and redevelopment capacity with targeted roadway infrastructure improvements. This amendment contemplates a potential new street linking Saltzman Avenue with Alexander Avenue which is a targeted roadway infrastructure improvement intended to enhance auto mobility and redevelopment capacity.

Principle #4: Combine open space, habitat, and water resources to establish a continuous Blue – Green belt. The amendment involves the protection of open space areas, including Soldiers' Park, as well as watercourses, and habitats related to the protection of Wampum Brook.

Principle #5: Utilize the Blue – Green belt as an armature for enhanced bicycle and pedestrian mobility throughout the Fort. With regard to this principle, the

Reuse Plan notes that redevelopment of the Fort should provide trails and open areas for use by the public as both a commuting option and an everyday amenity. The amendment conserves open space at Soldiers' Park and areas around Wampum Brook which could be used as an everyday amenity by Fort residents, tenants and visitors.

Principle #6: Remove Fort boundaries & extend existing land uses to reconnect the Fort to the communities. This principal states that creating a seamless land use integration between the community and the Fort is of primary importance, specifically to provide public access to the Fort's amenities. With regard to this principle, this amendment would create a unique cultural destination on The Barracks parcel that would be available to visitors in the community. Additionally, this amendment would provide a DPW use for the surrounding Eatontown community.

Principle #7: Leverage existing Fort Monmouth assets (People, Buildings, Technology, and Infrastructure). The amendment affords FMERA with an opportunity to leverage existing assets within the Eatontown Reuse Area, specifically the adaptive reuse of existing buildings on both parcels that are unique remnants of World War II. It would also provide a cultural exhibition space and housing for artists. The space devoted to artists is intended to recognize the important role the arts can play in enriching the surrounding community while contributing to its economic development.

In summary, the amendment is consistent with the *Reuse Plan* elements, objectives and planning principles.

Relationship to FMERA Directive

To implement the *Fort Monmouth Reuse and Redevelopment Plan*, the New Jersey State legislature empowered the Fort Monmouth Economic Revitalization Authority (FMERA) to adopt any modifications or amendments to the *Reuse Plan* and adopt development and design guidelines and land use regulations to implement the plan.

Pursuant to P.L.2010, c. 10 (N.J.S.A. 52:27I-18 et. seq.), FMERA's purpose is the following:

to oversee, administer, and implement the [Reuse Plan] as provided in this act, in a manner that will promote, develop, encourage, and maintain employment, commerce, economic development, and the public welfare; to conserve the natural resources of the State; to provide housing, including housing to address identified needs related to homelessness; and to advance the general prosperity and economic welfare of the people in the host municipalities, the county, and the entire State by cooperating and acting in conjunction

with other organizations, public and private, to promote and advance the economic use of the facilities located at Fort Monmouth.

This Reuse Plan amendment would advance both FMERA's stated purpose and the public welfare, by promoting economic development, advancing economic use of the facilities located at Fort Monmouth and conserving natural resources.

IV. Relationship to State, County and Municipal Planning Objectives

State Development and Redevelopment Plan (SDRP)

On March 1, 2001, the State Planning Commission readopted the State Development and Redevelopment Plan (SDRP). In the SDRP, the Eatontown Reuse Area is classified as Planning Area 1, Metropolitan Planning Area (PA-1). The SDRP defines Metropolitan Planning Areas as areas which "provide for much of the state's future redevelopment; revitalize cities and towns; promote growth in compact forms; stabilize older suburbs; redesign areas of sprawl; and protect the character of existing stable communities." The amendment is well-reconciled with the guiding policies and policy objectives of the adopted SDRP for the Planning Area 1, Metropolitan Planning Area.

Consistent with the goals for the PA-1, the amendment promotes the type of redevelopment needed to transform the Eatontown Reuse Area, currently largely unused and unproductive, into a vibrant, mixed-use community with compact development that will ensure efficient utilization of scarce land resources while also carefully protecting the character of surrounding communities. Also in accordance with the objectives for PA-1, the amendment allows for redevelopment in a location well served by existing transportation networks which is consistent with the plans for the Eatontown Reuse Area.

Eatontown Master Plan

Although the Reuse Plan and FMERA's land use rules supersede the municipal master plan, a review of the Eatontown Master Plan is included here for informational purposes. The Borough of Eatontown adopted its most recent Master Plan on July 23, 2007. The Master Plan incorporated the results and recommendations of planning studies that the Borough completed on the reuse of Fort Monmouth. Specifically, the Master Plan recommended the following for the Eatontown Reuse Area:

- The relocation of the Borough municipal complex from Broad Street into the Fort Monmouth Life Cycle Management Building (i.e., Building 1207- Mallette Hall).
- The reuse of land within the Fort as park and recreation land as recommended by the February 14, 2007 notice of public interest by Monmouth County for the conveyance of surplus property for park and recreation use. Three recreation parcels are located in Eatontown. These are the Husky Brook Lake and the football complex; Lefetra Creek, Parkers Creek and Mill Creek and the baseball/softball fields and bowling center; and the base golf course.
- The reuse and redevelopment of the Howard Commons Area of Fort Monmouth in accordance with the recommendations of the Howard Commons Reuse Study prepared February 2003 by Kise, Kolodner, and Straw. The recommended development scenario in the study would involve two phases. The first phase would

include demolition; construction of 57 age-restricted units, construction of 100,000 square feet of non-residential space, and 73 existing units retained as condominiums with reduced density and reduced number of bedrooms. The second phase would include 144 existing units retained as condominiums with reduced density and reduced number of bedrooms.

- The extension of Tinton Avenue (CR 537) as a through street across the Fort from Route 35 eastward to Oceanport.

In addition to the above recommendations, the Master Plan noted that the Borough and FMERPA (now FMERA) would need to coordinate its infrastructure plans for streets, sewerage, drainage, and utilities with the adjoining Borough systems to achieve a compatible plan and provide appropriate transition to the developed areas of the Borough and its infrastructure. The Land Use Plan designates all of the former Fort properties as the "Fort Monmouth Reuse Planning Area." The portions of the Eatontown Reuse Area which were part of the notice of public interest by Monmouth County for the conveyance of surplus property for park and recreation use were labeled with an overlay entitled "Proposed Fort Monmouth Park and Recreation Land." Finally, the Master Plan also noted that the impending closure of Fort Monmouth represented a great economic loss to Eatontown both in terms of jobs lost on the Fort, as well as within the Borough. The Plan estimates that 40 percent, or 1,861 of the 4,652 civilian jobs on the Fort were residents of Eatontown.

This amendment is not inconsistent with the proposed plans for this area of the Fort.

Eatontown Zoning

Although the development of the former Fort properties in Eatontown are governed by the Land Use Rules and design guidelines adopted by FMERA, as a point of information, the study area lies within the P-1 Public Land Zone under the Borough's current zone plan. Permitted uses in the P-1 zone "shall be those deemed appropriate by the Borough Council to include but not be limited to parks, playfields, playgrounds, recreation, administrative or utility buildings and installations, libraries, historical buildings, or other cultural or community centers, or other similar public uses, or deemed appropriate by the local or regional school district board to include public school or private school educational and administrative buildings and related uses and buildings."

This amendment is not inconsistent with the underlying permitted uses in the P-1 zone.

V. Conclusion

The subject amendment, referred to as Amendment #9 to the *Fort Monmouth Reuse and Redevelopment Plan*, maintains the land use concepts and plans articulated in the *Reuse Plan*. However, the amendment permits alternative development scenarios for the Eatontown Reuse Area.

This amendment is consistent with the objectives and principles in the *Reuse Plan*, as well as State, County and Municipal planning objectives. Furthermore, the amendment advances the public welfare, particularly with regard to encouraging economic development. Lastly, the amendment provides flexibility for FMERA to more effectively attract redevelopment in the Eatontown Reuse Area, thereby enabling it to fulfill its statutory mandate to advance the general prosperity and welfare of the people most impacted by the Fort's closure.



Borough of
Tinton Falls
New Jersey

COUNCIL MEMBER

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732-542-3400 EXT. 260
732-460-9115 FAX

November 27, 2017

Mr. Bruce Steadman
Executive Director
Fort Monmouth Economic Revitalization Authority
502 Brewer Avenue
Oceanport, NJ 07757

Re: Plan Amendment #9 Permitting Alternative Development Scenario in Eatontown

Dear Mr. Steadman:

The Borough Council of the Borough of Tinton Falls has received the draft proposed amendment #9. The governing body has reviewed this amendment and have no comments. The governing body concurs with the proposed "Plan Amendment #9 Permitting Alternative Development Scenario in Eatontown."

Please do not hesitate to contact me if I can be of any further assistance.

