

**Fort Monmouth Economic Revitalization Authority
Board Meeting
July 20, 2016
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
- Michael Collins – Assistant Counsel, Authorities Unit, Office of the Governor – V
- Lillian Burry – Monmouth County Freeholder – V
- Dr. Robert Lucky – Public Member – V
- Gary Baldwin – Tinton Falls Councilman – V
- John Patti – Oceanport Councilman – V
- Dennis Connelly – Mayor of Eatontown – V
- Tim Lizura – President & Chief Operating Officer, NJ Economic Development Authority – V
- Gina Fischetti, Chief Counsel, Local Planning Services, NJ Department of Community Affairs
- David Kuhn, Assistant Commissioner of Capital Investment Planning & Grant Administration, NJ Department of Transportation
- John Raue, Senior Policy Advisor to the Commissioner, NJ Department of Labor & Workforce Development

V – Denotes Voting Member

Members not present:

- Kenneth J. Kloo, Director, Site Remediation Program, NJ Department of Environmental Protection

Also present:

- Bruce Steadman, FMERA Executive Director
- Gabriel Chacon, 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 announced 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, that the meeting notice has been duly posted on the Secretary of State’s bulletin board at the State House, and the FMERA and NJEDA websites.

The first item of business was the approval of the June 15th regular meeting minutes. A motion was made to approve the minutes by Lillian Burry and seconded by Robert Lucky.

Motion to Approve: LILLIAN BURRY Second: ROBERT LUCKY
AYes: 8

The next item of business was the approval of the June 15th Executive Session meeting minutes. A motion was made to approve the minutes by Lillian Burry and seconded by John Patti.
AYes: 8

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 as a member of the Board for the last 5 years, he has been very appreciative of the excellent and collaborative efforts of the elected officials of the Boroughs of Eatontown, Oceanport, and Tinton Falls as well as the County of Monmouth for focusing and working together to achieve FMERA's primary mission, the rapid redevelopment of Fort Monmouth for the economic benefit of the local communities. Mr. Gorman stated that time after time partisan politics was put aside to achieve results for the greater good. Mr. Gorman thanked all of them for their service.

Mr. Gorman further stated that the County of Monmouth has provided significant support to FMERA in their efforts to purchase the Main Post from the Army by providing an attractive means of financing the purchase. Mr. Gorman extended his personal thanks to Freeholder Lillian Burry and to Monmouth County Freeholder Director Tom Arnone and all of the County Freeholders for their strong and unwavering support. Mr. Gorman stated that FMERA will work with the County of Monmouth to open the principle thoroughfare on the Main Post, Avenue of Memories, for public use within the coming months. This redevelopment effort will improve traffic convenience for the citizens of the local communities from Route 35 in Eatontown to Oceanport Avenue in Oceanport. The thoroughfare will also provide citizens with a window to the redevelopment efforts at Fort Monmouth. Mr. Gorman again thanked the County of Monmouth for their continued support and assistance for this important redevelopment work.

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 proved 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 six board actions: 1) Consideration of Approval of Plan Amendment #6 permitting additional development scenario in Oceanport; 2) Consideration of Approval of a Memorandum of Understanding with NJ Economic Development Authority for Parcel F-1 in Tinton Falls; 3) Consideration of Approval of Deed of Roadway Dedication to County of Monmouth for Avenue of Memories a/k/a County Route 537 extension; 4) Consideration of Approval of a Purchase and Sale Agreement & Redevelopment Agreement for the Motor Pool in Eatontown; 5) Consideration of Approval for Legally Binding Agreement, Administrative Letter and Purchase and Sale Agreement & Redevelopment Agreement for Emergency Homeless Shelter in Oceanport; and 6) Consideration of Approval to adopt a Reimbursement Resolution to Potential Financing of FMERA's Purchase of the Phase 2 Properties.

The Chairman went on to state that there will be two public comment periods at the meeting based on the Authority's public meetings protocol, 3 minutes per speaker for the first, 5 minutes per speaker for the second. 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

Mr. Steadman introduced David Kuhn of the Department of Transportation. Mr. Kuhn is the Assistant Commissioner of Capital Investment, Planning and Grant Administration. Mr. Kuhn is responsible for transportation planning and investment of NJDOT's capital funds, administering federal and state multimodal transportation grants, and overseeing NJDOT's safety program. Mr. Kuhn has been with the NJDOT for 28 years, working in various parts of the organization and is a licensed engineer and a graduate of the University of Delaware.

Mr. Steadman stated that FMERA's annual meeting will be on September 21st.

TREASURER'S REPORT

Jennifer Lepore, Senior Finance Officer stated that the Authority has submitted a Grant Application to the Office of Economic Adjustment (OEA) in support of the Authority's operations. This grant represents the final year of funding from OEA. No word has been received yet from OEA on this application.

The second quarter ended on June 30th and FMERA staff has begun preparing the financial and operational summary for the first half of 2016. Staff will be meeting to review the first six months of 2016 and assess the performance against the 2016 organization goals. FMERA staff will present the financial and operational summary report to the Audit Committee at their next meeting.

FMERA staff and counsel participated in meetings and conference calls over the past month with representatives of the County of Monmouth and the Monmouth County Improvement Authority regarding FMERA's requested financing of the Phase 2 EDC purchase from the Army. Staff will be presenting a reimbursement resolution for the Board's consideration at tonight's meeting. The balance of the financing documents are currently in preparation, and staff plans to seek Board approval for those items at the August meeting.

