

MINUTES OF THE MEETING

I. **Members of the Authority present:**

- James V. Gorman, Chairman, Fort Monmouth Economic Revitalization Authority (FMERA) - V
- Robert Ades, Vice Chairman, Public Member – V
- Dr. Robert Lucky, Public Member – V
- Michael Collins, Assistant Counsel, Authorities Unit, Office of the Governor – V
- Lillian Burry, Monmouth County Freeholder – V
- Gary Baldwin, Borough Council President - Tinton Falls – V
- Richard Gallo, Councilman - Oceanport – V
- Dennis Connolly, Mayor of Eatontown – V
- Tim Lizura, President and COO, NJ Economic Development Authority (NJEDA) – V
- John Raue, Senior Policy Advisor to the Commissioner, NJ Department of Labor & Workforce Development (DOL)
- Kenneth J. Kloo, Director, Site Remediation Program, NJ Department of Environmental Protection (DEP)
- Jonathan Lowy, Regional Manager, Government and Community Relations, NJ Transit (NJT) (via phone)
- Gina Fischetti, Chief Counsel, Local Planning Services, NJ Department of Community Affairs (DCA) (via phone)

V - Denotes Voting Member

Members Not Present

Also present:

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

II.

The meeting was called to order by Chairman James V. Gorman at 7:00p.m., who led the meeting in the Pledge of Allegiance.

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

The first item of business was the approval of the December 17th meeting minutes. A motion was made to approve the minutes by Lillian Burry and seconded by Robert Ades.

Motion to Approve: LILLIAN BURRY Second: ROBERT ADES

AYes: 5

Robert Lucky abstained from voting stating that he was not present at the meeting.
Dennis Connelly abstained from voting stating that he was not present at the meeting.
Richard Gallo abstained from voting stating that he was not present at the meeting.
Gary Baldwin abstained from voting stating that he was not present at the meeting.

III. 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 in response to public comment 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's public comment protocol established at the February Board meeting will continue to be followed.

Mr. Gorman welcomed the Honorable Dennis Connelly to the Board. Mr. Gorman stated that the Board looks forward to working with Mayor Connelly and the members of the Eatontown Council to implement the Reuse Plan and restore jobs and economic vitality to the communities.

Mr. Gorman stated that there were five Board Actions: Consideration of Approval to make the expanded Parcel B available through the Offer to Purchase Process; Consideration of Approval to make Building 2525 available through the Offer to Purchase Process; Consideration of Approval to make the Nurses' Quarters Parcel available through the Offer to Purchase Process; Consideration of Approval to extend the Exclusive Negotiations Parcel for a Purchase Agreement pursuant to the RFOTP for Parcels C and C1 and; Consideration of Approval of an Addendum to the Auction Terms and Conditions of Sale. Mr. Gorman stated that the Board would be entering into Executive Session to discuss highly confidential matters related to current negotiations with the Army.

The Chairman went on to state that there will be two public comment periods at the meeting based on the public meeting protocol. 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.

IV. SECRETARY'S REPORT

Mr. Steadman stated that there will be no action items from the Executive Session. Mr. Steadman, on behalf of the FMERA staff welcomed Mayor Connelly to the Board. Mr. Steadman stated that due to scheduling conflicts, the February 18th Board meeting will be rescheduled and when a new date is selected, the date will be posted on the FMERA website.

V. TREASURER'S REPORT

Bruce Steadman stated that Staff is preparing the Authority's 2014 Annual Report for presentation to the Audit Committee with the audited financial statements, which serve as FMERA's comprehensive annual report to meet the requirements of Executive Order No. 37 (2006). It is expected that a draft report and statements will be available for review in mid-March, and finals presented to the Board in April.

VI. PUBLIC COMMENT REGARDING BOARD ACTION ITEMS [3 minutes re: Agenda Items]

Bob English of Eatontown asked if the governing bodies of the three host communities have the option to review the RFOTPs before they are issued. Mr. English complained that the Board package was not posted on the website until 5:00p.m.

