



TO: Members of the Board of Directors

FROM: Bruce Steadman
Secretary & Executive Director

DATE: July 17, 2013

SUBJECT: Agenda for Board Meeting of the Authority

1. **Call to Order – James V. Gorman, Chairman**
2. **Pledge of Allegiance**
3. **Notice of Public Meeting - Roll Call – Bruce Steadman, Secretary**
4. **Approval of Previous Month’s Board Meeting Minutes**
5. **Welcome – James V. Gorman, Chairman**
6. **Secretary’s Report**
7. **Treasurer’s Report:**
 - Summary of Status of Federal Grant and Fort Monmouth Economic Revitalization Authority (FMERA) Financials
8. **Public Comment Regarding Agenda Items**
9. **Executive Director’s Report:**
 - Update on Meetings with Army Representatives
 - Update on Requests for Offers to Purchase (RFOTPs)
 - Update on FMERA Office Move
 - Action Items for Next Month
10. **Committee Reports**
 - Audit Committee – Robert Ades, Chairman
 - Real Estate Committee – James V. Gorman, Chairman
 - Environmental Staff Advisory Committee – Kenneth J. Kloo, Chairman
 - Historical Preservation Staff Advisory Committee – Robert Ades, Chairman

- Housing Staff Advisory Committee – Charles Richman, Chairman
- Veterans Staff Advisory Committee – Lillian Burry, Chairwoman

11. **Board Actions**

- Consideration of Approval for FMERA Staff to Enter into Exclusive Negotiations for a Purchase Agreement Pursuant to the Request for Offers to Purchase (RFOTP) for Howard Commons

12. **Other Items**

13. **Public Comment**

14. **Adjournment**

Fort Monmouth Economic Revitalization Authority
Board Meeting
June 19, 2013
Tinton Falls Municipal Building, Tinton Falls, New Jersey

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
- Maureen Hassett, Senior Vice President, Finance & Development, New Jersey Economic Development Authority (NJEDA) - V
- Amy Herbold, Assistant Counsel, Authorities Unit, Office of the Governor – V (via phone)
- Dr. Robert Lucky, Public Member – V
- Lillian Burry, Monmouth County Freeholder – V
- Gerald Tarantolo, Mayor of Eatontown - V
- Michael Skudera, Mayor of Tinton Falls - V
- Michael Mahon, Mayor of Oceanport – V
- Kenneth J. Kloo, Director, Site Remediation Program, NJ Department of Environmental Protection (DEP)

V- Denotes Voting Member

Members Not Present

- Charles Richman, Deputy Commissioner, NJ Department of Community Affairs (DCA)
- Mary Ellen Clark, Assistant Commissioner, NJ Department of Labor & Workforce Development
- Jonathan Lowy, Regional Manager, Government and Community Relations, NJTransit (NJT)

Also present:

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

II.

The meeting was called to order by Chairman James V. Gorman at 7:03pm, who led the meeting in the Pledge of Allegiance.

In accordance with the Open Public Meetings Act, FMERA Executive Director and Secretary, Bruce Steadman, announced that notice of this meeting has been 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 May 15th meeting minutes. A motion was made to approve the minutes by Robert Ades and seconded by Mayor Mahon

Motion to Approve: ROBERT ADES Second: MAYOR MAHON
Ayes: 8

Lillian Burry abstained from the vote stating she was not present at the May meeting.

III. WELCOME

Chairman James V. Gorman welcomed attendees to the Board Meeting. Mr. Gorman stated that copies of the Board package were available at the door and in response to public comment; the Board package was posted to the FMERA website at 2:00 p.m. to give the public the opportunity to review the information in advance of the meeting. Mr. Gorman stated that the Board would be evaluating this effort in the future.

Mr. Gorman stated that the Board would consider approval of five Board actions: consideration of approval of the Authority's Comprehensive Annual Report for 2012, as required by Executive Order No. 37; consideration of approval of lease of Visitor Control Center from the Army and Memorandum of Understanding for use and occupancy with the New Jersey Department of Community Affairs; consideration of approval to make Russel Hall available through the Offer to Purchase Process; consideration of approval to make the Fabrication Shops available through the Offer to Purchase Process; consideration of approval of FMERA Staff's Recommendations regarding public comments submitted and Final Adoption of the Proposed Land Use Rules Containing Development and Design Guidelines.

The Chairman went on to state that there will be two comment periods at the meeting, The first comment period is for agenda items only and the Chairman asked for the public's cooperation in keeping their comments as brief as possible. The Chairman explained that the second public comment period is towards the end of the meeting agenda and is open to the full range of FMERA business. The Chairman reiterated his request for the public's cooperation in keeping comments as brief as possible due to the full agenda. 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 Suneagles Golf Course challenge is still underway and that the draft report has been submitted to the Attorney General's office for review and FMERA staff is expecting to provide a recommendation to the Board at the July meeting.

Mr. Steadman stated the contract with FMERA's auditors, Schneider and Company will expire at the end of the year and according to the By-Laws, an evaluation team shall be established in order to procure a new auditor. Mr. Steadman stated that according to EO122 and the FMERA By-Laws, the Committee is to be composed of no less than three members of the Authority and shall be responsible for drafting the Request for Proposals (RFP), soliciting responses to such request, accepting and evaluating proposals, and providing a final written report of the responses to the Audit Committee.