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

Tom Mahedy of Wall Township stated that he was absolutely opposed to the Board Action regarding Parcel F-1 and the Myer Center. Mr. Mahedy asserted that the demolition of the Myer Center will harm the children at the Monmouth County Teen Center and the other surrounding parcels and tenants from toxic dust at the Myer Center. Mr. Mahedy asked what is being done to prevent the contamination from the demolition of the Myer Center to the surrounding areas. Mr. Mahedy asked why the citizens of New Jersey and Monmouth County have not been asked if they are in favor of the demolition.

Mr. Steadman stated that the Myer Center does not have any economic viability. FMERA has issued an RFOTP for Parcel F-1 with no responses. Mr. Steadman stated that in order for the property to have value and to generate jobs to the area it is important for both FMERA and Tinton Falls to work with the NJEDA to demolish the building which will add substantial value to New Jersey, Monmouth County and Tinton Falls. Mr. Steadman said that NJEDA will be retaining an engineering firm to prepare a full demolition plan, which will take into account aspects of the demolition, such as noise, traffic, safety, environmental concerns, and other aspects; and that this plan would have to be implemented by the demolition contractor.

John Patti, representing Mayor Coffey, asked if policing of Rt. 537/Avenue of Memories, was being worked on. Mr. Steadman responded yes, that it was one of the many logistical issues being discussed with the County, regarding the opening of the street.

EXECUTIVE DIRECTOR'S REPORT

Rick Harrison, Director of Facilities Planning stated that FMERA continues to have weekly conference calls with all of the involved Army parties. The Memorandum of Agreement (MOA) and Economic Development Conveyance (EDC) Agreement have been approved by the Army. FMERA expects to sign them at closing in the next 60-90 days. The Finding of Suitability to Transfer (FOST) still remains to be finalized. The public comment period for the Phase 2 FOST, the Army's environmental history document, closed at the end of May and the Army is responding to FMERA's comments. FMERA is currently reviewing those responses.

The following is a summary of the status of RFPs and Contracts that FMERA has issued:

Auctioneer

- FMERA auctioned the GeoProbe vehicle on July 13th. There were 5 bidders and the winning bid was for \$15,000. FMERA is planning on some large auctions in the fall once the Phase 2 property transfers. In the meantime The Auctioneer's Group will be inventorying and prepping the Phase 2 buildings for the fall auctions.

Utilities

- FMERA continues to plan for upgrades to utility systems, and to work with the public utilities and our subcontractors to ensure required utilities are safe and operational.
- The Oceanport Engineer, under an MOU with the Borough, is completing work on a water main extension to accommodate the historic district development, the fitness center, FMERA offices and additional pending sales in the area surrounding the historic district.
- FMERA is also discussing roadways, public rights of way and easements with the three Boroughs and the County of Monmouth.
- The transfer agreement for the Charles Wood Electrical system to JCP&L was approved at the April board meeting and is being executed. This agreement will also serve as a template for a Phase 2 electrical agreement which is currently under discussion.
- FMERA is also working toward an MOU with Two Rivers Water Reclamation Authority to define the terms and responsibilities for the future maintenance and operation of the existing sanitary sewer system and the transition to a proposed new system serving the Oceanport area of the Fort.

Suneagles Golf Course

- LINX Golf Management, FMERA's operator, reports – "The 2nd quarter has seen a decrease in rounds by approximately 1,500 compared to last year. Much of this is directly attributed to the poor weather conditions on several weekends. The weather has been good lately and course conditions have improved from last year. The greens are as healthy as we have seen them and crab grass issues have been resolved. We have secured two summer leagues and a couple of outings new to Suneagles. The course has been in superb condition. With course conditions being as good as they are with a little luck and nice weather we are hoping for a strong 2nd half." Suneagles also reported that Suneagles was featured in the Spring edition of the New Jersey State Golf Association magazine and this past week they were interviewed for the fall edition of Golfing Magazine. For the second year in a row, Suneagles was voted one of the best public golf courses by Monmouth Health & Life Magazine.

Property Management/Maintenance

- Our property management/maintenance team, Chenega Operations Services and the Army Caretaker have been busy keeping the property presentable and secure, and monitoring buildings and properties for current marketing purposes. The recent summer storms have kept them busy checking and clearing roof and floor drains, storm sewer basins, and making minor repairs due to storm related damage. FMERA is also preparing for the transition to maintaining the Phase 2 property when transferred to FMERA. Thank you to the County Highway District, the Oceanport DPW, the Eatontown DPW and the Tinton Falls DPW for their help and support.

Marina

- The Marina operator reports: "More and more people are coming and taking advantage of Happy Hour daily from 4:00 to 6:30 PM, Sunday Brunch and Daily Lunch. We will continue to provide Sunday afternoon entertainment throughout the summer, along with some Friday and/or Saturday night music to dance by." They also report that they have passed all of their final construction inspections, and received a full & complete Certificate of Occupancy.

Appraiser Request for Qualifications

- FMERA issued a Request for Qualifications (RFQ) for Real Estate Appraisal Services on March 8th. Through this RFQ, the Authority sought to establish a pre-qualified pool of five (5) to ten (10) qualified

firms to provide these services on an as needed basis. The responses were due on April 15th, and 10 responses were received. Staff is in the process of evaluating these for compliance and scoring.