Mr. Steadman answered Bob English by stating that neither the public nor the borough review the RFOTP before it is issued. Mr. Steadman stated that the RFOTP relates to the Reuse Plan which was voted on previously by the three boroughs. Mr. Steadman stated that FMERA does discuss the salient issues of the RFOTP with the Boroughs' Ad Hoc Committees and did discuss Parcel B with Eatontown on expanding the boundaries. Mr. Steadman noted that the Board package was posted late due to last minute changes in one of the Board memos. He apologized for any inconvenience.

Freeholder Lillian Burry expressed concern that members of the public have approached her, noting that they do not see much information in the media about progress at the Fort, so they naturally think there is little going on with FMERA. She asked that we increase our public awareness efforts to counteract this false impression.

Patrick Daugherty of Neptune agreed with Freeholder Burry.

VII. EXECUTIVE DIRECTOR'S REPORT

Beverlee Akerblom stated that FMERA and the Army have been holding discussions including weekly Tuesday morning conference calls with all involved Army organizations, since 2012 on the future transfer of the balance of the Main Post, to be accomplished under a Phase 2 Memorandum of Agreement (MOA). After receiving support from the Board for the proposed terms negotiated by FMERA staff and Army representatives for the Authority's acquisition of the balance of the Main Post, staff submitted the Phase 2 Economic Development Conveyance application to the Army on July 1, 2014, and it is currently under review by the Army. A draft MOA is currently under review by staff and the Army. FMERA's goal is to review a draft with the Board in January and to seek approval from the Board to execute the Phase 2 MOA with the Army in February 2015 and to execute in March.

Dave Nuse, Director of Real Estate Development gave the following update on the Request for Offers to Purchase:

In Tinton Falls, FMERA has 2 RFOTPs currently posted on our website. They include:

- Parcel F-1, a 38-acre site that includes the Myer Center. Zoned for office and R&D use, the site is also suitable for sports, entertainment and recreation uses. The RFOTP was issued on December 5th and the due date is the March 6th;
- Parcel F-2, a 15-acre site proposed for Veterans Housing, was issued on December 12th, with proposals due on March 13th.

Upcoming RFOTPs in Tinton Falls include:

- Parcel F-3, the gas station and convenience store site on Hope Road;
- Former Child Development Center, a 20,000 sf facility built in 1996 that's suitable for day care, preschool or office use;
- Building 2525, an 86,000 sf office building built in 1942 and renovated in 1999 that's before the Board this evening for consideration. RFOTPs on these 3 parcels are slated to be issued in early 2015.

FMERA received two proposals on October 17th for the Satellite Drive Parcel, a 1.5 acre building lot zoned for office, research or institutional use, and FMERA is currently in negotiations with prospective redevelopers on four other parcels:

- Parcel C, a mixed use town center project consisting of 243 units of housing and approximately 50,000 sf of retail space, and Parcel C1, comprised of 45 single family homes, both to be developed by Lennar Corporation;
- The Fabrication Shops, 45,000 sf of light industrial and flex space, where we're in negotiations with Pinebrook Commerce Center LLC; and
- The Pistol Range, where the Board has selected Kiely Realty LLC as purchaser.

On January 12th FMERA received two proposals for the Charles Wood Fire Station. The proposals will be reviewed and evaluated after the real estate appraisals are completed.

In Eatontown, FMERA has 1 open RFOTP on our website,

- The re-issuance of the Howard Commons site on Pinebrook Road, zoned for 275 townhouses and up to 15,000 sf of retail space, which was posted on December 29th, 2014.

FMERA plans to issue 2 other RFOTPs in the upcoming months:

- Expanded Parcel B, the mixed-use town center parcel fronting Route 35, which will call for up to 250,000 sf of retail space and 302 housing units on about 77 acres, which is before the Board for consideration this evening;
- Suneagles Golf Course, which includes a 10-acre section zoned for construction of a new hotel/conference center, which will be posted later this year.