Mr. Gorman nominated Dr. Robert Lucky to act as Chairman and Kenneth J. Kloo and Mary Ellen Clark as Committee members.

A motion was made to nominate the three Committee members by Chairman Gorman and seconded by Mayor Tarantolo.

Motion to Approve: JAMES V. GORMAN Second: MAYOR TARANTOLO
AYes 9

V. TREASURER'S REPORT

Beverlee Akerblom, Director of Finance and Administration, stated that the Authority has submitted a Grant Application to the Office of Economic Adjustment (OEA) in support of the Authority's operations. The funds being requested from the OEA are consistent with the budget approved by the Authority's Board for fiscal year 2013 and presented to the State's Office of Management and Budget in support of the Authority's appropriation request for the fiscal year ending June 30, 2014.

Ms. Akerblom stated that the Authority's independent accounting firm completed the 2012 audit, and reported their findings to the Audit Committee at the May 13, 2012 meeting of the Committee. The auditors issued an unqualified opinion with regard to the Authority's 2012 financial statements. Staff also presented the Authority's 2012 Annual Report to the Committee. 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). Based on the Audit Committee's review of the 2012 Comprehensive Annual Report, the Committee recommended the presentation of 2012 Comprehensive Annual Report for Member's approval at the June 19, 2013 Board meeting.

Ms. Akerblom concluded her report by stating that spending continues to be strictly monitored.

VI. PUBLIC COMMENT REGARDING AGENDA ITEMS

Tom Mahedy of Wall Township stated that he did not agree that the comments he submitted regarding the Proposed Land Use Rules containing Development and Design Guidelines should have been rejected.

Mr. Steadman read the statement from the Land Use Board memo regarding Mr. Mahedy's comments stating that Staff recommended that comments submitted by Tom Mahedy, Fort Monmouth Earth Peace Renaissance Alliance, Wall, New Jersey, be rejected. Most of the comments did not specifically address the language in the proposed new rules. In addition, he commented that the proposed new rules do not adequately address the following: notification of public hearings; low penalties for violations; permaculture; mandatory solar energy systems for each building; and green building and sustainability. FMERA's response to these comments is that the proposed new rules, under N.J.A.C. 19:31C-3.26, provide requirements for public hearings including public notification. Also, the proposed rules define what may be built and how approval must be sought; building permits, certificates of occupancy, and code enforcement are the responsibility of the host municipalities. Thus, the discussion of the amount of penalties is not relevant. In addition, as permaculture is not included in the Reuse Plan, it is not included in the proposed new Land Use Rules. Finally, solar energy systems, green building and sustainability are recommended and encouraged in the rules.

VII. EXECUTIVE DIRECTOR'S REPORT

Dave Nuse, Director of Real Estate Development, gave an update on the Request for Offers to Purchase (RFOTP). The following is a summary of the status of the current RFOTPs that FMERA has issued and will issue:

Howard Commons

FMERA staff issued an RFOTP for the Howard Commons Area of the former Fort on December 14, 2012. The approximately 64-acre parcel is intended to be developed into housing, as shown in the Fort Monmouth Reuse and Redevelopment Plan. On January 28, 2013 six firms submitted proposals, with some firms submitting multiple scenarios for redevelopment. In accordance with the RFOTP, and our Sales Rules, the evaluation of the proposals is underway. FMERA expects to have a recommendation for the Board of Directors' consideration at the July or August meeting of the Authority.

Officers Housing

FMERA staff issued an RFOTP for the Officers Housing in the Historic District of the former Fort on January 16, 2013. The Officers Housing is intended for residential reuse consistent with the Fort Monmouth Reuse and Redevelopment Plan. Proposals for the Officers Housing were due on April 1, 2013 and two proposals were received. Staff has begun to evaluate the proposals in accordance with the Authority's Sales Rules.

Parcels B, C and C1

On March 26, 2013 FMERA publically issued RFOTPs for Parcels B, C and C1. Proposals for each of the three parcels were due on June 10, 2013. Four proposals were received for Parcel B, three proposals were received for Parcel C, and three proposals were received for Parcel C1.

Parcel B is a 55-acre tract located along the Fort's Route 35 frontage in the Main Post's Eatontown Reuse Area. The Reuse Plan calls for Parcel B to be developed as a lifestyle center, with approximately 150,000 square feet of retail, restaurant, entertainment and other uses in a Main Street format, along with 302 mixed-income apartments.

Parcel C is in the Tinton Falls Reuse Area and is planned as a mixed-use town center. The 39-acre lot can accommodate up to 239 newly constructed residential units, along with up to 107,000 square feet of retail and other commercial development.

Parcel C1 is a 12-acre tract also located in Tinton Falls. In accordance with the Reuse Plan, the property can accommodate up to 49 newly constructed residential units.

Building 2705

On May 6, 2013 FMERA publically issued an RFOTP for Building 2705 in the Tinton Falls section of the former Fort. FMERA staff has determined that Building 2705 and its two outbuildings would require a parcel measuring approximately 5.5 acres. The parcel size would increase to about 7.25 acres if the geothermal well field located south of the building were included. Proposals were due on June 6, 2013 and one proposal was received. Staff has begun to evaluate the proposal in accordance with the Authority's Sales Rules.