Sincerely,

Gary A. Baldwin, President
Tinton Falls Borough Council
gbaldwin@tintonfalls.com

cc: Elizabeth Perez, Interim Borough Administrator
Thomas Neff, Borough Engineer

October 26, 2017

RESOLUTION 223-2017

BOROUGH OF EATONTOWN
COUNTY OF MONMOUTH, STATE OF NEW JERSEY

RECOMMENDING THAT FMERA APPROVE AMENDMENT NO. 9 TO THE FORT MONMOUTH REUSE AND REDEVELOPMENT PLAN

WHEREAS, the Fort Monmouth Economic Revitalization Authority ("FMERA") has proposed Amendment No. 9 to the Fort Monmouth Reuse and Redevelopment Plan (the "Reuse Plan Amendment") for the area of Fort Monmouth known as the Barracks (the "Barracks Area") and a parcel designated as the Municipal Parcel; and

WHEREAS, the Reuse Plan originally permitted and envisioned the demolition of Buildings 1102-1107 and the creation of a wetlands preservation park that would extend from Eatontown to Oceanport in the Barracks Area and it envisioned the demolition of all the buildings in the Municipal Parcel and the creation of a wetlands preservation park that would be combined with the wetlands preservation park from the Barracks Area; and

WHEREAS the Reuse Plan Amendment is now proposing the reuse of Buildings 1102-1107 in the Barracks Area of Fort Monmouth for commercial arts-related uses, including studio, performance and gallery space, as well up to 12 short-term residential units for artists with Soldiers' Park being used for outdoor art exhibition of performance space; and a Eatontown Borough Public Works facility for the Borough of Eatontown with the maintenance of Building 1123 and the demolition of the other extant buildings for the Municipal Parcel; and

WHEREAS, the Reuse Plan Amendment is consistent with the objectives and principles outlined in the Reuse Plan; and

WHEREAS, the Mayor and Council of the Borough of Eatontown has reviewed the Reuse Plan Amendment and have the opportunity to consider it at a public meeting wherein it was provided recommendations from the Borough Engineer and Borough Planner and it thereafter concludes that it is in the best interests of the Borough of Eatontown that FMERA approve the Reuse Plan Amendment subject to the comments of the Borough Planner and any which may arise from the Borough Planning Board; and.

NOW, THEREFORE BE IT RESOLVED by the Borough Council of the Borough of Eatontown, County of Monmouth, State of New Jersey that the Borough Council hereby recommends FMERA approve Amendment No. 9 to the Fort Monmouth Reuse and Redevelopment Plan subject to the comments of the Borough Planner and any comments which may arise from the Borough Planning Board; and

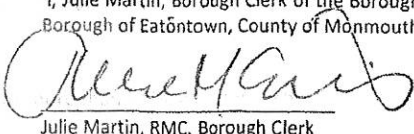
BE IT FURTHER RESOLVED THAT the Mayor and Council directs the Borough Administrator to send a letter to FMERA setting forth the concerns and comments of the Borough Council, Borough Engineer and Borough Planner; and

BE IT FURTHER RESOLVED, that a certified copy of the Resolution be provided to each of the following:
Bruce Steadman, Executive Director-Fort Monmouth Economic Revitalization Authority, Clerk, Borough of Tinton Falls, Clerk, Borough of Oceanport

voice vote	Offered	Second	Ayes	Nays	Abstain	Absent
Council President Talerico		X	X			
Councilman Regan	X		X			
Councilwoman Mazzella-Diedrichsen			X			
Councilwoman East			X			
Councilman Baginsky			X			
Councilwoman May			X			
Mayor Connelly						

CERTIFICATION

I, Julie Martin, Borough Clerk of the Borough of Eatontown, do hereby certify this to be a true and exact copy of a Resolution adopted by the Governing Body of the Borough of Eatontown, County of Monmouth, State of New Jersey at a meeting held this 1st day of November, 2017.



Julie Martin, RMC, Borough Clerk

Mayor
DENNIS J. CONNELLY
Council President
ANTHONY TALERICO, JR.
Council
MARK W. REGAN
VIRGINIA EAST
DONNA MAZZELLA-DIEDRICHSEN
ALBERT BAGINSKY
PATRICIA MAY



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GEORGE S. JACKSON
Borough Administrator

JULIE MARTIN
Borough Clerk

ANDREW BAYER
Borough Attorney

EDWARD HERRMAN
Borough Engineer

November 7, 2017

Bruce Steadman, Executive Director
Fort Monmouth Economic Revitalization Authority
PO Box 267
Oceanport, NJ 07757

RE: **PROPOSED AMENDMENT #9 TO FORT MONMOUTH
REUSE AND REDEVELOPMENT PLAN**

Dear Mr. Steadman:

The Mayor and Council of the Borough of Eatontown have had the opportunity to review the Draft Copy of the above entitled document which was provided to them by FMERA. Also, a copy of the amendment plan was forwarded to the Eatontown Planning Board for review and comment. At their Regular Meeting of November 1, 2017, the Eatontown Borough Council adopted a Resolution recommending the approval of Proposed Amendment #9 to Fort Monmouth Reuse and Redevelopment Plan. I have enclosed a copy of that Resolution for your review. Additionally, concerns and comments were expressed by Borough Engineer Edward Herrman and Borough Planner John Maczuga. I am including those comments/concerns in this letter for the FMERA's consideration.

CONCERNS OF BOROUGH PLANNER:

"Per your message below I have reviewed proposed amendment #9 and offer the comments below..

The proposed amendment related to the DPW site does not raise any planning and zoning issues. The proposed amendment to the Barracks site whereby an overlay would be created to allow additional uses i.e. "commercial arts-related uses, including studio, performance and gallery space, as well as up to 12 short-term residential units for artists." The amendment would also permit Soldiers Park to be used for outdoor art exhibitions or performances. If this development alternative is pursued a new road connecting Saltzman Ave. and Alexander Ave. across the site would also be constructed. Conceptually this "commercial arts-related uses" overlay does not raise any significant planning issues except as noted below.

RECORDED

Edward Herrman
Borough Engineer

It is unclear and unspecified by what mechanism(s) the 12 "short-term residential units for artists" will be both restricted to "artists" and limited to "short-term" stays i.e. "up to six months." Without some controls the concept could result in either permanent housing unrelated to "commercial arts" or year round transient use of the 12 units unrelated to the commercial arts. Neither of these scenarios would appear to be appropriate at this location. The plan amendment should address this issue."

COMMENTS OF BOROUGH ENGINEER:

"We have reviewed the Amendment #9 document and find that there are no engineering items to comment on. The purpose of this amendment is to allow more flexibility in the permitted uses on the subject properties."

The Borough of Eatontown Planning Board had an opportunity to review the proposed amendment. The board discussed this matter at their meeting on November 6, 2017. Zoning Officer/Board Secretary Erik Brachman advised today via email that, "The Eatontown Planning Board did review FMERA Amendment #9 to the Fort Monmouth Reuse and Redevelopment Plan at last night's meeting. The Planning Board has no comment."

If you have any questions on this matter please feel free to contact me at (732) 389-7621 or by email at admin@eatontownnj.com.

Respectfully submitted,



George S. Jackson
Borough Administrator

cc: Mayor & Council
Julie Martin, Borough Clerk
Andrew J. Bayer, Borough Attorney

Borough



**RESOLUTION OF THE BOROUGH OF OCEANPORT
THE FORT MONMOUTH REUSE PLAN AMENDMENT #9 AND THE
MUNICIPAL 45 DAY REVIEW PERIOD AND
FORMULATION OF THE BOROUGH RECOMMENDATIONS AND COMMENTS TO THE FORT
MONMOUTH ECONOMIC REVITALIZATION AUTHORITY**

**Resolution #2017-220
11-02-17**

WHEREAS, the decision to close Fort Monmouth was made per Federal BRAC legislation in September of 2005 and the Fort Monmouth Economic Revitalization Authority (FMERA) was created by the State of New Jersey (C52:271 et. seq.) to implement comprehensive conversion and revitalization of the Fort Monmouth Property; and

WHEREAS, the Fort Monmouth Redevelopment and Reuse Plan was adopted September 3, 2008 and as subsequently amended; and

WHEREAS, the statute provides for a 45-day municipal review period for comment and recommendations on amendments to the Fort Monmouth Reuse Plan by each of the three host communities. On October 12, 2017 the Borough Clerk received a request to review the Reuse Plan Amendment #9 for which review period shall end November 27, 2017; and

WHEREAS, the Borough of Oceanport has solicited comment on the Reuse Plan Amendment #9 from the Borough Planner, Borough Engineer, Environmental Commission, Police Department, First Aid, Fire Department and Office of Emergency Management in order to review the Amendment and consider its impact on the Borough and its residents, which comments are attached hereto and made a part hereof; and

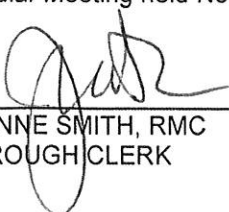
WHEREAS, the Planning Board of the Borough of Oceanport conducted a review of the Reuse Plan Amendment #9 on October 24, 2017 and expressed concern that not enough information is provided for them to properly review and provide their comments, requests that more information be provided including where the amendments came from, why the amendment is taking place, what its purpose is and in writing.

NOW THEREFORE BE IT RESOLVED by the Mayor and Council of the Borough of Oceanport that the municipality has performed its statutory duties as a host municipality concerning the review of the proposed Fort Monmouth Redevelopment and Reuse Plan Amendment #9 and provides the attached comments for the Fort Monmouth Economic Revitalization Authority Board's consideration

Motion: *Cooper* Second: *Trace*

ROLL CALL	YES	NO	ABSTAIN	ABSENT
Cooper	(<i>x</i>)	()	()	()
Gallo	(<i>x</i>)	()	()	()
Trace	(<i>x</i>)	()	()	()
Kahle	()	()	()	(<i>x</i>)
Proto	(<i>x</i>)	()	()	()
Solan	(<i>x</i>)	()	()	()
Coffey	()	()	()	()

I certify this to be a true copy of Resolution #2017-220 approved by the Oceanport Borough Council at the Regular Meeting held November 2, 2017.