In Oceanport, FMEA plans to issue RFOTPs within the next few weeks for 3 parcels:

- Main Post Chapel, a 16,000 sf facility that includes a 600-seat sanctuary;
- Russel Hall, the 40,000 sf former Garrison Headquarters building;
- 16,000 sf former recreation building on Brewer Avenue known unofficially as the Dance Hall, which is projected for commercial reuse;
- and the Nurses Quarters, a 24-unit residential complex adjacent to the former Patterson Army Hospital, which is on the Board's agenda this evening.

In addition, FMERA is currently in negotiations on 3 parcels in Oceanport:

- Officers Housing Parcel, consisting of 117 historic housing units;
- Fitness Center;
- Marina.

Please visit our website, www.fortmonmouthredevelopment.com, for more information and to obtain copies of our RFOTPs.

Candice Valente, Planning and Development Officer gave the following update on FMERA's marketing efforts of the Fort:

- Continued work with FMERA's marketing consultant, Weblinx, Inc., on the refinement of the FMERA brand and the redesign of our website. FMERA anticipates that the new website will go live at the end of January.
- Continued work with Cushman & Wakefield (Cushman), the Authority's Master Broker, to market the Fort property. FMERA and Cushman conduct, on average, a half a dozen tours per week.

Mr. Steadman concluded the report with the following action items:

- Continued work with the N.J. Department of Environmental Protection, FMERA Staff and Langan-Matrix to identify and resolve environmental issues of concern, the landfills and carveouts.
- 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

VIII. COMMITTEE REPORTS

a) AUDIT COMMITTEE (ROBERT ADES, CHAIRMAN):

Robert Ades stated that the Committee did not meet this month but will meet on February 3rd.

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

Chairman Gorman stated that the Committee met on January 13th and discussed the following:

- Discussion and update on the negotiations with the Army regarding the Phase 2 Memorandum of Agreement (MOA).
- Discussion regarding the reissuance of and RFOTP for Parcel B to include the expanded acreage in the new RFOTP. The new acreage includes Buildings 1208, 1210, 1212, 1214-1215 and 1220. The area was planned for office reuse for technology incubator space. The Committee reached consensus and agreed to recommend approval to expand the acreage of Parcel B and include the expanded parcel in the new RFOTP.
- Discussion regarding the request to recommend approval to make Building 2525 in Tinton Falls available through the Offer to Purchase process. The Committee reached consensus and agreed to recommend approval to make Building 2525 and the associated parcel available through the offer to purchase process.
- Discussion regarding the request to recommend approval to make the Nurses' Quarters in Oceanport available through the Offer to Purchase process. The Committee reached consensus and agreed to recommend approval to make the Nurses' Quarters available through the offer to purchase process.
- Discussion regarding the request to extend exclusive negotiations with Lennar Corporation for Parcels C and C1 in Tinton Falls. The Committee reached consensus and agreed to recommend approval to extend the exclusive negotiations period with Lennar until the March 18, 2015 Board meeting.
- Discussion regarding the request to approve an addendum to the Terms and Conditions of Sale for Furniture, Fixtures and Equipment that will provide for the sale of property not sold via public auction. The Committee reached consensus and agreed to recommend approval to delegate authority to staff to seal and negotiate the highest reasonable price for items that did not garner any bids when presented for public auction, and to amend the Terms and Conditions for Sale accordingly.
- Update on Officers Housing
- Update on Fabrication Shops
- Update on Fitness Center
- Update on Current and Upcoming RFOTPs
- Committee will compile an inventory of open space that is consistent with the Reuse Plan.