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

Update on RFOTPs

The following is a town-by-town summary of the status of redevelopment projects on the Fort:

In Oceanport, FMERA has executed contracts on 3 parcels:

- Officer Housing, consisting of 117 historic housing units, where RPM Development is the selected purchaser;
- The Fitness Center, where FM Partners, LLC, is proposing to renovate and expand the facility;
- And Russel Hall, the 40,000 square-foot former Garrison Headquarters building, to TetherView Property Management, LLC, a private cloud computing services company from New York.

FMERA is in negotiations for the sale and redevelopment of the following 3 properties:

- The Nurses Quarters, a 24-unit residential complex on Main Street adjacent to the former Patterson Army Hospital;
- The Dance Hall, the 16,000 square-foot recreation building on Brewer Avenue, which is projected for commercial reuse;
- And the Marina, currently approved for exclusive negotiations with AP Development Partners, LLC, for use as a marina and restaurant.

FMERA issued an RFOTP for the Squier Hall Complex on April 29th, a 31 acre site in the Oceanport Reuse Area. The Reuse Plan calls 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. Responses were due on June 27th and one response was received. Staff is in the process of evaluating the proposal.

FMERA staff has received Board approval to issue RFOTPs for several other properties in Oceanport, including Barker Circle, Allison Hall, the Main Post Chapel and the Lodging Area. Those four RFOTPs are slated to be issued this summer.

In Eatontown, FMERA is in negotiations for the sale and redevelopment of 2 properties:

- Howard Commons on Pinebrook Road, zoned for up to 275 homes and up to 15,000 square feet of retail space, where FMERA is in negotiations with the lead proposer;
- And Parcel B, an 89 acre site along Route 35 zoned for a mixed-use town center to include approximately 250,000 square feet of retail space and 302 housing units, where Fort Monmouth Parcel B Redevelopment, LLC, has been approved for exclusive negotiations.

FMERA issued an RFOTP for 6 former barracks buildings on Semaphore Avenue in Eatontown on July 1. FMERA is seeking proposals to use the approximately 4.4-acre parcel for a use consistent with the Reuse Plan, namely open space, or for an alternate use which includes the reuse of Buildings 1102 through 1107 for a cultural center that promotes the arts, music, entertainment or a museum, including up to 12 units of artist short-term residential space, or for a non-residential arts-based use. The potential purchaser and any subsequent owners will be required to maintain the approximately 2 acre Soldiers Park as open space following transfer of title. Proposals are due on August 29th.

FMERA is also exploring options for the reissuance of an RFOTP for the Suneagles Golf Course.

In Tinton Falls, FMERA closed on two properties this year:

- Building 2525 was sold to RADAR Properties in February, which will lease the building to Aaski Technology and other tenants for technology and office uses;
- Child Development Center, sold to Trinity Hall in March, which will relocate the all girls high school to the site for the upcoming school year.

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

- Parcels C and C1, where Lennar Corporation plans to build 288 residential units along with up to 58,000 square feet of retail development;
- The Fabrications Shops (Pinebrook Road Commerce Center), 45,000 square feet of light industrial and flex office space buildings along Pinebrook Road that will be redeveloped by Pinebrook Commerce Center, LLC;
- The Pistol Range and Satellite Road Parcel, under contract to Kiely Realty Group for the reuse and expansion of the former Pistol Range, and additional commercial uses on the combined approximately 5 acre parcel;
- The 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;
- And Parcel F-3, the former gas station and convenience store along Hope Road, which the Monmouth County Park System will utilize in conjunction with the adjacent Rec Center, to expand services and provide additional amenities.

FMERA issued an RFOTP for the Charles Wood Fire Station on May 6th, an approximately 4 acre parcel along Corregidor Road. FMERA sought proposals to either reuse the Fire Station for a civic/institutional use, or for an adaptive reuse of the building for commercial/retail uses. Proposals were due on July 8th and 5 proposals were received.

FMERA has also received Board approval to issue an RFOTP for Parcel F-2 located just north of the Pistol Range in Tinton Falls.

Copies of our RFOTPs are posted under the Bidding Opportunities tab on the FMERA website, www.fortmonmouthnj.com.

Regarding the Marketing of the Fort,

FMERA staff expects to issue approximately 6 Requests for Offers to Purchase this summer and fall (4 in Oceanport, and 1 each in Eatontown and Tinton Falls), and will be posting new information on available sites on our website in the coming weeks. FMERA and our Master Broker, Cushman & Wakefield, conduct on average four meetings and tours per week with prospective purchasers and tenants, and interest in the Fort remains strong.

FMERA staff actively markets the Fort to the real estate industry by participating in conferences and events throughout the region. Members of the Real Estate Department made a presentation to the Monmouth County Chapter of the Alliance for Action on July 18, and we are beginning to make plans for the Governor's Housing and Economic Development Conference in September.

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

Bruce Steadman conveyed his thanks to Freeholder Lillian Burry, representing the County and all those who have been involved with the Phase 2 financing from the County and the MCIA, for their help and support in preparing the many documents associated with the Phase 2 financing.

Mr. Steadman thanked the three boroughs, and specifically the Borough Engineers and the three DPWs for their work and cooperation on streets and utilities; and specifically mentioned the good support received from JCP&L and New Jersey American Water.

Mr. Steadman listed the following action items:

- Continued work with the N.J. Department of Environmental Protection 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

COMMITTEE REPORTS

a) AUDIT COMMITTEE (ROBERT LUCKY, CHAIRMAN)

Robert Lucky stated that the Committee met on July 14th and discussed the following:

- Discussion regarding the Phase 2 financing with the Monmouth County Improvement Authority including the terms, conditions and provisions associated with the loan agreement. The Committee reviewed the Reimbursement Resolution. The Committee reached a consensus and agreed to recommend to the Board approval of the Reimbursement Resolution.
- Discussion regarding FMERA's cash flow and current budget.
- Discussion regarding FMERA's Legally Binding Agreements and Homeless Obligations.

