

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
- Gerald Turning, Mayor of Tinton Falls – V
- Michael Mahon, Mayor of 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)
- Gina Fischetti, Chief Counsel, Local Planning Services, NJ Department of Community Affairs (DCA)
- Helene Rubin, Section Chief, Division of Statewide Planning, NJ Department of Transportation (DOT)

V - Denotes Voting Member

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 7:02p.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 March 18th meeting minutes. A motion was made to approve the minutes by Lillian Burry and seconded by Tim Lizura.

Motion to Approve: LILLIAN BURRY Second: TIM LIZURA
AYes: 9

The second item of business was the approval of the March 18th Executive meeting minutes. A motion was made to approve the minutes by Mayor Mahon and seconded by Tim Lizura.

Motion to Approve: MAYOR MAHON Second: TIM LIZURA
AYes: 9

John Raue arrived at 7:05
Mayor Connelly arrived at 7:08

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 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 meeting agenda called for the public to receive reports from the Staff Advisory Committees and the Statutory Committee meetings. Mr. Gorman stated that the reports are provided to allow for public input and transparency in the conduct of the Authority's effort to implement the Reuse Plan. Mr. Gorman stated that there are three board actions: consideration of approval of the Authority's Comprehensive Annual Report for 2014; consideration of approval of a lease with the Army and Sublease with the Oceanport Department of Public Works for the 900 Area; and consideration of approval of a Purchase and Sale Agreement and Redevelopment Agreement with Pinebrook Commerce Center, LLC for Pinebrook Road Commerce Center. Mr. Gorman stated that the Board would be entering into Executive Session to discuss Attorney-Client privilege matters.

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. 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

Bruce Steadman stated that the agenda has been revised and the Board Action regarding the Officers Housing has been removed. Mr. Steadman welcomed Helene Rubin to the meeting as the new NJ Department of Transportation (NJDOT) representative.

V. TREASURER'S REPORT

Jennifer Lepore, Senior Finance Officer, stated that the Authority's independent accounting firm, Clifton Larson Allen completed the 2014 audit, and reported their findings to the Audit Committee at the April 13, 2015 Committee meeting. The auditors issued an unmodified opinion with regard to the Authority's 2014 financial statements which is their highest opinion. At the meeting, FMERA staff presented the Authority's Annual Report to the Committee, including a financial and operational review of the year. The Annual Report and the audited financial statements serve as FMERA's comprehensive annual report to meet the requirements of Executive Order No. 37 (2006). The Committee reached a consensus and agreed to recommend approval of the Authority's 2014 financials to the Board at tonight's meeting.

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

Tom Mahedy of Wall Township complained that the Army will receive all the proceeds from the sale of the Pinebrook Area Fabrication Shops. Mr. Mahedy stated that the money belongs to the public and the homeless because the Army has already stolen all of the public's money. Mr. Mahedy asserted that the former clinic should go to the homeless and the sick. Mr. Mahedy asserted that the three host municipalities should all be treated the same and not the ones that are involved with the Real Estate Committee. Mr. Mahedy asserted that the auctions are full of fraud and corruption and cash deals and that there were no checks and balances for the auditors to review.

Mr. Steadman stated that FMERA is very proud of the Annual Report and thanked Jennifer Lepore for the outstanding work she did on the report due to Ms. Akerblom's retirement.

Mr. Steadman stated that Mr. Mahedy's erroneous assertions have been addressed at previous meetings.

VII. EXECUTIVE DIRECTOR'S REPORT

Rick Harrison, Director of Facilities Planning stated that as reported at prior meetings, the Phase 2 Economic Development Conveyance application submitted on July 1, 2014, is currently under review by the Army as well as a draft MOA. The Army has provided a draft Finding of Suitability to Transfer (FOST), which has gone through a rigorous review by staff and the State Department of Environmental Protection (DEP). Staff held a conference call yesterday with the principal Army representatives including their environmental consultants and legal team to review our comments. A more in-depth follow-up on our comments is planned. Due to ongoing review of both the FOST and the MOA, our goal now is to seek approval from the Board to execute the Phase 2 MOA with the Army in the spring of this year.