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

Kenneth J. Kloo stated that the Committee met on January 12th and discussed the following:

- FMERA staff shared their assessment of debris recently observed outside the boundaries of the previously defined CW-3A landfill in Tinton Falls. The DEP Case Manager inspected the area and will be providing an assessment and recommendations at the next Committee meeting.
- FMERA staff provided a summary of the Title V Air Permits that FMERA inherited with the transfer of the Charles Wood Area in August of 2014. Title V permits are required for facilities with major sources that emit pollutants exceeding 100 tons per year. Numerous pollution sources have been eliminated which will allow termination of the Title V permit and conversion to individual permits. This is noteworthy accomplishment for FMERA staff and good for the environment.
- FMERA staff discussed the water allocation permit that allows the diversion of approximately 6 million gallons per month of surface and groundwater at the Golf Course in Eatontown for irrigation purposes. FMERA has submitted an application for renewal of this permit to the DEP, however, once the Golf Course is sold, the permit will be transferred to the new owner.
- FMERA staff described the 900 Area, which is potentially suitable for sublease. The Army prepared a Finding of Suitability to Lease, or FOSL, which is currently in draft form. FMERA staff reviewed the draft FOSL, noted that the ongoing ground water study by the Army will continue and that the Army will terminate their lease to FMERA should the study indicate that is necessary.
- Committee members requested an update on Phase 2 Carve-outs and landfills. FMERA staff will prepare an update for the February meeting.

- Update on Current and Upcoming RFOTPs
- d) HISTORICAL PRESERVATION STAFF ADVISORY COMMITTEE (ROBERT ADES, CHAIRMAN):

Robert Ades stated that the Committee did not meet this month.

- e) HOUSING STAFF ADVISORY COMMITTEE (GINA FISCHETTI - CHAIRWOMAN):

Bruce Steadman, on behalf of Gina Fischetti, stated that the Committee met on January 15th and discussed the following:

- Discussion regarding Officer Housing and a status update on RPM's development of the property. The Northern portion of the property will be 68 For Sale units and the Southern portion will be 48 rental units with 28 for affordable housing.
- Discussion regarding Howard Commons and the reissuance of the RFOTP. The timeline between the issuance of the RFOTP and closing with the developer will reflect the urgency to demolish the existing buildings.
- Discussion regarding Parcel B and the reissuance of the RFOTP. The RFOTP will include additional acreage for development.
- Update on Upcoming RFOTPs including Parcel F-1, Parcel F-2, Parcel F-3, Parcel F-1, the Nurses Quarters, the Child Development Center, and the Main Post Chapel.

- f) VETERANS STAFF ADVISORY COMMITTEE (FREEHOLDER LILLIAN BURRY, CHAIRWOMAN):

Lillian Burry stated that the Committee did not meet this month. Ms. Burry stated that the MODC will be presenting the 50th annual Silver Gull Award to Chairman Gorman.

IX. BOARD ACTIONS

- A) The first item before the consideration of approval to make the Expanded Parcel B available through the Offer to Purchase Process

Candice Valente read the resolution which is attached hereto and marked Exhibit 1.

A motion was made to approve by Tim Lizura and was seconded by Michael Collins.

Motion to Approve: TIM LIZURA Second: MICHAEL COLLINS
AYes 9

- B) The second item before the Board was the consideration of approval to make Building 2525 available through the Offer to Purchase Process.

Candice Valente read the resolution which is attached hereto and marked Exhibit 2.

A motion was made to approve by Lillian Burry and was seconded by Robert Lucky.

Motion to Approve: LILLIAN BURRY Second: ROBERT LUCKY
AYes 9

- C) The third item before the Board was the consideration of approval to make the Nurses' Quarters Parcel available through the Offer to Purchase Process

Candice Valente read the resolution which is attached hereto and marked Exhibit 3.

A motion was made to approve by Michael Collins and was seconded by Robert Lucky

Motion to Approve: Michael Collins Second: Robert Lucky
AYes 9

D) The forth item before the Board was the consideration of approval to extend the Exclusive Negotiations period for a Purchase Agreement pursuant to the RFOTP for Parcels C and C1

Candice Valente read the resolution which is attached hereto and marked Exhibit 4.