JEANNE SMITH, RMC
BOROUGH CLERK

Albino

BOROUGH CLERK



MEMORANDUM

Clarke Caton Hintz

Architecture
Planning
Landscape Architecture

To: Mayor and Council
From: Elizabeth McManus, PP, AICP, LEED AP *EM*
Kendra Lelie, PP, AICP, LLA *KL*
Re: Amendment 9 to the Fort Monmouth Reuse and Redevelopment Plan
Date: October 26, 2017

100 Barrack Street
Trenton NJ 08608
clarkecatonhintz.com
Tel: 609 883 8383
Fax: 609 883 4044

As requested, the following reviews Amendment 9 to the *Fort Monmouth Reuse and Redevelopment Plan* (Reuse Plan).

The Fort Monmouth Economic Revitalization Planning Authority (FMERPA) adopted the Reuse Plan to guide the redevelopment of the Fort Monmouth Army Base. While there have been multiple amendments, the original Reuse Plan calls for the Oceanport Reuse Area (Reuse Area) to be redeveloped with approximately 1.75 million square feet of non-residential space and 720 residential units. Such development would include: a high-tech/green industry cluster, education/ medical campus, a neighborhood center, a boutique hotel and spa and expansive green space, including the historic Parade Ground.

The following considers the details of this Amendment and its applicability to components of the Reuse Plan and the *From Fort to Village Plan*, which is incorporated into the Borough's Master Plan.

Amendment 9 Description

Philip Caton, FAICP
John Hatch, FAIA
George Hibbs, AIA
Brian Slauch, AICP
Michael Sullivan, AICP

This amendment creates an *overlay* alternative development scenario for the Barracks Parcel and the 7.5-acre Municipal Parcel located in the eastern section of the Eatontown Reuse Area (Main Post Area) within the Route 35 Lifestyle/Technology Center Development District. This development district is intended as a multi-use area, including retail, restaurants, entertainment venues, residences and other uses in a format that serves a pedestrian environment. Permitted principal uses in the Route 35 Lifestyle/Technology Center district include medium density residential, office/research, institutional/civic, and open space/recreation.

Emeriti.
John Clarke, FAIA
Carl Hintz, AICP, ASLA
John Clarke, FAIA

The Barracks Parcel is located on the southeast side of the Saltzman Avenue and Wilson Avenue intersection and adjacent to the western boundary of Oceanport Borough. The parcel is currently improved with six (6) buildings totaling 24,780 square feet. The parcel

Philip Caton

Elizabeth McManus



AMENDMENT 9 TO THE FORT MONMOUTH REUSE AND REDEVELOPMENT PLAN

Clarke Caton Hintz

is 4.2 acres and is within the open space district in the Eatontown Route 35 Area. The parcel also includes an existing 1.5-acre park known as Soldier's Park which contains two monuments. The Reuse Plan identifies this parcel as part of the wetland preservation park which would require the demolition of the existing barrack buildings.

This amendment proposes to have an alternative overlay option that retains the existing buildings and reuse them for mixed-uses including commercial arts-related uses, including studio, performance and gallery space and for 12 residential artist units that would be rented on a short-term basis. If this option is executed, the amendment speaks to the implementation of a new road connection linking Saltzman Avenue and Alexander Avenue to reduce traffic on Wilson Avenue.

The 7.5-acre Municipal Parcel is located on the southwest side of the Avenue of Memories and Wilson Avenue intersection. The parcel is currently improved with five (5) buildings totaling 25,374 square feet. The parcel is 7.5 acres and is within the open space district in the Eatontown Route 35 Area. The Reuse Plan identifies this parcel as part of the wetland preservation park which would require the demolition of the existing buildings.

This amendment proposes the demolition of all but one building, which will be available for the Borough of Eatontown Department of Public Works facility. The amendment also contemplates preserving the open space area surrounding Wampum Brook, which appears to equate for approximately 1/3 of the parcel.

Reuse Plan Applicability

Land Use

Mixed-Use Development. The amendment would permit approximately 24,780 square feet for mixed uses including 12 residential units and commercial artist related uses. In addition, approximately 5,400 square feet will be devoted to an institutional use on the Municipal Parcel. While the amendment description indicates that the residential component is not considered permanent housing due to its temporary short-term rental nature, we respectfully disagree with this analysis. Regardless of the nature of tenancy, up to 12 new residential units are being proposed which will accommodate additional residents to this section of the Eatontown Route 35 which was not previously contemplated. The Township may want to request additional information regarding the units including the number of bedrooms per unit and how it impacts the affordable housing component of the plan.



AMENDMENT 9 TO THE FORT MONMOUTH REUSE AND REDEVELOPMENT PLAN

Clarke Caton Hintz

Open Space. While the 1.5-acre Soldier's Park will remain, approximately 5 acres of land which was designated as wetland preserve park area will be replaced with mixed uses within the existing barracks buildings located on the Barracks Parcel. It appears the original intent to designate these parcels, especially the Barracks Parcel as open space is attributed to the adjacency of the parcel to the existing geothermal well fields. The Reuse Plan indicates that the geothermal well fields will be reused and the open space surrounding the fields would be reforested. The amendment does not mention the relocation of the 5 acres of open space elsewhere within the Eatontown Route 35 Area. The Township may want to request additional information regarding the impact this amendment proposal, specifically the reduction in 5 acres of open space directly adjacent to the geothermal well fields, would have on the operation of the geothermal well fields.

Circulation/Traffic

As indicated this amendment contemplates the addition of a roadway connection on the Barracks Parcel providing a link between Saltzman Avenue and Alexander Avenue to alleviate traffic on Wilson Avenue. The amendment does not provide the proposed location of this connector road. The Township may want to request a concept plan to understand impact to the Oceanport circulation system as the Barracks Parcel is directly adjacent the Oceanport western border. The amendment does require a detailed traffic analysis as part of any site plan review related to the reuse and/or development of the subject parcels. The Township may want to consider requesting a traffic analysis as part of the amendment request due to the amount of new development proposed for two parcels that were to be designated as open space.

Affordable Housing

The amendment includes the development of 12 residential units. There is no mention whether the units will be affordable or the impact to the overall affordable housing plan for the Reuse Plan.

Open Space/Environment

As indicated, approximately 5 acres of proposed reforested open space designated as wetland preserve will be removed as part of this amendment proposal. The amendment does not address whether the 5 acres will be re-designated elsewhere in the Reuse Plan area. In addition, the open space removed is part of an overall 125-acre network of open space and environmental resource preservation plan. The amendment does not address how the removal impacts that overall open space and environmental network. It does appear that the removal of the 5 acres of open space does not affect the proposed multi-



AMENDMENT 9 TO THE FORT MONMOUTH REUSE AND REDEVELOPMENT PLAN

Clarke Caton Hintz

purpose trail proposed that traverses through the open space network. The Township may want to request additional information regarding the impact to the overall open space network associated with the amendment proposal.

Fort to Village Plan Applicability

The *Fort to Village Plan* was incorporated as an amendment into the Borough's Master Plan. While the *Fort to Village Plan* applies to the Oceanport Reuse Area and not the Eatontown Reuse Area, the Patterson Medical Office Concept Plan as incorporated into the *Fort to Village Plan* calls for 25-30 acres of open space that links directly to the Barracks Parcel. The removal of 5 acres of open space as wetland preservation park may have an impact on the overall open space network for the Reuse area and as such, the Township may want to request how the removal of the 5 acres from the Barracks Parcel impacts the entire network.

Conclusion

The amendment proposes over 30,000 square feet of mixed use development in an area that was originally designated as open space for a wetland preservation park. The amendment seems to be deficient in impact details and the Township may want to request additional impact information on the following items:

- Circulation changes;
- Traffic impact;
- Affordable housing components and impact; and
- Open space and environmental impacts.

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ADOPTED
December 6, 2017

Resolution Regarding
2018 Budget

WHEREAS, the Legislature enacted the Fort Monmouth Economic Revitalization Authority Act (Act), P.L. 2010, c. 51, to create the Fort Monmouth Economic Revitalization Authority (FMERA or Authority); and

WHEREAS, the 2018 Budget includes an Economic Development Conveyance (EDC) Budget, representing the projected 2018 sales and financial activity under the approved Phase 1 and Phase 2 EDC Agreements; and

WHEREAS, the 2018 Budget summary illustrates the Budget based on the 2018 projected parcel sales with thirteen parcels projected to be sold with net earnings from the parcel sales. The Land Costs for the parcel sales include payments on Notes to Monmouth County, the Working Capital Loan to the New Jersey Economic Development Authority, the US Army, the Homeless Accommodation under the terms of the EDC Agreement, and Sales Commissions as described in the attached memorandum; and

WHEREAS, the Audit Committee reviewed the 2018 Budget and recommends it to the Authority for approval.

THEREFORE, BE IT RESOLVED THAT:

1. The Authority approves the 2018 Budget, as described in the attached memorandum.
2. This resolution shall take effect immediately, but no action authorized herein shall have force and effect until 10 days, Saturdays, Sundays, and public holidays excepted, after a copy of the minutes of the Authority meeting at which this resolution was adopted has been delivered to the Governor of the State of New Jersey for his approval, unless during such 10-day period the Governor of the State of New Jersey shall approve the same, in which case such action shall become effective upon such approval, as provided by the Act.

ATTACHMENT

Dated: December 6, 2017

EXHIBIT 2

MEMORANDUM

TO: Members of the Board

FROM: Bruce Steadman, Executive Director

DATE: December 6, 2017

RE: 2018 Budget

The Draft 2018 Budget is enclosed for your review and consideration. FMERA staff has collaborated in the development of a Budget which supports and enhances FMERA's Mission to *create an atmosphere in which employers will employ and investors will invest, to maximize the jobs created and the value of the property*. The Budget is also intended to expand the Authority's sources of funding while continuing to control costs and direct spending to maximize the benefits derived.