Parcel V-1

At the May meeting of the Authority, the Board approved making Parcel V-1 available for sale through the request for offers to purchase process. Parcel V-1 is a 10-acre tract in the Eatontown section of Fort Monmouth and will be put out for offers to purchase for the purpose of establishing a Veterans Community. Staff anticipates issuing an RFOTP for Parcel V-1 in the next 30 days.

Rick Harrison, Director of Facilities Planning stated that FMERA and the Army continue to have regular discussions on the future transfer of the balance of the Main Post, under the Phase 2 Memorandum of Agreement (MOA). These discussions are helping to further a positive working relationship that will result in a revitalized former Fort Monmouth, and job creation.

Rick Harrison stated that the FMERA Office in the former Fort library is nearly complete. Staff hopes to move into the new facility by the end of the month. Public board meetings will be held in the new office space beginning in August. A public access plan has been established in coordination with the Army and the New Jersey State Police, and will be posted on the FMERA website, www.fortmonmouthredevelopment.com, in advance of the FMERA Office move.

Rick Harrison stated that a Request for Proposals (RFP) for a new roof for the FMERA Office in the former Fort Library was issued on April 19, 2013 with responses due May 17, 2013. An evaluation committee was established consisting of four FMERA staff members. The proposals were scored independently by each of the evaluators based on cost and technical factors, and then compiled. The Authority received five (5) submissions that were scored with the results ranging from 128 to 285. Northeast Roof Maintenance, Inc. received the highest score.

Pursuant to the procurement provisions of the Real Estate Delegated Operating Authority, Northeast Roof Maintenance, Inc. was selected. The procurement process is consistent with the guidelines of FMERA's Procurement and Policy Procedure and public bidding requirements. The form of the contract and FMERA's execution of the contract have been approved by the Attorney General's Office.

The new roof was not included in the original scope of work for the former Fort Library as FMERA did not have sufficient funds at the time. Additional grant funding from the Office of Economic Adjustment for the FMERA Office allowed FMERA to use Economic Development Conveyance (EDC) funds budgeted for the FMERA Office work for the new roof.

Bruce Steadman stated that FMERA held its second Community Bus Tour on Thursday, May 23, 2013. The Bus Tour provided members of the public with a firsthand look at the former Fort, and an opportunity to speak to members of the FMERA staff about the redevelopment effort. Approximately 60 members of the public participated in the tour. FMERA hopes to schedule another tour in the fall.

Bruce Steadman stated that at the end of May, FMERA, in coordination with the Army, raised the flag over Fort Monmouth once again. The flag is flying in front of Russel Hall and visible from Oceanport Avenue. The raising of the flag over Fort Monmouth was just in time to celebrate the Army's birthday and Flag Day on June 14, 2013. Mr. Steadman thanked the Army Caretaker force for doing a fantastic job for all of the assistance and tremendous support to FMERA.

Action Items for Next Month.

- Continued work with Matrix Design Group and 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
- Continued collaboration with our Trenton office on marketing and business development opportunities
- FMERA has collaborated with several Federal, State and Local agencies regarding storm response initiatives

VII. COMMITTEE REPORTS

a) AUDIT COMMITTEE (ROBERT ADES, CHAIRMAN):

Robert Ades stated that the Committee did not meet this month but will be meeting on April 24th.

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

Chairman Gorman stated that the Committee met on June 12th at the FMERA offices and discussed the following:

- Discussion on the possibility of a FMERA lending program whereby FMERA would use its bonding potential to move and support property sales in a more expeditious manner. The Committee discussed the possibility of providing small business lending services to purchasers of small parcels of property. The Committee will discuss at future meetings.
- Update on the Phase 2 negotiations with the Army and the financial summary for Phase 2 was shared with the Army and that an all structured payment approach is not to be included. FMERA hopes to meet with Army in person to continue the Phase 2 discussions in the next 30 – 45 days.
- Update on the Land Use Rules and that the Governor's Office is conducting their final review. The FMERA Staff is hopeful that the Land Use Rules, and proposed responses to public comment, will be able to be considered by the Board at the June meeting of the Authority. The Committee reached a consensus and agreed to present the Land Use Rules to the full Board for approval.
- Overview of the potential lease of the Visitor Control Center (Building 460) from the Army and then execution of a Memorandum of Understanding (MOU) for use and occupancy with the New Jersey Department of Community Affairs. NJDCA's Sandy Recovery Division manages the majority of the federal funds that will be used to assist New Jersey in recovering from Superstorm Sandy. In order to administer the reNew Jersey Stronger Housing Grant programs and provide technical assistance to municipalities affected by Superstorm Sandy, the NJDCA Sandy Recovery Division is seeking to expand its presence in this area. The Committee reached a consensus and agreed to recommend leasing the Visitor Control Center from the Army and entering into a MOU for use and occupancy with the NJDCA to the full Board for approval.
- Overview of the Authority's request to make Russel Hall available through the Offer to Purchase process. Russel Hall is a 42,300 sf, four-story administration building located on Sanger Avenue in the Oceanport Reuse Area of the Fort. Russel Hall can be redeveloped for a broad range of potential uses, including continuation of its administrative use as well as

adaptation to residential or office/research uses. Accordingly, this property holds the potential for generating a wide range of proposals, including creative uses and job-generating activities not currently envisioned by staff or the Authority's consultants. The Authority's master broker and FMERA staff have shown the building to several interested parties and believe that issuance of an RFOTP at this time could facilitate the attraction or retention of one or more local companies. The Committee reached a consensus and agreed to recommend making Russel Hall available through the Offer to Purchase process to the full Board for approval.