A motion was made to approve by Lillian Burry and was seconded by Michael Collins.

Motion to Approve: LILLIAN BURRY Second: MICHAEL COLLINS
AYes

E) The fifth item before the Board was the consideration of approval of an Addendum to the Auction Terms and Conditions of Sale.

Candice Valente read the resolution which is attached hereto and marked Exhibit 5.

A motion was made to approve by Tim Lizura and was seconded by Michael Collins.

Motion to Approve: TIM LIZURA Second: MICHAEL COLLINS
AYes

X. OTHER ITEMS

There were no other items before the Board.

XI. PUBLIC COMMENT REGARDING ANY FMERA BUSINESS [5 minutes re: any FMERA business]

Anthony Talerico of Eatontown thanked FMERA for a very well written new RFOTP for Howard Commons and changes that were made to the RFOTP. Mr. Talerico stated that he looks forward to the good development that will take place at Howard Commons.

Bob English of Eatontown stated that the Howard Commons RFOTP states that Eatontown prefers owner-occupied as opposed to rentals. Mr. English asked how the desire for owner-occupied will be weighed in the scoring of the proposals. Mr. English asked if a developer submits an alternate plan are they required to submit a compliant

Tom Mahedy of Wall Township asserted that the actions of the auctioneers are corrupt and that the auctions are set up for corporations and items are sold in bulk for cash. Mr. Mahedy stated that he attends the auctions and the attendance has been very low contrary to what has been said that the attendance has been very good. Mr. Mahedy asserted that he has asked for checks and balances and that he sees cash being pocketed by the auctioneers. Mr. Mahedy stated that he wants an inventory of what has been sold, for how much and who purchased the item at the auctions. Mr. Mahedy asserted that the Veterans project is being built next to a dump and wetlands. Mr. Mahedy asked what buildings are being demolished and what the contamination from these buildings is.

Mr. Steadman thanked Anthony Talerico for his comments.

Dave Nuse answered Bob English by stating that the weighting has not yet been established as the RFOTP for Parcel B is still in draft form. Mr. Nuse stated that the intention is to weight in favor of owner-occupied over rental housing. Mr. Nuse stated that the issue regarding the alternate proposal and whether a compliant proposal is required first was the case for the initial RFOTP for Parcel B with regards to the 55 acres. Mr. Nuse stated that FMERA is looking for proposals that cover the entire 77 acres and the alternate in the new RFOTP will be for the 12 additional acres which includes buildings 1206, 1207, and the outdoor amphitheater. Mr. Nuse answered Mr. English by stating that the 77 acres is larger than what was originally issued and can accommodate larger retail users, however the Board has asked that any successful proposal includes a town center and that will be a necessary component in the proposal.

Mr. Steadman stated that he takes exception to Mr. Mahedy's assertions that the auctioneers and the auctions are corrupt. Mr. Steadman stated that there will be a full accounting of the auction proceeds and the compliance of the regulatory requirements at the February Board meeting. Mr. Steadman stated that the attendance has been very good, contrary to Mr. Mahedy's assertions. Mr. Steadman stated that the assertion of cash being put in pockets is absolutely not true. Mr. Steadman stated that what was purchased and by whom will be made available as soon as the final accounting is tabulated. Mr. Steadman stated that Mr. Mahedy assertions regarding a dump near the Veterans housing implied that a new dump was going to be developed. Mr. Steadman stated that there is an existing landfill area adjacent to Pearl Harbor Drive which is in the vicinity of the proposed Veterans parcel, and that DEP, Army, and FMERA are attempting to determine the real extent of that landfill. Mr. Steadman confirmed, that Army data indicates no impact on any adjacent property, and that the landfill contains only construction and demolition debris, according to Army information. With respect to the demolition question, Mr. Steadman stated that there are State and Local demolition protocols that must be followed that are designed to minimize or eliminate any contamination impacts from demolition projects.