The Draft 2018 Budget illustrates the Authority's progress in implementing the approved Phase 1 and Phase 2 Economic Development Conveyance (EDC) Agreements and embarking on the economic redevelopment of the former Fort property. This year's budget includes the EDC Budget, representing the projected 2018 financial activity under the approved Phase 1 and Phase 2 EDC Agreements.

The Draft 2018 Budget Summary illustrates the Budget based on the 2018 projected parcel sales. Thirteen parcels are projected to be sold for \$30,289,000. The projected Net Earnings from the parcel sales are \$10,021,613. The Land Costs for the parcel sales total \$20,267,387 and consist of \$1,903,182 in payments on Notes Payable due to Monmouth County, \$578,018 in payments on the Working Capital Loan due to the New Jersey Economic Development Authority (EDA), \$13,814,780 in payments to the Army, \$2,386,867 to the Homeless Accommodation under the terms of the EDC Agreement and Sales Commissions of \$1,584,540.

Operating income of \$116,000 represents the amount received under the Golf Course Operating Agreement and income for the use of the Authority's cell tower. Non-Operating Revenue of \$77,000 consists of the following: Miscellaneous Revenue of \$75,000 represents projected proceeds from the auctions of personal property transferred from the Army to the Authority and interest from cash in the amount of \$2,000. A Working Capital Loan of up to \$3,200,000 will be available, if and as needed, subject to consent from the Monmouth County Improvement Authority (The total amount of the loan is \$5,000,000 of which \$1,800,000 is expected to be drawn in December 2017. The \$1,800,000 will be secured by a mortgage on the Phase 1 parcels) This loan from EDA is for general working capital purposes.

FMERA's 2018 proposed Budget's General and Administrative expenses of \$275,000, represents general office operating expenses and utilities, and Direct Office expenses of \$1,553,500 represents the salary and fringe of FMERA employees. Program Costs of \$4,139,500 are slightly lower than the 2017 Budget. FMERA has closed on 6 properties in 2017 which has resulted in a reduction in carrying costs on the

property. Carrying costs mainly consist of property maintenance, utilities and insurance. Interest expense on Notes Payable of \$628,375 represents the 2018 interest on the subsequent notes issued relating to the financing of FMERA's 2016 purchase of the Phase 2 EDC properties from the Army. Interest expense on the Working Capital Loan of \$36,000 represents the estimated 2018 interest on the working capital loan from EDA.

The Authority's 2018 proposed Capital Budget calls for outlays totaling \$2,525,000, comprised of: Short-Term Capital Projects that include Infrastructure and Other improvement costs on properties transferred to the Authority; and Long-Term Capital Projects that include Infrastructure and Demolition & Renovations. The Long-Term Capital Projects will be financed out of the Authority's cash reserves per the EDC Agreement, however, no more than 25% of the total cash reserve will be used in 2018 for these projects.

The Audit Committee has reviewed the budget and recommends Board approval of the draft 2018 Budget.

Recommendation

In summary, I am requesting the Members of the Board approve the Authority's 2018 Budget.



Bruce Steadman

ATTACHMENT

Prepared by: Jennifer Lepore

**Fort Monmouth Economic Revitalization Authority
2018 Budget**

Operational Budget

	2018	
	Budget	
Operating Revenue		
Property Sales	30,289,000	
Less Land Costs (payments to Army, Notes Payable, Working Capital Loan Payable, Homeless Fund & Broker Commissions)	(20,267,387)	
Operating Income	<u>116,000</u>	
Total Operating Revenue		10,137,613
Non Operating Revenue*		
Interest from Cash	2,000	
Miscellaneous Revenue	<u>75,000</u>	
Total Non Operating Revenue		<u>77,000</u>
Total Revenue		<u>10,214,613</u>
Administrative Expenses		
Direct Office Support	1,553,500	
General and Administrative	<u>275,000</u>	
Total Administrative Expenses		1,828,500
Costs		
Program Costs	4,139,500	
Interest Expense on Notes Payable	628,375	
Interest Expense on Working Capital Loan	<u>36,000</u>	
Total Costs		<u>4,803,875</u>
Total Expenses & Costs		<u>6,632,375</u>
Excess of Revenue Over Expenses Before Before Short-Term Capital Projects		<u>\$ 3,582,238</u>
Short-Term Capital Projects		
Infrastructure	1,525,000	
Demolition	300,000	
Other	<u>100,000</u>	
Total Short-Term Capital Projects		<u>\$ 1,925,000</u>
Contribution to Cash Reserves		<u>\$ 500,000</u>
Excess of Revenue Over Expenses After Contribution to Cash Reserves		<u><u>\$ 1,157,238</u></u>

* A working capital loan of \$3.2 million will be available if and as needed (subject to MCIA consent).

FMERA anticipates that cash on hand at December 31, 2017, excluding the Homeless Fund, will be approximately \$3 million.

Long-term Capital Projects financed out of cash reserves. No more than 25% of total cash reserves will be used for Long-Term Capital Projects per year.

ADOPTED
December 6, 2017

Resolution Regarding
Loan from New Jersey Economic Development Authority

WHEREAS, the Legislature enacted the Fort Monmouth Economic Revitalization Authority Act (Act), P.L. 2010, c. 51, to create the Fort Monmouth Economic Revitalization Authority (FMERA or Authority); and

WHEREAS, the New Jersey Economic Development Authority (NJEDA) is an independent State authority that serves as the State's bank for business by financing small and mid-sized businesses and under the FMERA Act, the EDA may assist the Authority by providing loans to fund approved budgets, and

WHEREAS, the Authority has requested a loan for up to \$5 million from the NJEDA which will have an interest rate of the greater of five-year US Treasury or 2% fixed at closing with a 60-month term and a 12 month draw period as described in the attached memorandum; and

WHEREAS, the requested loan will be utilized to fund general working capital needs which will be comprised primarily of salaries, general and administrative expenses, and program costs (which consist of professional services, property maintenance, and utilities); and

WHEREAS, FMERA has been selling properties over the past four years, however, the timing and closing of these sales has taken longer than anticipated and created the demand for the loan and additionally, as of July 1, 2017 the Office of Economic Adjustment (OEA) grant is no longer available, and the NJEDA loan will become available at closing with the anticipated first draw in December 2017 and FMERA estimates a total draw of \$1.8 million on the loan with the remainder available for emergency purposes; and

WHEREAS, FMERA requested the flexibility to borrow up to \$1.8 million secured only by Phase 1 properties as this does not require consent from the Monmouth County Improvement Authority (MCIA) and after deducting amounts due to the Army, commissions and Homeless Trust, including \$2 million annual set aside in 2018 and 2019 for permanent supportive housing requirements from Phase 1 parcel sales proceeds, FMERA proposes to pay EDA as described in the attached memorandum; and

WHEREAS, FMERA requested the flexibility to draw the remaining \$3.2 million on the loan for emergency purposes in exchange for a second mortgage on Phase 2 properties, and such a second mortgage on Phase 2 properties would require consent from the MCIA; and

WHEREAS, FMERA's long-term financial outlook is strong and as of 2019 and through the balance of FMERA's mission, the pro-forma shows that the Authority will remain cash flow positive, and have adequate resources available to complete the Fort's redevelopment, including

repayment of this EDA loan and satisfaction of its obligations to the MCIA; and

WHEREAS, the Audit Committee reviewed the terms of the credit facility for up to \$5 million and recommends it to the Authority for approval.

THEREFORE, BE IT RESOLVED THAT:

1. The Authority approves the terms of the credit facility for up to \$5 million, as described in the attached memorandum.

2. This resolution shall take effect immediately, but no action authorized herein shall have force and effect until 10 days, Saturdays, Sundays, and public holidays excepted, after a copy of the minutes of the Authority meeting at which this resolution was adopted has been delivered to the Governor of the State of New Jersey for his approval, unless during such 10-day period the Governor of the State of New Jersey shall approve the same, in which case such action shall become effective upon such approval, as provided by the Act.

ATTACHMENT

Dated: December 6, 2017

EXHIBIT 3

MEMORANDUM

TO: Members of the Board

FROM: Bruce Steadman
Executive Director

RE: Loan from New Jersey Economic Development Authority

DATE: December 6, 2017

Request

I am requesting that the Members authorize a credit facility for up to \$5 million (“loan”) from the New Jersey Economic Development Authority (“EDA”) for general working capital purposes. The loan will have an interest rate of the greater of the five-year US Treasury or 2% fixed at closing with a 60-month term and a 12-month draw period. Nevertheless, it is staff’s intention to fully amortize the loan within two (2) years from initial draw. Monthly payments of interest will be due on the loan with all outstanding principal and interest due upon maturity. The loan will have an initial maximum borrowing amount of \$1.8 million which will be secured by a mortgage on the Fort Monmouth Economic Revitalization Authority’s (“FMERA”) interest in Phase 1 parcels that are not subject to sale agreements plus an assignment of net proceeds on other Phase 1 parcels that are under contract or out for signature. Any amount borrowed above \$1.8 million will have the additional security of a second mortgage on Phase 2 properties behind the Monmouth County Improvement Authority (“MCIA”) (subject to MCIA consent). I am also requesting that the Members delegate to the Executive Director authority to execute any related financing documents required by EDA in connection with the loan.

Background

The EDA is an independent State authority that serves as the State’s “bank for business” by financing small and mid-sized businesses, administering tax incentives to retain and grow jobs, revitalizing communities through redevelopment initiatives, and supporting entrepreneurial development by providing access to training and mentoring programs. Under the FMERA Act, the EDA may assist the Authority by providing loans to fund approved budgets. The EDA Board approved the \$5 million credit facility at their November 14, 2017 meeting, subject to FMERA’s Board’s approval.