Mr. Harrison gave the following summary of the status of RFPs and Contracts that FMERA has issued:

Auctioneer

Preparations for the next auctions of Phase 1 property are underway. The next auction will include the Pulse Power building and fire training facilities in Tinton Falls and is planned for April 21, 2015. The subsequent auction, involving 2704, 2705, and 2718 is scheduled for April 29th. That auction will be followed by auctions at Buildings 2539 and 2540 and possibly other facilities. More information on the auction and auction catalogue is available at <http://www.theauctioneersgroup.com/>. Staff is also beginning preparations for auctions of Phase 2 items in the summer of 2015. A public, community-focused, small-lot auction will be planned for the fall.

Utilities

We are continuing to plan for upgrades to utility systems and working with the public utilities and our subcontractors to ensure required utilities are safe and operational. Staff and the Borough of Oceanport Engineer, under a reimbursement agreement between FMERA and the Borough, will be designing and applying for water main extensions from NJ American Water to service the Main Post as development comes on-line. An agreement is imminent with JCP&L to operate and maintain our CWA power system. FMERA continues to study and plan for sanitary sewer upgrades with Tinton Falls, the Eatontown Sewerage Authority, and Two Rivers Water Reclamation Authority.

Suneagles

Due to a brutally cold winter there was limited play and 6 weeks without a round of golf played. The season is now off to a great start. Clean up began end of March and our operator has a new maintenance crew which he claims is the best he has ever hired. They are currently putting in 12 hour days and the feedback from members and players is that the course has not looked this good in years. All bunkers have been edged, fairways fertilized, greens aerated and all leaves have been blown.

They have received a tremendous amount of favorable comments. A new pump has been purchased to drain bunkers after rain. The pump does 185 gallons per minute so all bunkers will be dry. Bunkers have been replenished with sand. Joe's has new a staff; so far they are seeing record breaking days there. The planned upgrade of the First tee box is scheduled for end of April. Suneagles will be hosting a Monmouth County High School Girls Tournament. It should take 3-4 days to complete. The operator believes the course will look and play the best ever.

Property Management/Maintenance

Our property management/maintenance team, Chenega Operations Services, has been quite busy keeping our property presentable and secure, for both marketing purposes and keeping our employees and tenants safe and

comfortable. They are now cleaning up the remnants of the severe winter and starting the transition of the property and facilities to warmer weather mode.

Marina

Finishing touches are underway and the Marina operations will open on May 1st for the season. They are targeting Memorial Day weekend for the opening of the food and beverage operation. The operator will be filing the CAFRA Application within the next two weeks and FMERA believes that documentation that has been recently made available by the Army, will help resolve and end the Notice of Violation issues related to the bulkhead and the Tidelands Resources Permit.

Dave Nuse, Director of Real Estate Development stated that FMERA continues to see an increased level of interest in the Fort and its properties since the beginning of the year. FMERA has responded to that demand by issuing 9 Requests for Offers to Purchase (RFOTP) so far in 2015. FMERA currently has 6 RFOTPs open for proposals. Following is an update:

In Tinton Falls, 1 RFOTP is currently posted on our website, for

- Child Development Center, a 20,000 sf facility built in 1996 that's suitable for day care, preschool or office use. Proposals are due April 27th.

FMERA currently has proposals in hand and under evaluation on five Tinton Falls properties:

- Satellite Drive Parcel, a 1.5 acre building lot
- Charles Wood Fire Station
- Parcel F-2, the proposed Veterans Housing site
- Parcel F-3 the 3.5 acre gas station and convenience store site on Hope Road
- Building 2525, an 86,000 sf office building.

FMERA currently is in negotiations with prospective redevelopers on four other parcels in Tinton Falls:

- Parcel C, a mixed use town center project to consist of 243 units of housing and approximately 50,000 sf of retail space, and Parcel C1, planned for 45 single family homes, where Lennar Corporation was selected for exclusive negotiations;
- Pistol Range, where the Board has selected Kiely Realty LLC as purchaser;
- Fabrication Shops, 45,000 sf of light industrial and flex space, which is on the Board's agenda this evening for consideration of a sale agreement with the prospective purchaser, Pinebrook Commerce Center LLC.