Mr. Gorman stated that FMERA is audited by an independent, outside audit firm on an annual basis. Mr. Gorman stated that Mr. Mahedy continues to cast aspersions without any type of evidence.

The next item before the Board was to adjourn the Public Session of the meeting and enter into Executive Session – OPMA Exemption N.J.S.A. 10:4-12b(5) and (7): Pending Real Estate and Contract Negotiations with the Army.

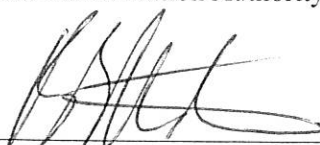
A motion was made to enter into Executive Session by Robert Ades, seconded by Lillian Burry and unanimously approved by all voting members present.

There being no further business in Executive Session, a motion was made to go back into public session by Lillian Burry seconded by Robert Lucky and unanimously approved by all voting members present.

The Board returned to public session.

There being no further business, on a motion by Robert Ades seconded by Mayor Connelly and unanimously approved by all voting members present, the meeting was adjourned at 8:50p.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
January 21, 2015

Resolution Regarding
Approval to Expand Parcel B and Issue a New Request for Offers to Purchase for Parcel B
Incorporating this Additional Property

WHEREAS, Parcel B is a 55.237 acre tract fronting on Route 35 in the Eatontown Reuse Area of the Main Post; and

WHEREAS, FMERA issued a Request for Offers to Purchase (RFOTP) for Parcel B on March 26, 2013, with proposals due on June 10, 2013, and received proposals from four entities, with one of the proposers offering multiple scenarios for development; and

WHEREAS, the proposer ranked highest by the Evaluation Committee was disqualified for non-compliance with New Jersey's political contributions law, P.L. 2005, c.51; and

WHEREAS, FMERA staff met with the second-ranked proposer to discuss its proposal, including how it addressed the Borough's preference for owner-occupied housing and the project's proposed retail/commercial component; and

WHEREAS, staff believed the second-ranked proposal fell short of the high standards of the Fort Monmouth Reuse and Redevelopment Plan (Reuse Plan), and a review of the other proposals met with a similar staff opinion, as none of the responses proposed a lifestyle town center format that blends residential use with retail use in a pedestrian friendly manner; and

WHEREAS, in February 2014, the Real Estate Committee recommended and the Board approved the authorization to terminate the RFOTP with respect to Parcel B and issue a new RFOTP for Parcel B; and

WHEREAS, FMERA staff reached preliminary agreement with the Army over the terms of FMERA's purchase of the balance of the Main Post, through a Phase 2 Economic Development Conveyance agreement, which is anticipated to occur in the 2nd quarter of 2015; and

WHEREAS, the acquisition of the Main Post presents the opportunity to reconfigure the boundaries of Parcel B to respond to changing market conditions and maximize the value of the property; and

WHEREAS, FMERA staff recommends an expansion of the Parcel B acreage of approximately 22 acres, including Buildings 1208-1210, 1212-1214, and 1220, which will accommodate up to 250,000 square feet of retail and other commercial uses, along with the 302 housing units called for in the Reuse Plan, and the option to add an additional 12 acres, including Buildings 1206 and 1207, either for renovation or demolition; and

WHEREAS, the Real Estate Committee recommends that the Board authorize FMERA staff to expand Parcel B by approximately 22 acres by including a portion of the Phase 2 property situated to the east of Parcel B and to issue a new RFOTP for Parcel B incorporating this additional property, in accordance with FMERA's sales rules;

THEREFORE, BE IT RESOLVED THAT:

1. For the reasons expressed in the attached memorandum, the Authority approves the expansion of Parcel B by approximately 22 acres including a portion of the Phase 2 property situated to the east of Parcel B, with an optional additional 12 acres, and making the expanded Parcel B available through the offer to purchase process.