The requested loan will be utilized to fund general working capital needs which will be comprised primarily of salaries, general and administrative expenses, and program costs (which consist of professional services, property maintenance, utilities). FMERA has been selling properties over



the past four years, however, the timing and closing of these sales has taken longer than anticipated and created the demand for the loan. Additionally, as of July 1, 2017 Office of Economic Adjustment grants are no longer available as a source of operating funds which result in salaries and other expenses to be funded solely by the operations of FMERA. The loan will be available at closing with anticipated first draw in December of 2017. FMERA estimates a total draw of \$3.2 million on the loan with the remainder available for emergency purposes.

FMERA requested the flexibility to borrow up to \$1.8 million secured only by Phase 1 properties as this does not require consent from MCIA. After deducting amounts due the Army, commissions and Homeless Trust, including \$2 million annual set aside in 2018 and 2019 for permanent supportive housing requirements from Phase 1 parcel sales proceeds, FMERA proposes to pay EDA 20% of net Phase 1 sale proceeds (amounting to \$578,018 in 2018 and \$1,247,704 in 2019), which is expected to be at least equal to the \$1.8 million advance amount. Phase 1 parcels expected to be sold in 2018 and 2019 have an estimated aggregate value of \$46 million with net proceeds to FMERA of \$9.128 million. Subject to MCIA consent, the principal on the proposed loan (once more than \$1.8 million has been borrowed) will also have as repayment source a portion of FMERA's net sales proceeds of Phase 2 properties on an annual basis, as follows: Commencing after December 31, 2017, after 25% of net land sale proceeds have been placed into escrow to amortize MCIA's loan to FMERA, and annually after net cash flow of \$3 million is available to FMERA, an amount equal to 20% of any remaining proceeds would be paid to EDA (projected figures for 2019 and 2020 are \$3 million and \$0.4 million, respectively). FMERA anticipates repayment of the EDA loan by 2020 if fully drawn.

FMERA's long-term financial outlook is strong. As of 2019 and through the balance of FMERA's mission, our pro-forma shows that the Authority will remain cash flow positive, we will have adequate resources available to complete the Fort's redevelopment, including repayment of this EDA loan and satisfaction of our obligations with the MCIA.

The Audit Committee met on November 8, 2017 and reviewed the terms of the credit facility for up to \$5 million and recommended that it be presented to the Board for approval.

Recommendation

In summary, I am requesting that the Board authorize a credit facility for up to \$5 million from the New Jersey Economic Development Authority for general working capital purposes and delegate to the Executive Director authority to execute any related financing documents required by EDA in connection with the loan.



Bruce Steadman
Executive Director

Prepared by: Jennifer Lepore & David E. Nuse

**ADOPTED
December 6, 2017**

Resolution Regarding
**Approval to Make the Commissary and PX, Warehouse District, Post Office Area and 1000 Area
Parking Available through the Offer to Purchase Process**

WHEREAS, in accordance with Section 19:31C-2.5(a) of FMERA's Rules for the Sale of Real and Personal Property, "the Board shall review and approve a recommendation of the Director and FMERA [staff] to offer the property for sale through the offer to purchase process"; and

WHEREAS, the Commissary, also known as Building 1007 in Oceanport, totaling 53,700sf is one of the newer buildings on the Fort, having been completed in 1998; and

WHEREAS, the Fort Monmouth Reuse & Redevelopment Plan (Reuse Plan) contemplates the building be reused as a future retail building that could serve the residential and commercial occupants of the Oceanport Education/Mixed Use neighborhood, however due to the location and the frontage of the building it is unlikely to attract a significant retail user; and

WHEREAS, the Post Exchange (PX) is a series of four circa 1970 wood-frame buildings totaling 45,626sf, along with Building 812 totaling 5,563sf and located in Oceanport; and

WHEREAS, FMERA staff has received renewed interest in the Commissary and the PX for reuse as office/R&D space, active recreation or other commercial uses; and

WHEREAS, while Reuse Plan Amendment #2 envisions the demolition of both the PX and Building 812 for future low-and medium-density housing, along with ancillary open space, staff notes that several factors that were not anticipated at the time of the adoption of Amendment #2 have combined to re-shape the configuration of the Oceanport Education/Mixed-Use Neighborhood development district, such that office/R&D space, active recreation or other commercial uses now constitute the property's highest and best use, which alternative uses would require a further Reuse Plan amendment or variance; and

WHEREAS, the Warehouse District, consisting of three general purpose administrative buildings, Buildings 909, 910, and 911 and two warehouse buildings, Buildings 975 and 976 totaling 77,589sf, is located in Oceanport and all five buildings are contemplated for demolition in the Reuse Plan and Plan Amendment #2, to be replaced by new housing; and

WHEREAS, staff recommends that the Warehouse District property should be offered for commercial, active recreation or office/R&D use rather than residential use, and the existing improvements should be demolished, and any commercial, active recreation or office/R&D reuse would require a Reuse Plan amendment or variance; and

WHEREAS, the Post Office Area, consisting of four buildings including the Post Office totaling 7,641sf, Tickets & Tours building, totaling 2,600sf, Building 800, totaling 14,964sf and Building 801, totaling 9,267sf are located in Oceanport where the Reuse Plan envisions the demolition of all four buildings and the reuse of the property as a new school location, however the Post Office Area is no longer being considered by the host municipality for that use, and staff accordingly seeks to offer the property for an alternate use consistent with its anticipated surrounding uses, namely commercial, active

recreation or office/R&D use, which would require a Reuse Plan amendment or variance; and

WHEREAS, the 1000 Area Parking located between the Post Office Area and the Commissary and PX is a 6± acre lot located in Oceanport that provided off-street parking and due to anticipated environmental restrictions that the Army will likely place on the property, staff believes the 1000 Area Parking's highest and best use is for continued use as surface parking and therefore recommends that this parcel be offered for off-street parking as an optional sub-parcel; and

WHEREAS, staff recommends proceeding with the offer to purchase process for the Commissary and PX, the Warehouse District, the Post Office Area and the 1000 Area Parking rather than sealed bids which is based on several factors as described in the attached memorandum; and

WHEREAS, staff proposes to issue three separate RFOTPs and scoring will provide additional consideration to parties who propose to purchase multiple parcels, additionally, parties bidding on the Commissary and PX and/or the Warehouse District will have the option of also bidding on the 1000 Area parking; and

WHEREAS, staff recommends that the RFOTPs give bidders the option of proposing to purchase the improvements and ground lease the land, rather than purchasing both the land and the improvements, as ground leasing the land from FMERA would make the lessee potentially eligible to obtain a special concessionaire permit from the State of New Jersey, Division of Alcoholic Beverage Control to serve alcohol on the premises; and

WHEREAS, the Real Estate Committee has reviewed and discussed making the Commissary and PX, the Warehouse District, the Post Office Area and the 1000 Area Parking available through the offer to purchase process and recommends it to the full Board of the Members for approval.

THEREFORE, BE IT RESOLVED THAT:

1. The Authority approves making the Commissary and PX, the Warehouse District, the Post Office Area and the 1000 Area Parking in Oceanport available through the offer to purchase process, as set forth in the attached memorandum.

2. The Authority authorizes the Executive Director to take all necessary actions to effectuate the issuance of the Requests for Offer to Purchase and the notice of availability for sale through the offer to purchase process.

3. This resolution shall take effect immediately, but no action authorized herein shall have force and effect until 10 days, Saturdays, Sundays, and public holidays excepted, after a copy of the minutes of the Authority meeting at which this resolution was adopted has been delivered to the Governor of the State of New Jersey for his approval, unless during such 10-day period the Governor of the State of New Jersey shall approve the same, in which case such action shall become effective upon such approval, as provided by the Act.

ATTACHMENT

Dated: December 6, 2017

EXHIBIT 4

MEMORANDUM

TO: Members of the Board

FROM: Bruce Steadman
Executive Director

RE: Making the Commissary and PX, Warehouse District, Post Office Area and 1000 Area Parking Available through the Offer to Purchase Process

DATE: December 6, 2017

Request

I am requesting that the Board authorize the Fort Monmouth Economic Revitalization Authority (FMERA) staff to make the Commissary and PX, Warehouse District, Post Office Area and 1000 Area Parking in Fort Monmouth's Oceanport Reuse Area available through the offer to purchase process as detailed below, and in accordance with FMERA's approved Sales Rules.

The Commissary and PX

The Board previously authorized the issuance of a Request for Offers to Purchase (RFOTP) in June 2015 for a parcel that included the Commissary building. One of the newer buildings on the Fort, the 53,700± sf Commissary was completed in 1998. The Reuse Plan envisions the Commissary as a future retail building that could serve the residential and commercial occupants of the Oceanport Education/Mixed-Use Neighborhood. However, given its location at Murphy Drive and Razor Avenue, the Commissary does not have frontage on a major thoroughfare, so it is unlikely to attract a significant retail user, and the building is larger than needed for neighborhood convenience retail use. The Post Exchange (PX) complex is a series of four circa 1970 wood-frame buildings totaling 45,626± sf, along with Building 812, a 5,563± sf building constructed in 1941 for use by the Army Service Corps. Reuse Plan Amendment #2 envisions the demolition of both the PX and Building 812 for future low- and medium-density housing, along with ancillary open space. Recently, FMERA staff has received renewed interest in the Commissary and the PX for reuse as office/R&D space, active recreation or for other commercial uses. While these proposed uses are not consistent with the Reuse Plan and Amendment #2 to the Reuse Plan, staff notes that several factors that were not anticipated at the time of their adoption have combined to re-shape the configuration of the Oceanport Education/Mixed-Use Neighborhood development district. They include the reuse of the Patterson Clinic by AcuteCare; retention of the credit union on Alexander Avenue; the reuse of buildings that had been planned



for demolition in the 900 Area as Oceanport's municipal complex; the likely realignment of Razor Avenue, in part to accommodate a future Jersey Central Power & Light Company substation; and the possible construction of a new Oceanport elementary school at a new location further west than contemplated in the Reuse Plan. Given this altered landscape, the potential for reusing the Commissary for retail use is diminished, opening the door to more appropriate and potentially higher uses.