In Eatontown, FMERA has 2 open RFOTPs on our website,

- Howard Commons site on Pinebrook Road, zoned for 275 townhouses and up to 15,000 sf of retail space, where the due date has been extended to April 20th;
- Expanded Parcel B, the mixed-use town center property fronting Route 35, calling for up to 250,000 sf of retail space and 302 housing units on about 77 acres, with proposals due on May 21st.

FMERA plans to issue an RFOTP later this year for Suneagles Golf Course, which includes a 10-acre section zoned for construction of a new hotel/conference center.

In Oceanport, FMERA has 3 open RFOTPs posted on our website, for:

- Main Post Chapel, a 16,000 sf facility that includes a 600-seat sanctuary, with proposals due April 20th;
- Nurses Quarters, a 24-unit residential complex on Main Street adjacent to the former Patterson Army Hospital, due May 11th;
- 16,000 sf former recreation building on Brewer Avenue known as the Dance Hall, which is projected for commercial reuse; with a due date of June 10th.

FMERA received three proposals on April 13th for Russel Hall, the 40,000 sf former Garrison Headquarters building. Those proposals will be reviewed by an evaluation committee later this month.

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

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

Candice Valente, Communication and Planning Officer stated that FMERA staff is very proud to announce the launching of our new and improved website at the new web address, www.fortmonmouthnj.com. The new site is live and we welcome the Board members and the public to explore the new site and provide any feedback or questions to FMERA. In addition, the meetings handouts and materials feature FMERA's new branding, including a new logo and tagline. FMERA staff will wrap up their work with their marketing consultant, Weblinx, Inc., with an updated newsletter format, as well as additional branding materials. FMERA would like to acknowledge Katie Hodes for all of her work with the marketing consultant to develop new branding and web presence.

FMERA continues to work with Cushman & Wakefield to market the Fort property. FMERA and Cushman conduct, on average, a half a dozen tours per week. Cushman has updated their marketing flyers and created new flyers for the parcels currently out for proposals. In addition, Cushman and FMERA co-hosted a pre-proposal conference for Parcel B on March 24th, which drew over a dozen interested parties.

Please visit our new website, www.fortmonmouthnj.com, to sign up for our monthly newsletter.

Mr. Steadman thanked Katie Hodes and Candice Valente on their outstanding work on the new website.

Mr. Steadman stated that Katie Hodes has resigned from FMERA to be home with her newborn daughter. Mr. Steadman stated that Katie Hodes has done a wonderful job and was instrumental in the early days of FMERA. Katie Hodes was FMERA's liaison with many of the local, state, and federal elected officials in the early days, and responsible for cultivating these relationships. Mr. Steadman stated that Katie was also instrumental on the small business initiative.

Mr. Steadman stated that the Memorandum of Understanding (MOU) with the Department of Human Services regarding the Megill Housing expires on June 30th. There have been no occupants at the Megill Housing under the DHS project. Mr. Steadman stated that the negotiations period has ended with Lennar Corporation for Parcels C & C1 and staff will bring recommendations for the next steps to the May Board Meeting.

Mr. Gorman congratulated the staff on the new website. Mr. Gorman thanked the staff and especially Katie Hodes for the initiative she took on the Pinebrook Commerce Center project in order to bring small businesses to the Fort.

VIII. COMMITTEE REPORTS

a) AUDIT COMMITTEE (ROBERT ADES, CHAIRMAN):

Robert Ades stated that the Committee met on April 13th and discussed the following:

- The Committee was given a presentation by the Authority's auditors, Clifton Larson Allen regarding the results of the 2014 audit. The Auditors stated that there were no material weaknesses or significant deficiencies identified during the audit of the financial statements and the audit of major federal programs resulting in an unmodified opinion (clean audit of the Authority). The Committee reached a consensus and agreed to recommend approval of the Authority's 2014 financials to the Board at tonight's meeting.