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

Chairman Gorman stated that the Committee met on July 12th and discussed the following:

- Discussion regarding Plan Amendment #6 which encompasses 16 acres of property in the Oceanport Reuse area with plans for permitting the relocation of the Oceanport Municipal Complex along Murphy Drive and the County homeless shelter where the County will construct an emergency homeless shelter. The Committee reached a consensus and agreed to recommend final approval of the proposed plan amendment #6.
- Discussion regarding the terms of the proposed Memorandum of Understanding with NJEDA related to demolition engineering proposals for the Myer Center in Tinton Falls to permit a more rapid redevelopment of the parcel. The Committee reached a consensus and agreed to recommend final approval of the MOU.
- Discussion regarding the extension of FMERA's Master Broker, Cushman & Wakefield's contract. The Committee agreed to extend a short extension of the contract.
- Discussion regarding the Phase 2 financing terms including the Reimbursement Resolution with the Monmouth County Improvement Authority (MCIA). The resolution allows the MCIA to use bond proceeds to reimburse FMERA for costs incurred by FMERA and associated with issuance of the financing. The Committee reached a consensus and agreed to recommend approval of the Reimbursement Resolution.
- Discussion regarding the conveyance of Avenue of Memories to the County via a Deed of Roadway Dedication. Conveyance of the road will permit better public knowledge of the redevelopment activities at the Fort. The Committee and the County are in strong support of this initiative while recognizing that there are a number of steps that need to occur to facilitate the opening of the road. The Committee reached a consensus and agreed to recommend approval of the Deed of Roadway Dedication.
- Discussion regarding the PSARA for the Motor Pool in Eatontown as a Local Beneficial Use (LBU) to the County. The Committee reached a consensus and agreed to recommend final approval of the PSARA.

- Discussion regarding the PSARA for the emergency homeless shelter in Oceanport to the County. The Committee reached a consensus and agreed to recommend final approval of the PSARA.
- Other Items Discussed
 - Eatontown Area in need Designation
 - Parcel B
 - Squier Hall
 - Parcel F-2
 - Parcels C & C1
 - Parcel F-1
 - Oceanport Lodging Area

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

Bruce Steadman, on behalf of Kenneth J. Kloo stated that the Committee did not meet this month. The Committee is scheduled to meet on August 8th.

d) HISTORICAL PRESERVATION STAFF ADVISORY COMMITTEE (BRUCE STEADMAN, INTERIM CHAIRMAN)

Bruce Steadman stated that the Committee did not meet this month. The Committee will be meeting in August upon completion of the Mandatory Conceptual Review (MCR) for a soon-to-be-developed parcel.

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

Gina Fischetti stated that the Committee met on June 23rd and discussed the following:

- Discussion regarding the status of the Phase 2 Memorandum of Agreement between FMERA and the Army.
- Discussion regarding Parcels C & C1. FMERA has an executed a PSARA with Lennar Corporation. Lennar has begun their due diligence. Parcel C will be developed to accommodate up to 239 residential units and Parcel C1 up to 49 residential units. Both Parcels will contain 20% affordable housing
- Discussion regarding Parcel B. FMERA continues the exclusive negotiations with Fort Monmouth Parcel B Redevelopment, LLC. Parcel B will include retail and/or commercial development on the parcel with the number of housing units at 302, with 20% affordable.
- Discussion regarding Suneagles Golf Course. FMERA is exploring alternate options for the reissuance of a new RFOTP.
- Discussion regarding Howard Commons. FMERA has begun discussions with the lead developer. FMERA and the Eatontown Ad Hoc Committee have reviewed the site plan and are in agreement. One issue regarding the flood plan and adjacent wetlands may affect the number of housing units.
- Discussion regarding the Nurses Quarters. The buildings will be developed as 24 one and two bedroom apartments with 20% affordable. The leading proposer submitted three scenarios and FMERA discussed with the Oceanport Ad Hoc Committee. FMERA will begin discussions with the leading proposer in the coming weeks.
- Other Discussion Items:
 - Officers Housing
 - Upcoming RFOTPs – Barkers Circle, Lodging Area, Allison Hall and the six former Barracks buildings in Eatontown.

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

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

BOARD ACTIONS

A) The first item before the Board was the consideration of approval of Plan Amendment #6 permitting an additional development scenario in Oceanport.

Candice Valente read a summary of the Board memo.

The resolution is attached hereto and marked Exhibit 1.

A motion was made by Lillian Burry and was seconded by John Patti.

Bruce Steadman conducted a roll call vote.

NAME	YES	NO	ABSTAIN
James V. Gorman	X		
Michael Collins	X		
Lillian Burry	X		
Robert Lucky	X		
Gary Baldwin	X		
John Patti	X		
Dennis Connelly	X		
Tim Lizura	X		

Motion to Approve: LILLIAN BURRY Second: JOHN PATTI

AYes: 8

B) The second item before the Board was the consideration of approval of a Memorandum of Understanding with NJ Economic Development Authority for Parcel F-1 in Tinton Falls.

Candice Valente read a summary of the Board memo.

The resolution is attached hereto and marked as Exhibit 2.

A motion was made by Tim Lizura and was seconded by Lillian Burry

Tim Lizura stated that the NJEDA Board unanimously approved a resolution at their July meeting.