The Board approved the Rules for the Sale of Real and Personal Property (the Sale Rules) at the August 17, 2011 Meeting of the Authority. In accordance with Section 19:31C-2.5(a) of the Sale Rules, before advertising a particular parcel of real property and accompanying personal property as being available for sale through the offer to purchase process, the Board shall review and approve a recommendation of the Director and FMERA to offer the property for sale through that process. In its determination to use the offer to purchase process, the Board also may consider various factors including, but not limited to, purchase price, jobs to be created and timing, to determine whether the offer to purchase process will enhance the economic value to FMERA or Fort Monmouth. After the RFOTP is issued and offers are received and negotiated, the Director and FMERA staff shall present a recommendation to the Board to accept an offer, to terminate negotiations regarding offers, or to take other appropriate action.

For the reasons cited above, staff recommends proceeding with the offer to purchase process for the Commissary and PX rather than sealed bids. The Authority has received specific interest from prospective purchasers in acquiring the 7± acre combined parcel, bounded by Razor and Alexander Avenues and Murphy Drive, for redevelopment. Additionally, staff believes that the RFOTP process would enhance the Authority's ability to coordinate the design and redevelopment of the Commissary and PX, as well as their parking requirements, with that of the surrounding area.

The redevelopment of land and buildings on Fort Monmouth for uses other than those currently contemplated in the Reuse Plan is subject to separate Board approval of a Reuse Plan amendment or a variance. In this instance, because the RFOTP would request offers with uses different than those in the Reuse Plan, the RFOTP will state that changes in use will be subject to a Reuse Plan amendment or a variance.

The Warehouse District

Consisting of three general purpose administrative buildings (Buildings 909, 910 and 911) constructed in 1943 and two circa 1954 warehouse buildings (975 and 976) totaling 77,589± sf, the 7± acre Warehouse District is bounded by Razor Avenue, Murphy Drive and the future Monmouth County Emergency Homeless Shelter. All five buildings are contemplated for demolition in the Reuse Plan and Plan Amendment #2, to be replaced by new housing.

Given the institutional uses that will now lie to the east and south of this parcel, staff believes that the Warehouse District property should be offered for commercial, active recreation or office/R&D use rather than residential use, and the existing improvements should be demolished. Because commercial, active recreation or office/R&D reuse of the Warehouse District would require a Reuse Plan amendment or variance, the RFOTP will alert prospective purchasers of that requirement.

Authority staff recommends proceeding with the offer to purchase process for the Warehouse District rather than sealed bids. This recommendation is based on several factors. First, a potential purchaser has expressed interest to FMERA staff in acquiring and redeveloping the property for commercial, active recreation or office/R&D uses. Second, as the buildings no longer represent the property's highest and best use, staff believes the RFOTP process may allow greater flexibility for selecting the scenario that would maximize the development potential and economic value of the Warehouse District land. Accordingly, staff believes that negotiation with respondents may be necessary to ensure that FMERA's objectives are met, and that the value of the property is maximized.

The Post Office Area

Containing four buildings, the Post Office Area consists of 6± acres located south of the Fitness Center, and bounded by Alexander, Todd and Razor Avenues. The property is zoned for institutional use in the Reuse Plan, as the anticipated site for a new Oceanport elementary school.

The parcel includes the 7,641± sf former Post Office (Building 1005), constructed in 1971; Tickets & Tours (Building 1010), a 2,600± sf building constructed in 1970; Building 800, a 14,964± sf administration and classroom building dating to 1942; and Building 801, the 9,267± sf recreation equipment checkout facility built in 1941.

The Reuse Plan envisions the demolition of all four buildings on this site and reuse of the property as a new school location. The Oceanport School District, however, is no longer considering this location for a school use. Staff therefore seeks to offer the property for an alternate use consistent with its anticipated surrounding uses, namely commercial, active recreation or office/R&D use. Because any reuse of the Post Office Area would require a Reuse Plan amendment or variance, the RFOTP will alert prospective purchasers of that requirement.

Staff recommends proceeding with the offer to purchase process for the Post Office Area rather than sealed bids. The Authority has received specific interest from multiple prospective purchasers in acquiring the property for redevelopment. Given the need for a Reuse Plan amendment, the anticipated demolition of the four existing buildings, and the potential to develop this property jointly with abutting parcels, the offer to purchase process would allow for greater flexibility in selecting the scenario that would maximize the development potential and economic value of this property.

The 1000 Area Parking

Located between the Post Office Area and the Commissary and PX, and across Razor Avenue from the Warehouse District, the 1000 Area Parking is a 6± acre lot that provided off-street parking for the buildings that adjoin it. Due to an environmental restriction that the Army will likely place on the property, staff believes the 1000 Area Parking's highest and best use is for continued use as surface parking. Accordingly, staff recommends that this parcel be offered for off-street parking as an optional sub-parcel available to parties bidding on the Commissary and PX and/or the Warehouse District. This recommended use is consistent with the property's commercial zoning in the Reuse Plan and in Amendment #2. Staff further recommends making the 1000 Area Parking available through the offer to purchase process rather than sealed bids because of the property's potential to provide necessary off-street parking to multiple abutting uses. Depending on the

proposals received on the Commissary and PX, the Warehouse District and the Post Office Area, some or all of those parcels may require additional off-street parking. The ultimate utilization of the 1000 Parking Area, therefore, cannot be determined at this time, and will involve negotiation with the bidders. Accordingly, the offer to purchase process would allow for flexibility in selecting the option that maximizes the development potential and overall value of the 1000 Area Parking, as well as its surrounding parcels.

Coordination Among the Three RFOTPs

Staff proposes to issue three separate RFOTPs -- for the Commissary and PX, the Warehouse District and the Post Office Area. The RFOTP scoring will provide additional consideration to parties who propose to purchase multiple parcels. Additionally, parties bidding on the Commissary and PX and/or the Warehouse District will have the option of also bidding on the 1000 Area Parking, and will receive additional scoring consideration over bidders on those parcels who elect not to bid on the 1000 Area Parking.

Additionally, staff recommends that the RFOTPs give bidders the option of proposing to purchase the improvements and ground lease the land, rather than purchasing both the land and the improvements. Ground leasing the land from FMERA would make the lessee potentially eligible to obtain a special concessionaire permit from the State of New Jersey, Division of Alcoholic Beverage Control to serve alcohol on the premises.

The Real Estate Committee met on November 28, 2017 and reviewed staff's request to make the Commissary and PX, Warehouse District, Post Office Area and 1000 Area Parking available through the offer to purchase process and recommended that the request be presented to the Board for approval.