- Overview of the Authority's request to make the Fabrication Shops available through the Offer to Purchase process. The former Fort Monmouth property includes five fabrication shops that are well-suited for re-use by a business or businesses engaging in light industrial/fabrication/assembly work. The RFOTP process may allow greater flexibility for selecting the scenario that would create the maximum number of jobs and enhance the economic value of the property to FMERA and the Army. The Real Estate Committee reached a consensus and agreed to recommend making the Fabrication Shops available through the Offer to Purchase process to the full Board for approval.
- Updated on Howard Commons and the Officers Housing
- Update on Parcels B, C, C1 and Building 2705
- Update of Fort Access plan for the public
- Update on Library Roof RFP
- Update on Veterans Community
- Update on AcuteCare
- Update on Applied Sciences University
- Update on Broker Marketing Effort
- Executive Director 12-month Action Items will be presented at the next meeting.
- Per the Committee's request, Phillips Priess Grygiel (PPG), the Authority's Planning Consultant, has prepared a proposal to inventory Open Space on Fort Monmouth. Staff is currently evaluating the proposal.

Lillian Burry stated that the Committee did discuss honoring the history of Russel Hall and the architectural integrity of the building.

Mayor Tarantolo asked if there will be a set of guidelines imposed to a future tenant of the fabrication shops regarding any environmental restrictions.

Mr. Steadman stated that there are parameters in the Reuse Plan and the Land Use Rules on the type of occupancy for the buildings. Mr. Steadman stated that the NJDEP and Tinton Falls have jurisdiction and the potential owner will have to follow the Certificate of Occupancy process.

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

Kenneth J. Kloo stated that the Committee met on June 17th and discussed the following:

- Overview of the Environmental Features Checklist (the "checklist"), to be used by the Environmental Commission, that was requested at May's Committee Meeting. The checklist will assist staff with making a determination if a site plan/or subdivision has an impact on any open space or feature listed in the natural resources inventory. Tinton Falls' Representative stated that the checklist compared well with the Tinton Falls checklist.

- Discussion on wet areas and potential wetlands. The Committee reviewed the Army's map of the wet areas on Fort Monmouth. An overview of the Coastal Area Facilities Act (CAFRA) map and the new Federal Emergency Management Agency (FEMA) flood maps. The Main Post of Fort Monmouth is in a CAFRA zone.
 - Discussion regarding if any of the municipalities mentioned designated areas to use for mitigation of wetlands if needed to compensate for losses from future development. FMERA staff agreed to research this.
 - Overview to the Committee of the Phase 1 Finding of Suitability to Transfer (FOST). A FOST is the Army's document that records the environmental history of the property. NJDEP and Matrix Design Group have identified several issues which are being addressed with the Army relative to the Phase 1 FOST.
 - Overview of the proposed open space inventory to track any changes to open space on the Fort. FMERA, in coordination with Phillips Pries Grygiel (PPG), the Authority's Planning Consultant, is working on an action plan to do that.
- HISTORICAL PRESERVATION STAFF ADVISORY COMMITTEE (ROBERT ADES, CHAIRMAN):

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

- d) HOUSING STAFF ADVISORY COMMITTEE (CHARLES RICHMAN, CHAIRMAN):

Bruce Steadman on behalf of Charles Richman stated that the Committee did not meet this month

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

Freeholder Burry stated that the Committee did not meet this month Ms. Burry stated that the Committee would like to thank the Authority for their work on Parcel V-1 for the Veterans Community.

VIII. Board Actions

- a) The next item before the Board was the consideration of approval of the Authority's Comprehensive Annual Report for 2012, as Required by Executive Order No. 37

Bruce Steadman read the resolution which is attached hereto and marked Exhibit 1.

Bruce Steadman stated that the board memo mirrored the resolution and provided additional backup information.

A motion was made to approve by Mayor Tarantolo and was seconded by Lillian Burry.

Motion to Approve: MAYOR TARANTOLO Second: LILLIAN BURRY
AYes 9

- b) The next item before the Board was the consideration of approval of Lease of Visitor Control Center (Building 460) from the Army and Memorandum of Understanding for Use and Occupancy with the New Jersey Department of Community Affairs

Bruce Steadman read the resolution which is attached hereto and marked Exhibit 2.

Bruce Steadman stated that the board memo mirrored the resolution and provided additional backup information.

A motion was made to approve by Mayor Tarantolo and was seconded by Maureen Hassett.

Motion to Approve: MAYOR TARANTOLO Second: MAUREEN HASSETT
AYes 9

- c) The next item before the Board was the consideration of approval to Make Russel Hall (Building 286) Available through the Offer to Purchase Process

Bruce Steadman read the resolution which is attached hereto and marked Exhibit 3.

Bruce Steadman stated that the board memo mirrored the resolution and provided additional backup information.

A motion was made to approve by Lillian Burry and was seconded by Mayor Tarantolo.

Mayor Mahon abstained from voting stating that the Borough of Oceanport had submitted a Notice of Interest (NOI) for Russel Hall to serve as Oceanport Borough Hall.