Motion to Approve: TIM LIZURA Second: LILLIAN BURRY

AYes: 8

C) The third item before the Board was the consideration of Deed of Roadway Dedication to County of Monmouth for Avenue of Memories a/k/a County Route 537 extension.

Candice Valente read a summary of the Board memo.

The resolution is attached hereto and marked Exhibit 3.

A motion was made by Robert Lucky and was seconded by Dennis Connelly

Motion to Approve: ROBERT LUCKY Second: DENNIS CONNELLY

AYes: 8

D) The fourth item before the Board was the consideration of approval of a Purchase and Sale Agreement & Redevelopment Agreement for the Motor Pool in Eatontown.

Candice Valente read a summary of the Board memo.

The resolution is attached hereto and marked Exhibit 4.

A motion was made by Lillian Burry and was seconded by Dennis Connelly.

Motion to Approve: LILLIAN BURRY Second: DENNIS CONNELLY
AYes: 8

E) The fifth item before the Board was the consideration of approval of a Legally Binding Agreement, Administrative Letter and Purchase and Sale Agreement & Redevelopment Agreement for an Emergency Homeless Shelter in Oceanport.

Candice Valente read a summary of the Board memo.

The resolution is attached hereto and marked Exhibit 5.

A motion was made by Lillian Burry and was seconded by Tim Lizura.

Motion to Approve: LILLIAN BURRY Second: TIM LIZURA
AYes: 8

F) The sixth item before the Board was the consideration of approval to adopt a Reimbursement Resolution to Potential Financing for FMERA's Purchase of the Phase 2 Properties.

Candice Valente read a summary of the Board memo.

The resolution is attached hereto and marked Exhibit 6.

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

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

OTHER ITEMS

There were no other items before the Board.

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

Bob English of Eatontown asked how it was decided that the Myer Center was to be demolished, and were there other parcels considered such as Howard Commons and Parcel B. Mr. English asked that if proposed sales transactions for Howard Commons or Parcel B do not work out, would an EDA demolition project like the Myer Center be considered as an option. Mr. English asked if after the transfer of the property from the Army to FMERA would the minimum bid for Suneagles be reduced or increased.

Tom Mahedy of Wall Township asked what toxics will be dispersed if and when the Myer Center is demolished. Mr. Mahedy asked what is being done to notify the surrounding parcels regarding the demolition. Mr. Mahedy asserted that the stream located by the Teen Center and the Child Development Center is toxic. Mr. Mahedy stated that the State has not done the right thing in the past with regards to demolitions. Mr. Mahedy

complained about the Army Restoration Board (RAB) and that the Army does not want to have any more oversight regarding the Myer Center. Mr. Mahedy asked why FMERA has not conducted an investigation into the RAB. Mr. Mahedy asked if the Veterans will be placed on a 2 acre dump site.

Mr. Steadman answered Mr. English by stating that FMERA has had high interest by developers to acquire Howard Commons and Parcel B for redevelopment; and that FMERA has been actively marketing the Myer Center for many years with no bona fide interest. Mr. Steadman stated that due to the investments being made by CommVault, Lennar and other potential developers in the area, it became a critical item to demolish the Myer Center and bring many developmental and reuse options to the site and the area to enhance the general area around the CommVault and Lennar projects. He added that an EDA demolition plan was a last resort for the Myer Center, after other feasible options have been exhausted, and similarly would be a last resort for either the Parcel B or Howard Commons parcels.

Tim Lizura stated that the site is zoned for commercial development and the NJEDA's expertise is for commercial development as opposed to residential development. The NJEDA also does not want to compete with the private development community, and again is the last resort for this parcel.

Mr. Steadman answered Mr. English by stating that Suneagles is included in the Phase 1 properties and is not impacted by the Phase 2 financing with the County. FMERA and the Army are still partnered for the Phase 1 properties and therefore a minimum bid may still be required for Suneagles. This has not yet been decided. Mr. Steadman stated that the Phase 2 properties will not require a minimum bid to satisfy the Army, as in Phase 1, but that FMERA may include a minimum bid in future RFOTPs on a case by case basis.

Mr. Steadman answered Mr. Mahedy by stating that the NJEDA is issuing an RFP for an engineering firm to prepare plans, specifications, and scope of work for demolition engineering of the Myer Center. The plans will be used to obtain demolition bids from contractors. The demolition plan will address various aspects of a large demolition project, such as noise, traffic, safety, environmental considerations, communication of schedule to neighboring property owners, and/or other issues.

Mr. Steadman stated that Army data indicates the stream located near the Teen Center and Child Development Center is not toxic. Mr. Steadman stated that the RAB is an Army entity and FMERA has no involvement in its management.

Mr. Steadman stated that there will be an announcement at the August meeting regarding the Veterans project..

There being no further business, on a motion by John Patti seconded by Lillian Burry and unanimously approved by all voting members present, the meeting was adjourned at 8:22p.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
July 20, 2016

Resolution Regarding
**Approval of Sixth Plan Amendment Permitting Alternative Development Scenario in
Oceanport**

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 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 #6, prepared by the Authority's contracted professional planner Phillips Preiss Grygiel, encompasses two Fort Monmouth properties in the Oceanport Reuse Area, totaling approximately 16 acres 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 #6 to the host municipalities at its April 20, 2016 meeting; and

WHEREAS, the 45-day comment period commenced on May 13, 2016; and

WHEREAS, the comment period expired on June 23, 2016 and correspondence was received from Tinton Falls, Eatontown and Oceanport; 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 #6 and the responses to the comments from the three host municipalities, and recommends adoption of amendment #6.