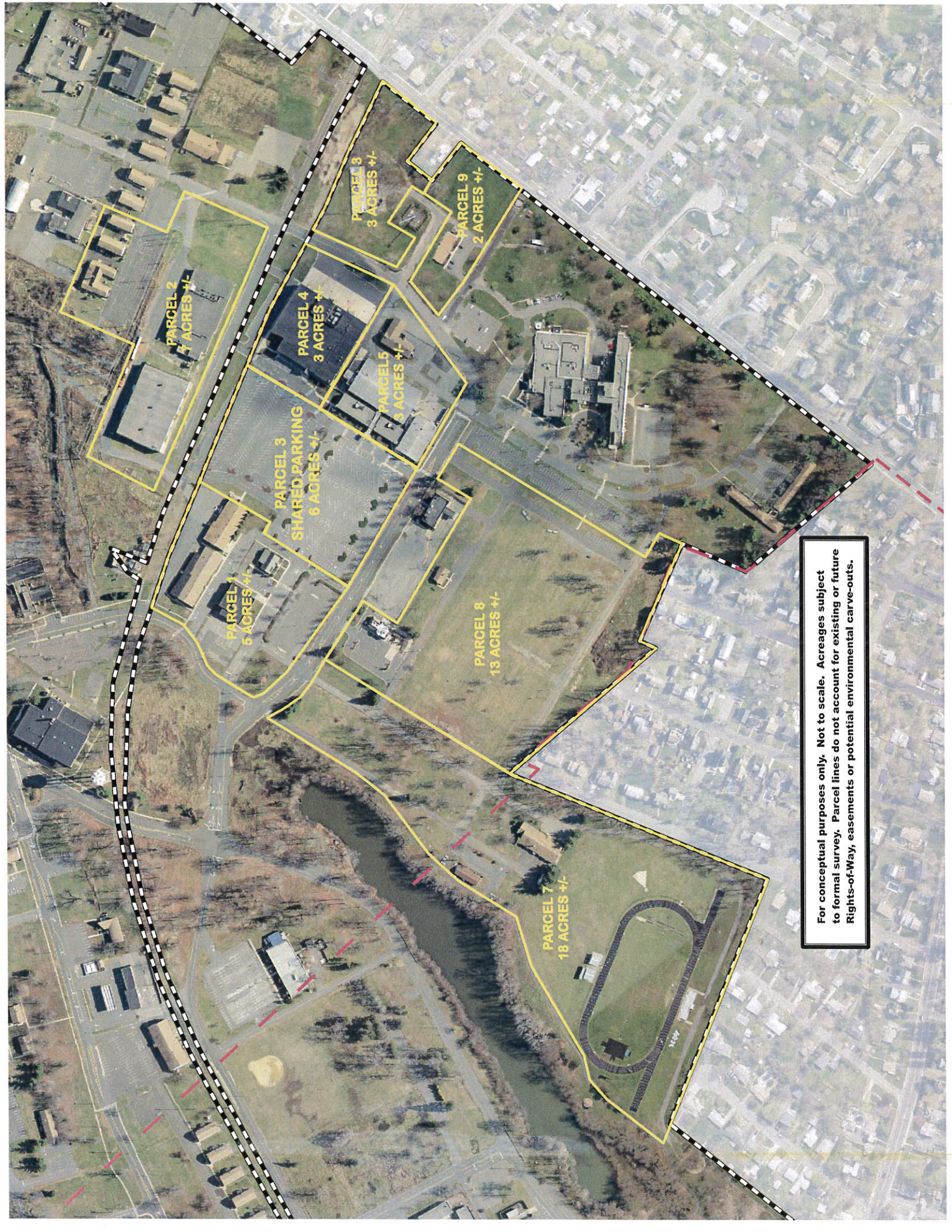
Recommendation

In summary, I am requesting that the Board authorize Fort Monmouth Economic Revitalization Authority staff to make the Commissary and PX, the Warehouse District, the Post Office Area and the 1000 Area Parking in Fort Monmouth's Oceanport Reuse Area available through the offer to purchase process, in accordance with FMERA's approved Sales Rules.



Bruce Steadman
Executive Director

Attachment: Area Map
Prepared by: David E. Nuse



PARCEL 2
5 ACRES +/-

PARCEL 3
3 ACRES +/-

PARCEL 9
2 ACRES +/-

PARCEL 4
3 ACRES +/-

PARCELS
3 ACRES +/-

PARCEL 3
SHARED PARKING
6 ACRES +/-

PARCEL 1
5 ACRES +/-

PARCEL 8
13 ACRES +/-

PARCEL 7
18 ACRES +/-

For conceptual purposes only. Not to scale. Acreages subject to formal survey. Parcel lines do not account for existing or future Rights-of-Way, easements or potential environmental carve-outs.

ADOPTED
December 6, 2017

Resolution Regarding
Approval to Make the Expo Theater and Adjacent Properties Available through the Offer to Purchase Process

WHEREAS, in accordance with Section 19:31C-2.5(a) of FMERA's Rules for the Sale of Real and Personal Property, "the Board shall review and approve a recommendation of the Director and FMERA [staff] to offer the property for sale through the offer to purchase process"; and

WHEREAS, the Expo Theater, also known as Building 1215, is an entertainment facility consisting of 18,883 sf, with a 995-seat auditorium previously used as a live theater and cinema located on the Fort's main thoroughfare in Eatontown; and

WHEREAS, the Fort Monmouth Reuse & Redevelopment Plan (Reuse Plan) contemplates the building be reused as a commercial or community theater, and FMERA staff has received interest in the Expo Theater for both adaptive reuse as well as alternate uses consistent with or complementing the planned uses in the area; and

WHEREAS, staff believes the Expo Theater should be offered for either reuse of the building or demolition and redevelopment of the parcel where potential purchasers will have the option to include additional land in their proposals to include Dean Field and portions of M3, M5, and M8 landfills and adjacent green space area consisting of approximately 24± acres with the use of these areas being limited to uses such as recreation, outdoor seating, passive open space or parking; and

WHEREAS, Dean Field is currently zoned for open-space recreational use and alternative uses and the landfill areas and Dean Field would therefore be subject to a Reuse Plan amendment; and

WHEREAS, staff recommends proceeding with the offer to purchase process for the Expo Theater rather than sealed bids as the Authority has received specific interest from prospective purchasers in acquiring and renovating the property for arts, entertainment and related uses, and the building's current configuration may no longer represent the property's highest and best use, and staff believes the RFOTP process may allow greater flexibility for selecting the scenarios that would maximize the development potential and economic value of the Expo Theater parcel; and

WHEREAS, staff recommends that the RFOTP give bidders the option of proposing to purchase the improvements and ground lease the land, rather than purchasing both the land and the improvements. Ground leasing the land from FMERA would make the lessee potentially eligible to obtain a special concessionaire permit from the State of New Jersey, Division of Alcoholic Beverage Control to serve alcohol on the premises; and

WHEREAS, the Real Estate Committee has reviewed and discussed making the Expo

Theater and adjacent properties available through the offer to purchase process and recommends it to the full Board of the Members for approval.

THEREFORE, BE IT RESOLVED THAT:

1. The Authority approves making the Expo Theater and Adjacent Properties in Eatontown available through the offer to purchase process, as set forth in the attached memorandum.

2. The Authority authorizes the Executive Director to take all necessary actions to effectuate the issuance of the Requests for Offer to Purchase and the notice of availability for sale through the offer to purchase process.

3. This resolution shall take effect immediately, but no action authorized herein shall have force and effect until 10 days, Saturdays, Sundays, and public holidays excepted, after a copy of the minutes of the Authority meeting at which this resolution was adopted has been delivered to the Governor of the State of New Jersey for his approval, unless during such 10-day period the Governor of the State of New Jersey shall approve the same, in which case such action shall become effective upon such approval, as provided by the Act.

ATTACHMENT

Dated: December 6, 2017

EXHIBIT 5

MEMORANDUM

TO: Members of the Board

FROM: Bruce Steadman
Executive Director

RE: Making the Expo Theater and Adjacent Properties Available
through the Offer to Purchase Process

DATE: December 6, 2017

Request

I am requesting that the Board authorize the Fort Monmouth Economic Revitalization Authority (FMERA) staff to make the Expo Theater and adjacent properties in Fort Monmouth's Eatontown Reuse Area available through the offer to purchase process, in accordance with FMERA's approved Sales Rules.

Expo Theater & Adjacent Properties

The Expo Theater, also known as Building 1215, is an 18,883sf entertainment facility built in 1968. The 995-seat auditorium was used previously as a live theater and cinema. Located on the Fort's main thoroughfare, the 7± acre Expo Theater parcel is conveniently situated near the future Bowling Center and the planned artist live/work space on the Avenue of Memories. The Fort Monmouth Reuse & Redevelopment Plan (Reuse Plan) contemplates the building be reused as a commercial, community theater. FMERA staff has received interest in the Expo Theater for both adaptive reuse as well as alternate uses consistent with or complementing the planned uses in the area. While greater weight would be given to proposals that envision the reuse of the facility, staff believes the Expo Theater should be offered for either reuse of the building or demolition and redevelopment of the parcel. Potential purchasers will have the option to include additional land in their proposal. FMERA staff recommends that both Dean Field and portions of the M3, M5 and M8 landfills located to the north of North Drive be offered as additional, optional sub-parcels. The M3, M5 and M8 landfills and adjacent green space area consist of approximately 13± acres; use of these areas would be limited to uses such as recreation, outdoor seating, passive open space or parking. Dean Field, an approximately 11± acre parcel, is currently zoned for open-space recreational use and alternative uses and the landfill areas and Dean Field would therefore be subject to a Reuse Plan amendment. The Expo Theater parcel, along with adjacent properties, consist of a total of approximately 31± available acres as depicted on the attached map.

The redevelopment of land and buildings on Fort Monmouth for uses other than those currently contemplated in the Reuse Plan is subject to separate Board approval of a Reuse Plan amendment or a use variance. In this instance, because the Request for Offers to Purchase (RFOTP) would allow offers with uses different than those in the Reuse Plan, the RFOTP will state that changes in use will be subject to a Reuse Plan amendment or a use variance.

The Board approved the Rules for the Sale of Real and Personal Property (the Sales Rules) at the August 17, 2011 Meeting of the Authority. In accordance with Section 19:31C-2.5(a) of the Sales Rules, before advertising a particular parcel of real property and accompanying personal property as being available for sale through the offer to purchase process, the Board shall review and approve a recommendation of the Director and FMERA to offer the property for sale through that process. In its determination to use the offer to purchase process, the Board also may consider various factors including, but not limited to, purchase price, jobs to be created and timing, to determine whether the offer to purchase process will enhance the economic value to FMERA or Fort Monmouth. After the RFOTP is issued and offers are received and negotiated, the Director and FMERA staff shall present a recommendation to the Board to accept an offer, to terminate negotiations regarding offers, or to take other appropriate action.

Authority staff recommends proceeding with the offer to purchase process for the Expo Theater rather than sealed bids. This recommendation is based on several factors. First, potential purchasers have expressed interest to FMERA staff in acquiring and renovating the property for arts, entertainment, and related uses. Second, the building's current configuration may no longer represent the property's highest and best use, and staff believes the RFOTP process may allow greater flexibility for selecting the scenario that would maximize the development potential and economic value of the Expo Theater parcel. Accordingly, staff believes that negotiation with respondents may be necessary to ensure that FMERA's objectives are met, and that the value of the property is maximized.

Additionally, staff recommends that the RFOTP give bidders the option of proposing to purchase the improvements and ground lease the land, rather than purchasing both the land and the improvements. Ground leasing the land from FMERA would make the lessee potentially eligible to obtain a special concessionaire permit from the State of New Jersey, Division of Alcoholic Beverage Control to serve alcohol on the premises.