2. The Authority authorizes the Executive Director to take all necessary actions to effectuate the issuance of the new Request 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: January 21, 2015

EXHIBIT 1

ADOPTED
January 21, 2015

Resolution Regarding
Approval to Make the Building 2525 Parcel Available through the Offer to Purchase
Process

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, section 9(j) of the Act authorizes the Authority to issue Requests for Proposals and section 9(bb) “[t]o sell, exchange, assign, convey or otherwise dispose of any property” “upon such terms and at such prices as it determines to be reasonable”; and

WHEREAS, in accordance with Section 19:31C-2.5(a) of FMERA’s Rules for the Sale of Real and Personal Property, “[b]efore 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 [staff] to offer the property for sale through the offer to purchase process”; and

WHEREAS, Building 2525 is a 86,400 square foot, two-story former administration building built in 1942 and renovated by the Army in 1999, located on a 13.5 acre parcel, including associated parking and geothermal fields, in the Tinton Falls Reuse Area; and

WHEREAS, the parcel was envisioned for office and/or research and redevelopment reuse in the Fort Monmouth Reuse and Redevelopment Plan (Reuse Plan); and

WHEREAS, this parcel is a Phase One property in FMERA’s 2012 Economic Development Conveyance Agreement with the Army, and FMERA took ownership of all of the parcel from the Army by deed dated May 29, 2014; and

WHEREAS, FMERA submitted a proposal to the federal General Services Administration’s (GSA) Public Building Service in October 2011 to lease Building 2525 to the Veterans Administration, but to date GSA has not awarded a lease for the VA’s space requirement; and

WHEREAS, FMERA staff recommends proceeding with the offer to purchase process for Building 2525 because several prospective purchasers have expressed specific interest in the reuse of the parcel for office, technology or alternative uses, and the property’s location adjacent to the new CommVault headquarters and the planned Garden State Parkway road improvements that will enhance vehicular access to the site increases its redevelopment potential, and the Request for Offers to Purchase (“RFOTP”) process will enable FMERA to negotiate a redevelopment scenario that will maximize the value and economic impact of Building 2525; and

WHEREAS, the Real Estate Committee has reviewed and discussed making the Building 2525 parcel 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 Building 2525 Parcel 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 Request 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: January 21, 2015

EXHIBIT 2

ADOPTED
January 21, 2015

Resolution Regarding
Approval to Make the Nurses' Quarters Available through the Offer to Purchase Process

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, section 9(j) of the Act authorizes the Authority to issue Requests for Proposals and section 9(bb) "[t]o sell, exchange, assign, convey or otherwise dispose of any property" "upon such terms and at such prices as it determines to be reasonable"; and

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

WHEREAS, the Nurses' Quarters, also known as Buildings 1077 and 1078 that total approximately 18,655 square foot, were built in 1962 and are located on a 3.75 acre parcel along Main Street in the Oceanport Reuse Area; and

WHEREAS, the parcel is envisioned for residential reuse of 24 units in the Fort Monmouth Reuse and Redevelopment Plan (Reuse Plan); and

WHEREAS, the Nurses' Quarters are located on a Phase 2 parcel in the Main Post and FMERA's sale of the property will be contingent on FMERA's acquisition of title from the U.S. Army; and

WHEREAS, FMERA staff recommends proceeding with the offer to purchase process for the Nurses' Quarters because staff has received specific interest in the reuse of the parcel and the property's location along Main Street and adjacent to the Patterson Army Health Clinic, recently renovated by AcuteCare Management Services, increases its redevelopment potential, and the Request for Offers to Purchase ("RFOTP") process will enable FMERA to negotiate a redevelopment agreement that best achieves FMERA's objectives; and

WHEREAS, the Real Estate Committee has reviewed and discussed making the Nurses' Quarters 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 Nurses' Quarters 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 Request 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: January 21, 2015