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

Chairman Gorman stated that the Committee met on April 7th and discussed the following:

- A presentation and overview by the Authority's planner, Phillips Preiss Grygiel (PPG) regarding the inventory and open space memo for the ongoing purpose of achieving the open space goals during the redevelopment. The Committee asked staff to implement the open space goals as reflected in the Reuse Plan.
- Discussion regarding a lease from the Army and a sublease to the Borough of Oceanport for Buildings 900, 914, 915, 916, and 917 and the associated parking (900 Area) for Oceanport's Department of Public Works. The Committee reached a consensus and agreed to recommend approval to lease the 900 Area from the Army and sublease it to the OPDPW.
- Discussion regarding the Purchase and Sale Agreement and Redevelopment Agreement (PSARA) for the Pinebrook Commerce Center, LLC (PCC) for the Pinebrook Commerce Center, the former Fabrication Shops. The Committee reached a consensus and agreed to recommend approval of the PSARA with PCC for the former Fabrication Shops.
- Discussion regarding RFOTPs for the Main Post Lodging area and Building 601.
- Discussion regarding Prevailing Wage
- Update on Parcels C & C1
- Update on Charles Wood Firehouse
- Update on Parcel F-2
- Update on Building 2525
- Update on Marina

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

Kenneth J. Kloo stated that the Committee met on April 6th and discussed the following:

- FMERA staff opened the meeting with an overview of the Fitness Center parcel in Oceanport. FMERA is currently in negotiations with the prospective purchaser, with a closing expected in the fall of this year, dependent on the execution of a Phase 2 Economic Development Conveyance (EDC) Agreement and closing with the Army. As the prospective purchasers would like to begin construction and secure customers, the Army has prepared a short-form lease to FMERA and FMERA would subsequently sublease the property to the purchaser, effective until closing with the developer. As such, the Army prepared an environmental document known as the Finding of Suitability to Lease (FOSL) for the property.
- FMERA staff reviewed the significant items from the FOSL with the Committee. A No Further Action (NFA) letter was obtained for a steel tank removed at the pump station on the parcel. The Army also removed a steel tank from Building 114 and an NFA is forthcoming for that area. There are potential Unregulated Heating Oil Tanks still on the site and FMERA is working with the Army to secure records documenting the removal of those tanks. The Committee discussed the future demolition of the water tank, the strategy for moving forward with the JCP&L easement on the parcel, and potential asbestos identified in pipe insulation in the building.
- FMERA staff then provided an overview of the Mandatory Conceptual Review for the AcuteCare site in Oceanport, noting that no environmental features will be impacted by the second phase of renovations at the former Patterson Army Clinic.
- FMERA staff summarized the community update received from Two Rivers Water Reclamation Authority. The Army was historically assessed a base fee based on a minimum flow. Water and sewer use has dramatically decreased, consequently, future assessments will be based on actual flow requiring the member municipalities to assume a larger percentage of the assessment.
- FMERA staff also provided an overview of the sanitary sewer pump stations on the Main Post and the ongoing study and discussions with Two Rivers to replace and/or remove pump stations. New upgrades will take advantage of existing topography.

- FMERA staff discussed the options for upgrading the Main Post water lines, which will be based on the phasing of development projects in the Oceanport area. The Committee discussed the existing infrastructure, and FMERA confirmed that the pipes are usable and the Army has provided and will continue to provide will-serve letters for the time being. Upgrading the pipes may be necessary for New Jersey American Water to accept the pipes into their system.
- FMERA staff provided an update on ongoing work at the Marina, including the forthcoming CAFRA permit application.
- FMERA staff noted that preparations continue for the next auction of Phase 1 personal property, currently scheduled for April 21.
- A new member was appointed to fill the real estate professional seat on the Committee. Gail Helfrick, of Brownfield Redevelopment Solutions and who resides in Monmouth County, will replace Leah Yasenchak.

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):

Gina Fischetti stated that the Committee did not meet this month:

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

Lillian Burry stated that the Committee did not meet this month.

IX. BOARD ACTIONS

- A) The first item before the consideration of approval of the Authority's Comprehensive Annual Report for 2014, as required by Executive Order No. 37.

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.