THEREFORE, BE IT RESOLVED THAT:

1. The Authority adopts the responses contained in the attached memorandum, to the comments from the Boroughs of Tinton Falls, Eatontown and Oceanport.

2. As expressed in the attached memorandum, the Authority approves Amendment #6 to the Fort Monmouth Reuse and Redevelopment Plan that would permit an alternative development scenario in the Oceanport 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: July 20, 2016

EXHIBIT 1

ADOPTED
July 20, 2016

Resolution Regarding
Approval of the Memorandum of Understanding between FMERA and EDA with Respect to Parcel F-1 in Tinton Falls

WHEREAS, the Tinton Falls Reuse Area contains several prominent buildings, including Building 2700, the 673,540± gsf Myer Center, and Building 2705, the 43,230± gsf former Night Vision Lab, both of which are slated to be renovated for office, data center and/or research & development uses in the Fort Monmouth Reuse and Redevelopment Plan (Reuse Plan); and

WHEREAS, this 38± acre tract, known as Parcel F-1, is a Phase One property in FMERA's June 2012 Economic Development Conveyance Agreement with the Army and FMERA took ownership of Parcel F-1 from the Army in May 2014, with the exception of a 0.285 acre environmental carve-out area; and

WHEREAS, FMERA received no offers to the Request for Offers to Purchase (RFOTP) for Parcel F-1 issued in December 2014; and

WHEREAS, FMERA staff has encountered limited interest in the reuse of the existing buildings due to their size and age, which are a significant impediment to redevelopment, due to their poor condition and the scale of the required demolition; and

WHEREAS, the NJ Economic Development Authority has significant experience and expertise in undertaking redevelopment projects, FMERA's enabling legislation authorized FMERA to enter into designated redevelopment agreements with EDA for property within Fort Monmouth; and

WHEREAS, FMERA and EDA staff have negotiated the terms of a proposed Memorandum of Understanding (MOU) that establishes a process to identify the cost of environmental remediation and demolition; and

WHEREAS, EDA will first retain an engineering firm to prepare plans, specifications, and a scope of work for the demolition engineering and environmental remediation plans for the existing buildings, which will then be used to obtain remediation and demolition bids from contractors at prevailing wage rates via public bid process; and

WHEREAS, FMERA and the EDA will then complete negotiations for a Purchase and Sale Agreement and Redevelopment Agreement (PSARA) in which EDA may purchase Parcel F-1 and redevelop the property; and

WHEREAS, EDA will provide \$1 million to fund the plan preparation for the environmental remediation and demolition of the Myer Center, the Night Vision Lab and their out-buildings; and

WHEREAS, the Real Estate Committee has reviewed the MOU and

recommends approval by the Board;

THEREFORE, BE IT RESOLVED THAT:

1. For the reasons expressed in the attached memorandum, the Board authorizes entering into the memorandum of understanding between FMERA and the NJ EDA with respect to Parcel F-1 in Fort Monmouth, with final terms of the agreement subject to approval by the Executive Director and the Attorney General's Office. The Executive Director or other staff authorized to execute documents pursuant to Operating Authority is authorized to do and perform all acts necessary to effectuate this action.

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: July 20, 2016

EXHIBIT 2

ADOPTED
July 20, 2016

Resolution Regarding
Conveyance of County Route 537 Extension to the County of Monmouth

WHEREAS, the Fort Monmouth Economic Revitalization Authority (FMERA) is working with the County of Monmouth to improve access to properties in the Main Post Area and the surrounding region; and

WHEREAS, County Road 537 Extension in Eatontown and Oceanport is currently included in the Fort Monmouth property expected to be transferred to FMERA from the U.S. Army through a Phase 2 Economic Development Conveyance Agreement; and

WHEREAS, the County has agreed to accept the Property, as well as the associated rights-of-way, in order to facilitate the redevelopment of the adjacent parcels and to improve access to the surrounding communities; and

WHEREAS, contingent on the receipt of title from the Army, FMERA will convey the Property in as-is, where-is condition via a Deed of Roadway Dedication (Deed) that has been reviewed and approved by the County; and

WHEREAS, prior to the County opening County Route 537 Extension or any portion thereof for public use, the County and staff will negotiate a Memorandum of Understanding (MOU) to address logistical details, and upon the conveyance of the Property the County will be responsible to maintain the roads and fire hydrant service along it and to provide street lighting; and

WHEREAS, title will be conveyed subject to easements for public utilities that have been installed under the roadway and within the proposed rights-of-way area to provide service to current property owners and future purchasers and developers of property along the streets comprising County Route 537 Extension; and

WHEREAS, the Real Estate Committee recommends that the Board approve the conveyance of the Property to the County and delegation to staff to negotiate and enter into a MOU with the County to address operational and logistical issues for opening County Route 537 Extension for public use;

THEREFORE, BE IT RESOLVED THAT:

1. For the reasons expressed in the attached memorandum, the Authority approves the conveyance to the County of Monmouth of County Route 537 Extension on terms substantially consistent to those set forth in the attached memorandum and the attached Deed and with final terms acceptable to the Executive Director and the Attorney General's Office. The Executive Director or other staff authorized to execute documents pursuant to Operating Authority is authorized to do and perform all acts necessary to effectuate this action.