Motion to Approve: LILLIAN BURRY Second: MAYOR TARANTOLO
AYes 8

- d) The next item before the Board was Consideration of Approval to Make Fabrication Shops (Buildings 2501-2507) Available through the Offer to Purchase Process

Bruce Steadman read the resolution which is attached hereto and marked Exhibit 4.

Bruce Steadman stated that the board memo mirrored the resolution and provided additional backup information.

Mayor Tarantolo asked if the Land Use Rules or Reuse Plan included guidelines on how this area could be used. Mr. Steadman answered yes.

A motion was made to approve by Robert Ades and was seconded by Maureen Hassett.

Motion to Approve: ROBERT ADES Second: MAUREEN HASSETT
AYes 9

- e) The next item before the Board was Consideration of Approval of FMERA Staff's Recommendations Regarding Public Comments Submitted and Final Adoption of the

Proposed Land Use Rules Containing Development and Design Guidelines

Bruce Steadman read the resolution which is attached hereto and marked Exhibit 5. Bruce Steadman stated that the board memo mirrored the resolution and provided additional backup information.

A motion was made to approve by Mayor Tarantolo and was seconded by Mayor Mahon

Bruce Steadman conducted a roll call vote.

Name	Yes	No	Abstain
James V. Gorman	X		
Robert Ades	X		
Maureen Hassett	X		
Amy Herbold	X		
Dr. Robert Lucky	X		
Lillian Burry	X		
Gerald Tarantolo	X		
Michael Skudera			X
Michael Mahon	X		

Mayor Skudera abstained from voting stating that he is an employee of one of the companies who submitted comments to the Land Use Regs.

Motion to Approve: MAYOR TARANTOLO Second: MAYOR MAHON
 AYes 8

IX. Other Items

Mayor Tarantolo asked if the Army caretakers could please clean up Howard Commons.

X. Public Comment

Bob English of Eatontown stated that the Reuse Plan calls for 577 housing units in Eatontown. Mr. English asked if the Parcel V-1 Veterans Community adds to the number of housing units in Eatontown. Mr. Steadman stated that the staff and Board recognize the responsibility to the Reuse plan for the housing in Eatontown. Mr. Steadman stated that the RFOTP process is going forward, as set forth in the Sales Rules, fully mindful of the parameters in the Reuse Plan.

Mr. English asked if the current RFOTPs that are currently out include Veterans housing. Mr. Gorman stated that the proposals for Parcel B housing units have not yet been refined.

Mr. Mahedy asked of the cost of the new roof for the library and what is the source of the funding. Mr. Steadman stated that the base bid was \$60,000 with the potential for some additional square foot charges and the funds are coming from the Office of Economic Adjustment (OEA). Mr. Mahedy asked if the Army could fix the roof and Mr. Steadman stated that the Army cannot improve property under BRAC law.

Mr. Mahedy asked if AcuteCare asked for a loan for the Clinic parcel and was answered no. Mr. Steadman stated that AcuteCare would be paying \$2.7M for the property and would be investing millions for upgrades which is a good investment in the community.

There being no further business, on a motion by Mayor Tarantolo seconded by Lillian Burry and unanimously approved by all voting members present, the meeting was adjourned at 8:25 pm.

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.

A handwritten signature in cursive script, appearing to read "B. Steadman", written in black ink.

Bruce Steadman - Secretary

**ADOPTED
June 19, 2013**

**Resolution Regarding the
Fort Monmouth Economic Revitalization Authority
2012 Comprehensive Annual Report**

WHEREAS, the Authority selected its independent auditors, Schneider & Company pursuant to Executive Order No. 122 (McGreevey); and

WHEREAS, the Authority's independent auditors, Schneider & Company reviewed and accepted the Authority's audited financial statement for January 1, 2012 to December 31, 2012 and issued an unqualified opinion regarding the financial statement; and

WHEREAS, pursuant to Executive Order No. 122 (McGreevey), the Audit Committee reviewed the draft comprehensive Annual Report for January 1, 2012 to December 31, 2012 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.

NOW, THEREFORE BE IT RESOLVED THAT:

1. The Members of the Authority approve the Authority's 2012 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: June 19, 2013
ATTACHMENT**

EXHIBIT 1

ADOPTED
June 19, 2013

Resolution Regarding
Approval of Lease of Visitor Control
Center (Building 460) from the Army and Memorandum of Understanding for Use and
Occupancy with the New Jersey Department of Community Affairs (NJDCA)

WHEREAS, section 9(b) of the Fort Monmouth Economic Revitalization Authority Act (“Act”) authorizes the Authority, “[a]s designated and empowered as the ‘local redevelopment authority’ for Fort Monmouth . . . to enter into agreements with the federal government . . .” and section 9(f) “[t]o lease as lessee . . .”; and

WHEREAS, NJDCA’s Sandy Recovery Division manages the majority of the federal funds that will be used to assist New Jersey in recovering from Superstorm Sandy. In order to administer the reNew Jersey Stronger Housing Grant programs and provide technical assistance to municipalities affected by Superstorm Sandy, the NJDCA Sandy Recovery Division is seeking to expand its presence in this area; and

WHEREAS, NJDCA has requested that FMERA identify available space on Fort Monmouth that could be used for minimal cost to house approximately eight (8) NJDCA employees; and

WHEREAS, the proposed space is located in Building 460, the 1,800± sf former Visitor Control Center trailer, in the Oceanport section of Fort Monmouth. The space will include on-site parking; and

WHEREAS, FMERA will lease the space from the Army and allow NJDCA to use and occupy the space for a one year term with a six month extension option, subject to Army approval. The rent is \$1.00 and NJDCA will pay for electricity and utility costs attributable to the space it occupies; and

WHEREAS, as the administration of the reNew Jersey Stronger Housing Grant program progresses, NJDCA may need to staff additional employees at Fort Monmouth. Delegated authority is requested for the Executive Director to amend the Lease and the MOU for additional space for nominal consideration, generally consistent with the terms of the initial agreements; and

WHEREAS, the Real Estate Committee reviewed this matter and recommends approval to the full Board of Directors .