Michael Collins stated that he reviewed the annual report and commended the staff on it and recommended that the Board and public review the report.

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

- B) The second item before the consideration of approval of a Lease with the Army and Sublease with the Oceanport Department of Public Works for the 900 Area.

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

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

Motion to Approve: TIM LIZURA Second: MICHAEL COLLINS
AYes 8

Mayor Mahon abstained from voting stating that he will be signing the sublease on behalf of Oceanport.

C) The third item before the consideration of approval of a Purchase and Sale Agreement and Redevelopment Agreement with Pinebrook Commerce Center, LLC for Pinebrook Road Commerce Center.

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

A motion was made to approve by Mayor Mahon and was seconded by Robert Lucky

Motion to Approve: MAYOR MAHON Second: ROBERT LUCKY
AYes 9

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

Anthony Talerico of Eatontown asked for the of acreage for each municipality within the Fort.

Bob English of Eatontown asked when is the floor price established for each property. Mr. English asked if a proposal is below the floor price, does the Army keep 100% of the proceeds. Mr. English asked if there was a follow up to the motion made by Robert Ades regarding prevailing wage.

Tom Mahedy of Wall Township asserted that the entire Fort's piping is broken and the water is contaminated. Mr. Mahedy asked what is the protocol for the checks and balances for the cash that the auctioneers have been collecting. Mr. Mahedy asserted that he wanted a list of each person that purchased equipment at the auction as it is public information. Mr. Mahedy complained about the Army's Restoration Advisory Board (RAB). Mr. Mahedy asserted that there is a dump site being built in front of the Veterans parcel. Mr. Mahedy asserted that Kiely Realty Group is receiving an additional \$250,000 upgrade for the Pistol Range and \$25,000 for the water main because of their political contributions.

Mr. Steadman answered Anthony Talerico by stating that the acreage for Tinton Falls is 255.76 acres, Eatontown is 452.24 acres and Oceanport is 418.56 acres.

Mr. Steadman answered Bob English by stating that FMERA and the Army, for the Phase 1 parcels, each get an appraisal of the property and the average of the two appraisals establishes the floor price. The process takes place when FMERA and the Army agree to issue an RFOTP. BRAC law requires the Army to return the proceeds of the sale of the property to the US Treasury. If a community can establish that it has been negatively affected by the closing of the Fort, as FMERA did, then the community can retain a share of the sale proceeds and reinvest it back into the foot print of the property, subject to negotiating the share splits with the Army.

Mr. Steadman stated that the Board will be discussing Mr. Ades' motion in Executive Session.

Mr. Steadman answered Mr. Mahedy by stating that the Army performs monthly and quarterly water testing and posts them on the Army website. FMERA receives a copy of the report which has indicated that the water is suitable for drinking. Mr. Steadman stated that all proper rules and procedures were followed regarding the auctioneer. Mr. Steadman stated that the RAB is an Army entity that includes community stakeholders and it is not a FMERA meeting. Mr. Steadman stated that the Veterans site is not a dump site and a new dump site is not being built at the site, rather, an expanded nearby dump site has been identified. Mr. Steadman stated that Mr. Mahedy's unfounded assertions would not be responded to.

XI.

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):

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

The Board adjourned the Public Session of the meeting and entered into Executive Session – OPMA Exemption N.J.S.A. 10:4-12b(5) and (7):. Attorney Client Privilege Matter.

Due to a health emergency, the Executive Session was called to a close. On a motion by Tim Lizura, seconded by Michael Collins, and unanimously approved by all voting members present, the Board adjourned the Executive Session at 8:19 P.M. and opened the Public Session.

There being no further business, on a motion by Mayor Mahon seconded by Robert Lucky 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
April 15, 2015

Resolution Regarding
**Approval of Fort Monmouth Economic Revitalization Authority 2014 Comprehensive
Annual Report**

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 Authority selected its independent auditors, Clifton Larson Allen, LLP, pursuant to Executive Order No. 122 (McGreevey); and

WHEREAS, the Authority's independent auditors audited and accepted the Authority's financial statements for January 1, 2014 to December 31, 2014, and issued an unmodified opinion regarding the financial statements; and

WHEREAS, pursuant to Executive Order No. 122 (McGreevey), the Audit Committee reviewed the draft Comprehensive Annual Report for January 1, 2014 to December 31, 2014 and recommends presenting the Members with the Annual Report; and

WHEREAS, pursuant to Executive Order No. 37 (Corzine) the Authority is required to submit its Comprehensive Annual Report for review from its Members.