2. For the reasons expressed in the attached memorandum, the Authority approves delegating to staff authority to negotiate and enter into a Memorandum of Understanding with the County of Monmouth to address operational and logistical issues necessary to open County Route 537 Extension to the public in a safe and efficient manner.

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: July 20, 2016

EXHIBIT 3

ADOPTED
July 20, 2016

Resolution Regarding

(i) Purchase and Sale and Redevelopment Agreement for of the Motor Pool Area in Eatontown to County of Monmouth; (ii) entering into a new lease with the US Army for the property; and (iii) entering into a new sublease with the County for the Property

WHEREAS, the Motor Pool Area facilities include Buildings 750, 753, 754, 760 and 761 and their associated land areas on approximately 10.3 acres in Eatontown; and

WHEREAS, in September 2012 the FMERA Board approved a Sublease Agreement between FMERA and the County of Monmouth for the Motor Pool Area for use as a regional facility for the Highway Division of its Department of Public Works; and

WHEREAS, the sublease anticipated conveyance of the Property in exchange for services in-kind once the Property was transferred to FMERA; and

WHEREAS, subsequently the County of Monmouth has occupied the property and completed the following projects: installation of a radio tower; construction of a salt barn; installation of brine tanks and dispensing system, construction of a fuel dispensing station; building of berms and planting trees; removal of sub-grade furnish ash under the parking lot and repaving the parking lot; and

WHEREAS, in May, 2016 the FMERA Board approved Evaluation Scoring for Local Beneficial Use (LBU) Requests, and the County has requested that this conveyance be administered as a LBU transaction; and

WHEREAS, the scoring of the County's proposed use of the Property is 863 which entitles the County to the maximum discount of 40% resulting in a purchase price of \$626,400, discounted from the appraised value of \$1,040,000; and

WHEREAS, in anticipation of FMERA acquiring title to the Property the County of Monmouth and FMERA agreed to the terms of a Purchase and Sale Agreement and Redevelopment Agreement, which include the following: a purchase price of \$626,400; after closing the County shall, at the County's cost and expense, install infrastructure improvements and/or provide in-kind services requested by FMERA and for the benefit of FMERA's efforts to cause redevelopment and revitalization at Fort Monmouth, which include, but are not limited to: (i) repairing the Murphy Drive culvert, (ii) road improvements and repaving following installation of underground water and sewer infrastructure, (iii) landscaping and maintenance of recreational and passive open space, (iv) storm sewer maintenance and repair, and (v) excavation; and

WHEREAS, there are currently two Environmental Carve-out Parcels on the property undergoing remediation, and as a result there will be an Initial Closing of the Property

not within the Carve-out Parcels, a Second Closing for Carve-out Parcel 51 within 30 days of Army completing environmental investigations and remedial actions and conveying the Carve-out Parcel 51 to FMERA, and a Third Closing for the Environmental Carve-out Parcel 40B within 30 days of Army conveying the Environmental Carve-out Parcel 40B to FMERA; and

WHEREAS, FMERA will lease the Property from the Army and Sublease the Property to the County until such time as it can be transferred to FMERA and conveyed to the County; and

WHEREAS, the Real Estate Committee recommends that the Board approve the conveyance of the Motor Pool Area in Eatontown to the County via the attached Purchase and Sale Agreement and Redevelopment Agreement;

THEREFORE, BE IT RESOLVED THAT:

1. For the reasons expressed in the attached memorandum, the Authority approves the conveyance to the County of Monmouth of the Motor Pool Area in Eatontown and (i) the attached Purchase and Sale Agreement and Redevelopment Agreement, (ii) entering into a new lease with the U.S. Army for the Property, and (iii) entering into a new sublease with the County for the Property. The Executive Director or other staff authorized to execute documents pursuant to Operating Authority is authorized to do and perform all acts necessary to effectuate this action.

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: July 20, 2016

EXHIBIT 4

ADOPTED
July 20, 2016

Resolution Regarding

Approval of (i) Purchase and Sale Agreement and Redevelopment Agreement with County of Monmouth for 3-Acre Parcel in Oceanport; (ii) a Legally Binding Agreement (LBA) with the County of Monmouth for Homeless Provider Services; and (iii) an Administrative Letter supplementing certain general provisions of the LBA

WHEREAS, in September 2008, the Fort Monmouth Economic Revitalization Planning Authority (FMERPA), the predecessor to FMERA, submitted a Homeless Assistance Submission along with the Reuse Plan to the U.S. Department of Housing and Urban Development (HUD) which included a Legally Binding Agreement (LBA) providing for an emergency shelter for the County of Monmouth (County), which was subsequently approved by HUD in 2010; and

WHEREAS, in 2012 the existing County shelter on Fort Monmouth in the Oceanport Reuse Area was evacuated due to flooding by Superstorm Sandy, and the County temporarily relocated the shelter to an offsite County-owned facility; and

WHEREAS, the County has since sold this facility and has pursued the option to relocate the facility back on Fort Monmouth per the LBA and FMERA's obligation to provide an emergency shelter for the County; and

WHEREAS, FMERA initially presented an option for the reuse of Building 901 in the Oceanport Reuse Area which was operating with a license from the Army to the New Jersey National Guard until September 30, 2015, and the County ultimately rejected this site based on the cost of renovations; and

WHEREAS, FMERA identified another location across Murphy Drive from Building 901, totaling approximately 3 acres and including two buildings, Buildings 906 and 908, and the accompanying paved and parking areas, which are slated for demolition in the Reuse Plan, and the parcel is envisioned as open space; and