THEREFORE, BE IT RESOLVED THAT:

1. For the reasons described in the attached memorandum, the Authority approves the lease of the Visitor Control Center (Building 460) through the Army’s standard

form of short-term lease and execution of a MOU for the Property with NJDCA, generally consistent with the form of document that FMERA used in connection with making space available to the New Jersey Economic Development Authority on the third floor of Russel Hall and which reflects the same terms and conditions as the Authority's proposed lease of the Property from the Army.

2. The Authority delegates authority to staff to amend the lease and MOU, as necessary and generally consistent with the terms of the initial agreement, for additional space at Fort Monmouth for nominal consideration.

3. The Authority authorizes the Executive Director to execute and effectuate the lease, MOU and any related documents, as generally outlined in the attached board memorandum, with the Department of the Army and the NJDCA for the Visitor Control Center (Building 460). The final lease, MOU, and any amendments to those documents will be subject to the approval of the Executive Director and the Attorney General's Office.

4. 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: June 19, 2013
ATTACHMENT

EXHIBIT 2

**ADOPTED
June 19, 2013**

Resolution Regarding
**Approval to Make Russel Hall (Building 286)
Available through the Offer to Purchase Process**

WHEREAS, section 9(j) of the Fort Monmouth Economic Revitalization Authority Act (“Act”) authorizes the Authority to issue Requests for Proposals and section 9(bb) “[t]o purchase at any sale, upon such terms and at such prices as it determines to be reasonable, and take title to the property, real, personal, or mixed, so acquired and similarly sell, exchange, assign, convey or otherwise dispose of any property”; and

WHEREAS, in accordance Section 19:31C-2.5(a) of FMERA’s Rules for the Sale of Real and Personal Property, “[b]efore advertising a particular parcel of real property and accompanying personal property as being available for sale through the offer to purchase process, the Board shall review and approve a recommendation of the Director and FMERA [staff] to offer the property for sale through the offer to purchase process”; and

WHEREAS, authority staff recommends proceeding with the Request for Offer to Purchase (RFOTP) process for Russel Hall (Building 286) on the Main Post in Oceanport; and

WHEREAS, this recommendation is based on several factors. First, pursuant to the proposed Land Use Regulations, Russel Hall can be redeveloped for a broad range of potential uses, including continuation of its administrative use as well as adaptation to residential or office/research uses. Further, as a historic structure, the renovation of Russel Hall is potentially eligible for historic tax credits. Second, the Authority’s master broker and FMERA staff have shown the building to several interested parties and believe that issuance of an RFOTP at this time could facilitate the attraction or retention of one or more local companies; and

WHEREAS, given the building’s prominent location in the Fort’s historic district, its potential for adaptive reuse and job generation, and the interest expressed by local companies, staff believes that negotiation with respondents may be necessary to ensure that the objectives of the Reuse Plan are properly met, and that the value of the property, and adjacent tracts, are maximized; and

WHEREAS, the Real Estate Committee has reviewed and discussed making Russel Hall available through the offer to purchase process and recommends it to the full Board of Directors for approval.

THEREFORE, BE IT RESOLVED THAT:

1. The Authority approves making Russel Hall on the Main Post in Oceanport available through the offer to purchase process, as set forth in the attached memorandum.

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

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

Dated: June 19, 2013
ATTACHMENT

EXHIBIT 3

ADOPTED
June 19, 2013

Resolution Regarding
Approval to Make the Fabrication Shops (Buildings 2501-2507)
Available through the Offer to Purchase Process

WHEREAS, section 9(j) of the Fort Monmouth Economic Revitalization Authority Act (“Act”) authorizes the Authority to issue Requests for Proposals and section 9(bb) “[t]o purchase at any sale, upon such terms and at such prices as it determines to be reasonable, and take title to the property, real, personal, or mixed, so acquired and similarly sell, exchange, assign, convey or otherwise dispose of any property”; and

WHEREAS, in accordance Section 19:31C-2.5(a) of FMERA’s Rules for the Sale of Real and Personal Property, “[b]efore advertising a particular parcel of real property and accompanying personal property as being available for sale through the offer to purchase process, the Board shall review and approve a recommendation of the Director and FMERA [staff] to offer the property for sale through the offer to purchase process”; and

WHEREAS, authority staff recommends proceeding with the Request for Offer to Purchase (RFOTP) process for the Fabrication Shops (Buildings 2501-2507) in the Charles Wood Area in Tinton Falls; and