THEREFORE, BE IT RESOLVED THAT:

1. The Members of the Authority approve the Authority's 2014 Comprehensive Annual Report and approve submitting the Report to the Governor's Authorities Unit and the Federal Audit Clearinghouse and posting it on the Authority's website.

2. The Executive Director and/or any individual authorized to execute documents pursuant to the Operating Authority is authorized to do and perform all acts necessary to effectuate the above.

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.

Dated: April 15, 2015

EXHIBIT 1

**ADOPTED
April 15, 2015**

Resolution Regarding
**Consideration of Authorization for FMERA Staff to Execute a Lease with the Army for the
900 Area and Enter into Sublease with the Oceanport Department of Public Works**

WHEREAS, the Oceanport Department of Public Works (OPDPW) has been operating under inhospitable conditions in their current facility since Superstorm Sandy struck; and

WHEREAS, Buildings 900, 914, 915, 916 and 917 (the 900 Area) and associated parking, are located on an approximately 3 acre parcel in the Oceanport Reuse Area

WHEREAS, FMERA staff has proposed that the Army lease the 900 Area to FMERA for a term of one year, with an option for an additional six month extension at the discretion of FMERA; and

WHEREAS, a sublease of the property to OPDPW will allow for renovations and the occupation of the 900 Area on an interim basis while the Borough arranges for a permanent location, and renovation costs will be offset by Federal Emergency Management Agency assistance; and

WHEREAS, the sublease will be consistent with the lease from the Army, and will not commit FMERA to any renewals beyond the stated term, nor will it commit FMERA to dispose of the property upon sublease expiration to the Borough or any other party; and

WHEREAS, the Borough will insure the property for liability, fire and extended coverage and indemnify and hold FMERA harmless against all claims, and the consideration for the sublease is the operation and maintenance of the property by the Borough, including all utility costs; and

WHEREAS, the Army issued a Draft Finding of Suitability to Lease for the property in January 2015 and the Authority will lease the property through the Army's standard form of short-term lease and sublease the property to the Borough using FMERA's standard form of sublease, with final terms subject to the approval of the Executive Director and the Attorney General's Office; and

WHEREAS, the Real Estate Committee recommends that the Board of Directors authorize FMERA staff to enter into the lease and sublease of the 900 Area.

THEREFORE, BE IT RESOLVED THAT:

1. For the reasons expressed in the attached memorandum, the Authority authorizes FMERA staff to execute a lease with the Army for the 900 Area and to enter into a

sublease with the Oceanport Department of Public Works, subject to review by the Attorney General's Office.

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: April 15, 2015

EXHIBIT 2

ADOPTED
April 15, 2015

Resolution Regarding
**Authorization for FMERA to Enter into a Purchase and Sale Agreement and
Redevelopment Agreement with Pinebrook Road Commerce Center, LLC for Pinebrook
Commerce Center**

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, on September 20, 2013 FMERA issued and publically advertised a Request for Offers to Purchase (RFOTP) for Pinebrook Road Commerce Center, the former fabrication shops, with a response date of November 20, 2013; and

WHEREAS, the RFOTP included a 5 acre parcel with an option to acquire an additional 1.5 acre parcel of land for use as parking/storage in the Tinton Falls Reuse Area. The property is currently improved with eight buildings (2501-2504, 2506-2508, and 2625); and

WHEREAS, FMERA received proposals from three bidders, and Pinebrook Commerce Center, LLC (PCC) received the highest technical score and submitted the highest price proposal as well; and

WHEREAS, the Economic Development Conveyance (EDC) Agreement with the Army requires a floor price for the sale of the property and provides that the Army receives 63% of the net proceeds. All three proposals offered a price lower than the floor price, and the Army agreed in the Phase 2 Deal Points Letter to modify the EDC Agreement to allow the sale in exchange for the Army receiving all the net proceeds; and