EXHIBIT 3

ADOPTED
January 21, 2015

Resolution Regarding
Approval to Extend the Exclusive Negotiating Period with Lennar Corporation for Parcels
C and C1

WHEREAS, on March 26, 2013, the Fort Monmouth Economic Revitalization Authority (FMERA) issued and publicly advertised a Request for Offers to Purchase (RFOTP) for Parcel C with a response date of June 10, 2013, and a RFOTP for Parcel C1 with a response date of June 10, 2013, 77 days after the issuance of the RFOTPs, in connection with the planned redevelopment of Parcels C and C1 in Tinton Falls; and

WHEREAS, Parcel C is a 39-acre lot that formerly contained enlisted family housing and currently contains one building, the former Post Chapel, built in 1942 and slated for demolition; and

WHEREAS, Parcel C1 is a 12-acre tract located in the Tinton Falls Reuse Area, containing three buildings, which are slated for demolition; 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 staff to enter into exclusive negotiations with Lennar, based on the recommendation of the evaluation committee, and by letter dated August 22, 2014, the Executive Director extended the exclusive negotiating period for an additional thirty days as permitted by the Authority's Sales Rules; and

WHEREAS, at the Authority's September 17, 2014 meeting, the Board authorized an extension to the exclusive negotiations period with Lennar for an additional sixty days, based on the recommendation of the Real Estate Committee; and

WHEREAS, negotiations were put on hold while discussions continued over the calculation of project costs; but FMERA staff and Lennar have made significant progress toward the negotiation of a mutually acceptable Purchase and Sale Agreement (PSA) for Parcels C and C1, and staff believes that there is a likelihood that further negotiation will result in agreement over business terms; and

WHEREAS, the Real Estate Committee has reviewed and discussed extending the exclusive negotiating period and recommends approving the extension to March 18, 2015 to the full Board.

THEREFORE, BE IT RESOLVED THAT:

1. The Authority authorizes an extension of the exclusive negotiating period through March 18, 2015, as set forth in the attached memorandum, and authorizes the Executive Director to take all necessary actions to effectuate the extension.

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: January 21, 2015

EXHIBIT 4

ADOPTED
January 21, 2015

Resolution Regarding
Approval of Addendum to Operating Authority and Standard Terms and Conditions of
Sale for Furniture, Fixture and Equipment Auctions

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, FMERA took title to the Phase One Properties, including a bill of sale for all personal property within the Phase One Buildings; and

WHEREAS, the Board of the Authority approved a contract with The Auctioneers Group, LLC at the June 18, 2014 meeting of the Board; and

WHEREAS, FMERA staff worked with the contract auctioneer to develop a standard set of Terms and Conditions under which The Auctioneers Group would conduct auctions and these Terms and Conditions were approved by the Board on July 16, 2014; and

WHEREAS, FMERA staff has developed processes and procedures for Furniture and Equipment auction events, including how the auctions will be conducted, minimum advertisement, prior inspections, and ethical restrictions on who can bid; and

WHEREAS, there are items that were advertised and publically auctioned but not sold, and FMERA staff recommends working with the contracted auctioneers to reach out to prospective purchasers and negotiate the best possible price, based on prices realized by FMERA for items sold via auction, for these unsold items; and

WHEREAS, the Real Estate Committee has reviewed and discussed the Addendum to the Furniture and Equipment Auction Terms and Conditions of Sale and recommends Board approval.

THEREFORE, BE IT RESOLVED THAT:

1. For the reasons expressed in the attached memorandum, the Authority approves the addendum to the standard Terms and Conditions of Sale for Furniture, Fixture and Equipment Auctions.
2. The Authority authorizes staff to sell and negotiate the highest reasonable price for Furniture, Fixtures, and Equipment not sold at auction and to sign and deliver documents necessary and appropriate to complete such sales as acceptable to the Executive Director and the Attorney General's Office.
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: January 21, 2015

EXHIBIT 5