The Real Estate Committee met on November 28, 2017 and reviewed staff's request to make the Expo Theater and adjacent properties available through the offer to purchase process and recommended that it be presented to the Board for approval.

Recommendation

In summary, I am requesting that the Board authorize Fort Monmouth Economic Revitalization Authority staff to make the Expo Theater and Adjacent Properties in Fort Monmouth's Eatontown Reuse Area available through the offer to purchase process, in accordance with FMERA's approved Sales Rules.



Bruce Steadman

Attachments: Parcel Map
Prepared by: Sarah Giberson



ADOPTED
December 6, 2017

**Resolution Regarding
Authorization for FMERA to Amend the Purchase and Sale Agreement and
Redevelopment Agreement with Lennar for Parcels C and C1**

WHEREAS, on March 26, 2013, FMERA issued and publicly advertised a Request for Offers to Purchase (RFOTP) for Parcel C, an approximately 39-acre lot, and a RFOTP for Parcel C1, a 12-acre lot, in connection with the planned redevelopment of Parcels C and C1 in Tinton Falls; and

WHEREAS, Lennar Corporation (Lennar) received the highest score for their proposal for Parcel C and the highest score for their proposal for Parcel C1, and Lennar also submitted the highest price proposals for both Parcel C and C1; and

WHEREAS, at the Authority's April 23, 2014 meeting, the Board authorized FMERA staff to enter into a Purchase and Sale Agreement and Redevelopment Agreement (PSARA) with Lennar; and

WHEREAS, the terms of the PSARA included Lennar's payment of \$12 million for Parcel C and \$3.2 million for Parcel C1; closing will occur within 30 days of satisfaction of the conditions precedent, which include Lennar completing due diligence and obtaining all approvals necessary to develop the project, receipt of a final remediation document from either the New Jersey Department of Environmental Protection or the purchaser's Licensed Site Remediation Professional, and an amendment to the Reuse Plan to accommodate the project; and

WHEREAS, the PSARA was executed on December 1, 2015 and Lennar subsequently began their due diligence activities, which required an expanded timeline extended through June 1, 2016 by the Executive Director and additional environmental testing for Parcel C1 required the extension of the due diligence period until September 15, 2016; and

WHEREAS, in November 2016 a fifth amendment to the PSARA was approved by the Board in order to provide for a proportional allocation of the deposit funds for each of the Parcels and to confirm Lennar's corporate approval for the Parcel C-1 transaction as of September 15, 2016, thereby ending the due diligence period and beginning the approvals period for Parcel C-1; and

WHEREAS, in September 2017 the Board authorized a sixth amendment to the PSARA reconfiguring Parcel C-1 and increasing its area to 15.737 acres to address a proposed 50' wide electrical transmission easement in favor of Jersey Central Power & Light (JCP&L) that runs along the southern boundary of the Parcel C-1 parcel; and

WHEREAS, Lennar and the Authority have agreed on the terms of a seventh amendment to the PSARA to provide for an extension of the Parcel C Approval Period to March 15, 2018 so that it is co-terminus with the Parcel C-1 Approval Period; and

WHEREAS, the Real Estate Committee has reviewed staff's request to execute the Seventh Amendment to Purchase and Sale & Redevelopment Agreement and recommends that the request be presented to the Board for approval.

THEREFORE, BE IT RESOLVED THAT:

1. The Authority approves the amendment to the Purchase and Sale Agreement and Redevelopment Agreement with Lennar Corporation for Parcel C and Parcel C1 in Tinton Falls, on terms substantially consistent to those set forth in the attached memorandum and with final terms acceptable to the Executive Director and the Attorney General's Office, and authorizes the Executive Director to execute the amendment and take any necessary actions to effectuate the selection of Lennar Corporation as the purchaser of Parcel C and Parcel C1.

2. This resolution shall take effect immediately, but no action authorized herein shall have force and effect until 10 days, Saturdays, Sundays, and public holidays excepted, after a copy of the minutes of the Authority meeting at which this resolution was adopted has been delivered to the Governor of the State of New Jersey for his approval, unless during such 10-day period the Governor of the State of New Jersey shall approve the same, in which case such action shall become effective upon such approval, as provided by the Act.

Dated: December 6, 2017
ATTACHMENT

EXHIBIT 6

MEMORANDUM

TO: Members of the Board

FROM: Bruce Steadman
Executive Director

RE: Seventh Amendment to Purchase and Sale & Redevelopment Agreement with Lennar for Parcels C & C1 in Tinton Falls

DATE: December 6, 2017

Request

I am requesting that the members of the Board approve the seventh amendment to the Purchase and Sale & Redevelopment Agreement (PSARA) with US Home Corporation, a wholly owned subsidiary of Lennar Corporation (Lennar) for Parcels C and C1 in the Tinton Falls Reuse Area.

Background

FMERA issued two Requests for Offers to Purchase (RFOTPs) in connection with the planned redevelopment of Parcels C and C1 in Tinton Falls on March 26, 2013. Lennar, a national homebuilding and real estate development company, submitted the highest scoring proposals for both Parcels C and C1. As the leading proposer for both Parcels C and C1, Lennar's submission was combined into a single PSARA. The proposals call for a total of 288 residential units, 20% of which will be affordable to low- and moderate-income households. Staff presented the fully negotiated business terms for Lennar's purchase and redevelopment of the property in August 2015.

Purchase and Sale & Redevelopment Agreement

The PSARA approved by the Board was executed in December 2015. The terms presented to the Board remain substantially unchanged. The project will consist of the development of approximately 243 residential units (townhomes, stacked townhomes and/or apartments) and up to 58,000 sf of retail and other non-residential uses on Parcel C, and approximately 45 single-family detached homes on Parcel C1. Twenty percent of the 288 total residential units will be affordable homes, and will be located on Parcel C. FMERA and/or the Affordable Housing Alliance will have an option to acquire up to twenty of the affordable homes for use as permanent supportive housing units, as required by FMERA's legally binding agreement for the accommodation of special needs populations. Lennar will commence construction of the project no later than 60 days after closing, and complete construction within five years. Provided the

purchaser is diligently pursuing completion of the project, Lennar shall have the right to extend the time period for completing the project for an additional three years. FMERA will have a right to repurchase the property if construction is not timely commenced or completed. The purchaser will also be obligated to create 35 permanent jobs at the property within five years of closing, or pay a penalty of \$1,500 for each job not created.

Lennar's due diligence investigations required more time and, under the Executive Director's discretion to administer the Board-approved PSARA, two amendments to the PSARA were executed, extending the due diligence investigations to June 1, 2016. A third amendment to the PSARA was approved in June 2016 to proceed with the redevelopment of Parcel C while environmental investigations continued on Parcel C1. This included the: (1) separation of the due diligence periods of Parcel C and Parcel C1; (2) renewal and extension of the Parcel C due diligence period through July 8, 2016; (3) renewal and extension of the Parcel C1 due diligence period for an additional 8 weeks, through August 10, 2016; (4) all time periods which run from the due diligence period were separated with respect to Parcel C and Parcel C1; and (5) in the event that its due diligence investigations caused Lennar to determine that Parcel C1 is not suitable for its intended use, Lennar had the ability to terminate the agreement with respect to Parcel C1 and proceed with the acquisition and redevelopment of Parcel C. Lennar completed the additional environmental testing requested for Parcel C1 and in November 2016 a fifth amendment to the PSARA was approved by the Board in order to provide for a proportional allocation of the deposit funds for each of the Parcels. The fifth amendment also confirmed Lennar's corporate approval for the Parcel C-1 transaction as of September 15, 2016, thereby ending the due diligence period and beginning the approvals period for Parcel C-1. The Board approved a sixth amendment to the PSARA in September 2017 revising the Parcel C-1 description and conceptual site plan to address a proposed 50' wide electrical transmission easement in favor of Jersey Central Power & Light (JCP&L) that runs along the southern boundary of the Parcel C-1 parcel. The sixth amendment was executed as of October 16, 2017.

Amendment

Under the PSARA, as amended, Lennar's Approval Period for Parcel C extends until January 10, 2018 and its Approval Period for Parcel C1 runs until March 15, 2018. Due to the time that elapsed while Lennar appealed FMERA's initial decision regarding the developer's use-type variance requests, Lennar required additional time to finalize its site plan for Parcel C and apply for Mandatory Conceptual Review (MCR) and local site plan approval. FMERA staff has completed the MCR and Lennar is tentatively scheduled for a site plan hearing before the Tinton Falls Planning Board in late January 2018. Accordingly, Lennar has requested an extension of Parcel C's Approval Period to March 15, 2018 so that it may seek site plan approval prior to the expiration of the Approval Period for Parcel C. The Approval Periods for Parcels C and C1 would be co-terminus, with both time periods running through March 15, 2018.

All other material terms of the PSARA as presented to the Committee and the Board will remain unchanged. The attached Seventh Amendment to the PSARA is in substantially final form. The final terms of the amendment will be subject to the approval of FMERA's Executive Director and the Attorney General's Office.

The Real Estate Committee has reviewed staff's request to execute the Seventh Amendment to Purchase and Sale & Redevelopment Agreement and recommends that the request be presented to the Board for approval.

Recommendation

In summary, I am requesting that the Board approve the proposed seventh amendment to the PSARA with Lennar for Parcels C and C1 in Tinton Falls.



Bruce Steadman

Attachment: Seventh Amendment to Purchase and Sale & Redevelopment Agreement
Prepared by: David E. Nuse

ATTACHMENT

[The attachment that the preceding memo refers to has been removed from this full agenda.]