WHEREAS, at the Authority's May 21, 2014 meeting, the Board authorized FMERA staff to enter into exclusive negotiations with PCC for a purchase agreement pursuant to the RFOTP for Pinebrook Road Commerce Center, per the Authority's Rules for the Sale of Real and Personal Property (Sales Rules); and

WHEREAS, by letter dated October 1, 2014, the Executive Director extended the exclusive negotiating period for an additional thirty (30) days as permitted by the Authority's Sales Rules; and

WHEREAS, the Board approved an initial sixty (60) day extension to the exclusive negotiations period at the November 2014 meeting, and a final sixty (60) day extension to the exclusive negotiations period at the February 2015 meeting; and

WHEREAS, the exclusive negotiations period has resulted in the attached Purchase and Sale Agreement and Redevelopment Agreement (PSARA); and

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

THEREFORE, BE IT RESOLVED THAT:

1. The Authority approves the selection of Pinebrook Commerce Center, LLC (PCC) as the purchaser of the Pinebrook Road Commerce Center parcel in Tinton Falls pursuant to the September 20, 2013 Request for Offers to Purchase, on terms substantially consistent to those set forth in the attached memorandum and the attached Purchase and Sale Agreement and Redevelopment Agreement (PSARA) and with final terms acceptable to the Executive Director and the Attorney General's Office, and authorizes the Executive Director to execute the PSARA and take any necessary actions to effectuate the selection of PCC as the purchaser of the Pinebrook Road Commerce Center parcel.

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: April 15, 2015

EXHIBIT 3

Fort Monmouth Economic Revitalization Authority (FMERA)
Board Meeting
April 15, 2015
FMERA Office, Oceanport, New Jersey

EXECUTIVE SESSION MINUTES

Members of the Authority present:

- James V. Gorman, Chairman, Fort Monmouth Economic Revitalization Authority (FMERA) -V
- Tim Lizura, President and COO, New Jersey Economic Development Authority (NJEDA) – V
- Michael Collins, Assistant Counsel, Office of the Governor’s Authorities Unit – V
- Robert Ades, Vice Chairman, Public Member - V
- Dennis J. Connelly, Mayor of Eatontown – V
- Gerald Turning, Mayor of Tinton Falls – V
- Michael Mahon, Mayor of Oceanport - V
- Dr. Robert Lucky, Public Member – V
- Lillian Burry, Monmouth County Freeholder - V
- John C. Raue, Senior Policy Advisor, Office of the Commissioner, NJ Department of Labor and Workforce Development
- Kenneth J. Kloo, Director of Division of Remediation Management, NJ Department of Environmental Protection
- Gina Fischetti, Chief Counsel, Local Planning Services, NJ Department of Community Affairs
- Helene Rubin, Section Chief, Community Transportation Planning Assistance, NJ Department of Transportation

V- Denotes Voting Member

Also present:

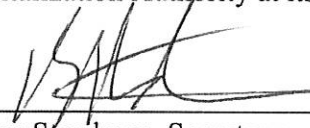
- Bruce Steadman, Executive Director, FMERA
- FMERA staff

Executive Session – OPMA EXEMPTION N.J.S.A 10:4-12(b)(7): Discuss Attorney-Client Privilege Matter

James V. Gorman, Chairman of the Board, began the Executive Session at 8:10 P.M. Due to a family emergency Deputy Attorney General Gabriel Chacon was not able to attend. Bruce Steadman, Executive Director of FMERA, read the resolution presented as a motion that was tabled at the March meeting of the Board. Vice Chairman Robert Ades, Public Member, stated he planned to maintain his motion to approve the resolution, and Lillian Burry, Monmouth County Freeholder, added that she would maintain her second.

Due to a health emergency, the Executive Session was called to a close. On a motion by Tim Lizura, seconded by Michael Collins, and unanimously approved by all voting members present, the Board adjourned the Executive Session at 8:19 P.M. and opened the Public Session.

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



Bruce Steadman, Secretary