WHEREAS, in order to facilitate the County's planning and development of the 3-acre site, the Army granted use and occupancy of the property to the County using the Army's standard form of license, which allows the County to install temporary facilities on the site for immediate use; and

WHEREAS, FMERA and the County have negotiated final terms of an Administrative Letter (to supplement the LBA) and PSARA for the transfer and long-term use of the property to include the demolition of the two buildings and construction of a new homeless shelter facility; and

WHEREAS, subject to FMERA's acquisition of the property from the Army, the PSARA calls for FMERA to convey the 3-acre parcel on Murphy Drive to the County in exchange for \$1.00 plus the County's satisfaction of the covenants and obligations set forth in the LBA, as supplemented by the Administrative Letter, with additional terms as included in the attached PSARA; and

WHEREAS, FMERA and the County propose to enter into the attached LBA, which was a component of the HAS; and

WHEREAS, the attached Administrative Letter supplements the LBA by providing detail on FMERA's planned payments from its Homeless Trust in support of the development of the County homeless shelter; and

WHEREAS, the attached LBA, PSARA and Administrative Letter are in substantially final form, with final documents subject to the approval of FMERA's Executive Director and the Attorney General's Office; and

WHEREAS, the Real Estate Committee has reviewed the request and recommends that the Board authorize the PSARA between FMERA and the County, the LBA and Administrative Letter with respect to the County Homeless Shelter in Oceanport;

THEREFORE, BE IT RESOLVED THAT:

1. For the reasons expressed in the attached memorandum, the Board authorizes: (i) the execution of a Purchase and Sale Agreement and Redevelopment Agreement between FMERA and the County of Monmouth; (ii) a Legally Binding Agreement (LBA) with the County of Monmouth for Homeless Provider Services; and (iii) an Administrative Letter supplementing certain general provisions of the LBA. All documents are in substantially final form, with final terms subject to approval by the Executive Director and the Attorney General's Office. The Executive Director or other staff authorized to execute documents pursuant to Operating Authority is authorized to do and perform all acts necessary to effectuate this action.

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: July 20, 2016

EXHIBIT 5

RESOLUTION NO. _____

FORT MONMOUTH ECONOMIC REVITALIZATION AUTHORITY

A RESOLUTION DECLARING THE OFFICIAL INTENT OF THE FORT MONMOUTH ECONOMIC REVITALIZATION AUTHORITY TO REIMBURSE ITSELF FROM THE PROCEEDS OF DEBT FOR CAPITAL EXPENDITURES AND COSTS OF ISSUANCE TEMPORARILY FUNDED FROM REVENUES OR OTHER SOURCES.

WHEREAS, the Fort Monmouth Economic Revitalization Authority (“Authority”), desires to undertake a project consisting of the purchase from the United States Army (“Army”) of certain land and buildings owned by the Army and constituting Phase 2, located on the grounds of Fort Monmouth located in Monmouth County, New Jersey (“Project”); and

WHEREAS, the funds necessary to undertake the Project are expected to be loaned to the Authority by the Monmouth County Improvement Authority (“Monmouth Authority”), such funds to be obtained by the Monmouth Authority from the issuance of notes by the Monmouth Authority in an amount not to exceed \$35,000,000 (“Notes”); and

WHEREAS, the Authority intends to be reimbursed (i) for expenditures for the Project made not more than 60 days prior to the date of this Resolution, (ii) for expenditures pertaining to costs of issuance, (iii) for expenditures that do not exceed the lesser of \$100,000 or 5% of the portion of the proceeds of the issue used to finance the Project, or (iv) for expenditures that do not exceed 20% of the portion of the aggregate issue price of the bonds used to finance the Project which constitute preliminary expenditures within the meaning of Treas. Reg. § 1.150-2(f)(2); and

WHEREAS, the Authority intends that this Resolution be determined to be a declaration of official intent under Treas. Reg. § 1.150-2 promulgated under the Internal Revenue Code of 1986, as amended (“Code”).

NOW, THEREFORE, the Authority does resolve as follows:

Section 1. Declaration of Official Intent. The Authority hereby declares its intent:

(a) That the issuance of debt by the Monmouth Authority to be evidenced by the Notes is expected to be in an amount reasonably expected not to exceed \$35,000,000 in principal amount for the Project;

(b) That the Authority be reimbursed from the proceeds of debt (i) for expenditures paid for the Project not more than 60 days prior to the date of this Resolution; (ii) for expenditures pertaining to costs of issuance; (iii) for expenditures that do not exceed the lesser of \$100,000 or 5% of the proceeds of the debt issue; or (iv) for expenditures that do not

exceed 20% of the aggregate issue price of the debt issue which constitute preliminary expenditures within the meaning of Treas. Reg. § 1.150-2(f)(2);

(c) That this Resolution be determined to be a declaration of official intent under Treas. Reg. § 1.150-2 promulgated under the Code; and

(d) That the reimbursement allocation occur not later than 18 months after the later of (i) the date on which the original expenditure subject to Treas. Reg. § 1.150-2 is paid, (ii) the date on which the Project is placed in service or abandoned, but in no event more than three years after the original expenditure is paid, or (iii) the date otherwise permitted by the Code or Treasury Regulations promulgated thereunder.

Section 2. Effective Date. This Resolution shall take effect upon the earliest date permitted by law after adoption this 20th day of July, 2016.

**FORT MONMOUTH ECONOMIC
REVITALIZATION AUTHORITY**

By: _____
Chairman

ATTEST:

Secretary