WHEREAS, this recommendation is based on several factors. The property is well-suited as a multi-tenanted industrial park, with each building offering adaptable space suitable for up to five small businesses, and Building 2501 potentially serving as the administrative headquarters for the Park. This could attract one purchaser/user, or an investor who would purchase the buildings for lease to small businesses. Staff believes the Request For Offer To Purchase (RFOTP) process may allow greater flexibility for selecting the scenario that would create the maximum number of jobs and enhance the economic value of the property to FMERA and the Army; and

WHEREAS, a proposal was received on June 6, 2013 in response to FMERA’s RFOTP for Building 2705, which is also located in Parcel F and is targeted for research and development use. Staff would like to build on that momentum to continue the redevelopment of Parcel F, potentially tying the future of the Fabrication Shops to advanced manufacturing or prototype development in support of the future R&D uses on Parcel F; and

WHEREAS, staff believes that negotiation with respondents may be necessary to ensure that the objectives of the Reuse Plan are properly met, and that the value of the property, and adjacent tracts, are maximized; and

WHEREAS, the Real Estate Committee has reviewed and discussed making the Fabrication Shops available through the offer to purchase process and recommends it to the full Board of Directors for approval.

THEREFORE, BE IT RESOLVED THAT:

1. The Authority approves making the Fabrication Shops in the Charles Wood Area in Tinton Falls available through the offer to purchase process, as set forth in the attached memorandum.

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

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

Dated: June 19, 2013
ATTACHMENT

EXHIBIT 4

ADOPTED
June 19, 2013

Resolution Regarding the
**Approval of FMERA Staff's Recommendations
Regarding Public Comments Submitted and
Final Adoption of the Proposed Land Use Rules
Containing Development and Design Guidelines**

WHEREAS, FMERA's charge is to adopt any modifications or amendments to the *Fort Monmouth Reuse and Redevelopment Plan (Reuse Plan)* and adopt land use regulations and development and design guidelines consistent with and in furtherance of the *Reuse Plan*; and

WHEREAS, the Land Use Rules constitute the land use regulations and development and design guidelines intended to further the vision described in the *Reuse Plan*. Consistent with the edicts of the *Reuse Plan*, the use and bulk regulations and development and design guidelines contained in the Land Use Rules promote flexibility in implementation of the *Reuse Plan*, where appropriate, so as to focus on the creation and replacement of new jobs and return the region to economic vitality as expeditiously as possible; and

WHEREAS, the development and design guidelines within the Land Use Rules are intended to foster development that is consistent with the overall vision spelled out in the *Reuse Plan*, and also blend with the fabric of the host municipalities while also respecting existing neighborhood character; and

WHEREAS, this document has undergone review by the Real Estate Committee, the Housing Staff Advisory Committee, outside counsel, planning professionals representing Monmouth County and the Boroughs of Eatontown, Oceanport and Tinton Falls, FMERA Staff and our Planning Consultant, PPG; and

WHEREAS, pursuant to the Board of Directors approval of the proposed new rules on January 16, 2013, the Rules were published in the New Jersey Register on February 19, 2013 for a 60-day public comments period; and

WHEREAS, FMERA staff reviewed the timely public comments received and have proposed responses; and

WHEREAS, for the reasons set forth in the attached memorandum, the FMERA staff recommends approval of the proposed responses to public comments and adoption of the revised Proposed New Rules: N.J.A.C. 19:31C-3, Fort Monmouth Economic Revitalization Authority Land Use.

THEREFORE, BE IT RESOLVED THAT:

1. The Authority approves responses to the public comments and the adoption of the

published proposed new land use rules containing development and design guidelines substantially as set forth in the attached memorandum and proposed rules.

2. The Authority authorizes staff to submit the adopted revised land use rules for publication in the New Jersey Register, subject to final review and approval by the office of the Attorney General and the Office of Administrative Law (OAL).

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 Fort Monmouth Economic Revitalization Authority Act.

DATED: June 19, 2013
ATTACHMENT

EXHIBIT 5



MEMORANDUM

TO: Members of the Board of Directors

FROM: Bruce Steadman
Executive Director

DATE: July 17, 2013

SUBJECT: Monthly Status Report

Summary

The following are brief descriptions of the Fort Monmouth Economic Revitalization Authority (FMERA) staff's monthly activities which include an Update on the Status of the Federal Grant and FMERA Financials; Update on Meetings with Army Representatives; Update on Requests for Offers to Purchase (RFOTPs); Update on the FMERA Office Move; and Action Items for Next Month.

Treasurer's Report.

1. New Grant Application.

The Authority has submitted a Grant Application to Office of Economic Adjustment (OEA) in support of the Authority's operations. The funds being requested from the Office of Economic Adjustment are consistent with the budget approved by the Authority's Board for fiscal year 2013 and presented to the State's Office of Management and Budget in support of the Authority's appropriation request for the fiscal year ending June 30, 2014. No word yet has been received from OEA on this application.

FMERA has been notified that a grant amendment request submitted on June 28, 2013 for the June 22, 2012 grant has been approved. This will allow eligible costs to be reimbursed through October 31, 2013.

2. Economic Development Conveyance (EDC).

In accordance with the EDC agreement between the Army and FMERA, reinvestment of sale and lease proceeds has begun via the 12 authorized expense categories, for expenses within the footprint of the former Fort. These expenditures are in accordance with the Board approved budget.

3. Budget.

Spending continues to be strictly monitored.

Executive Director's Report.

1. Update on Meetings with Army Representatives.

FMERA and the Army continue to have regular discussions on the future transfer of the balance of the Main Post, to be accomplished under a Phase 2 Memorandum of Agreement (MOA). These discussions are helping to further a positive working relationship that will result in a revitalized former Fort Monmouth, and job creation.

2. Update on RFOTPs.

The following is a summary of the status of the current RFOTPs that FMERA has issued and plans to issue:

Howard Commons

FMERA staff issued an RFOTP for the Howard Commons Area of the former Fort on December 14, 2012. The approximately 64-acre parcel is intended to be developed into housing, as shown in the Fort Monmouth Reuse and Redevelopment Plan. On January 28, 2013 six firms submitted proposals, with some firms submitting multiple scenarios for redevelopment. FMERA will present a recommendation to enter into exclusive negotiations, in accordance with the Authority's Sales Rules, for the Board of Directors' consideration at tonight's meeting of the Authority.

Officer Housing

FMERA staff issued an RFOTP for the Officer Housing in the Historic District of the former Fort on January 16, 2013. The Officer Housing is intended for residential reuse consistent with the Fort Monmouth Reuse and Redevelopment Plan. Proposals for the Officer Housing were due on April 1, 2013 and two proposals were received. Staff has begun to evaluate the proposals in accordance with the Authority's Sales Rules.

Parcels B, C and C1

On March 26, 2013 FMERA publically issued RFOTPs for Parcels B, C and C1. Proposals for each of the three parcels were due on June 10, 2013. Four proposals were received for Parcel B, three proposals were received for Parcel C, and three proposals were received for Parcel C1.

Parcel B is a 55-acre tract located along the Fort's Route 35 frontage in the Main Post's Eatontown Reuse Area. The Reuse and Redevelopment Plan calls for Parcel B to be developed as a lifestyle center, with approximately 150,000 square feet of retail, restaurant, entertainment and other uses in a Main Street format, along with 302 mixed-income apartments.

Parcel C is in the Tinton Falls Reuse Area and is planned as a mixed-use town center. The 39-acre lot can accommodate up to 239 newly constructed residential units, along with up to 107,000 square feet of retail and other commercial development.

Parcel C1 is a 12-acre tract also located in Tinton Falls. In accordance with the Reuse Plan, the property can accommodate up to 49 newly constructed residential units.

Building 2705

On May 6, 2013 FMERA publically issued a Request for Offers to Purchase (RFOTP) for Building 2705 in the Tinton Falls section of the former Fort. FMERA staff has determined that Building 2705 and its two outbuildings would require a parcel measuring approximately 5.5 acres. The parcel size would increase to about 7.25 acres if the geothermal well field located south of the building were included. Proposals were due on June 6, 2013 and one proposal was received. Staff has begun to evaluate the proposal in accordance with the Authority's Sales Rules.

Parcel V-1

At the May meeting of the Authority, the Board approved making Parcel V-1 available for through the offer purchase process. Parcel V-1 is a 10-acre tract in the Eatontown section of Fort Monmouth and will be put out for offers to purchase for the purpose of establishing a Veterans Community. Staff anticipates issuing an RFOTP for Parcel V-1 in the coming weeks.

Russel Hall

At the June meeting of the Authority, the Board approved making Russel Hall (Building 286) available through the offer to purchase process. Russel Hall is a 42,300 sf, four-story administration building located on Sanger Avenue in the Oceanport Reuse Area of the Fort. Taking into account the parking and setback requirements of the Land Use Rules, FMERA staff has determined that Russel Hall will require a parcel measuring approximately 6.5 acres, including Sanger and Wallington Avenues and the adjacent heliport pad. The property is located outside of the Fort's Phase One project area, so FMERA's ability to sell the property will be contingent on execution of a Phase Two Economic Development Conveyance Agreement with the Army. That agreement is currently under negotiation. Staff anticipates issuing an RFOTP for Russel Hall in the coming weeks.

Fabrication Shops (Pinebrook Road Commerce Center at Fort Monmouth)

At the June meeting of the Authority, the Board approved making the Fabrication Shops (Buildings 2501 – 2504, 2506 and 2507) available through the offer to purchase process. The five fabrications shops (Buildings 2502-2504, 2506 and 2507) consist of flex (industrial/office) space in varying configurations and range in size from 7,680 sf to 10,944 sf. There is also a building (Building 2501) on site that is 1,440 sf and well-suited for use as office space. The buildings together total over 44,000 sf. The Parcel is located off of Pinebrook Road in the Tinton Falls Reuse Area of Fort Monmouth. Staff anticipates issuing an RFOTP for the Fabrication Shops in the coming weeks.

Please refer to our website, www.fortmonmouthredevelopment.com, for more information.

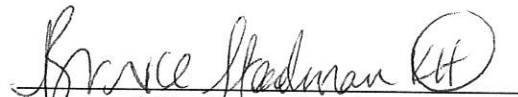
3. Update on FMERA Office Move.

The FMERA Office in the former Fort library is nearly complete. Staff hopes to move into the new facility by the end of the month. Public board meetings will be held in the new office space beginning in August. A public access plan has been established in

coordination with the Army and the New Jersey State Police, and will be posted on the FMERA website, www.fortmonmouthredevelopment.com, shortly.

4. Action Items for Next Month.

- Continued work with Matrix Design Group and 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
- Continued collaboration with our Trenton office on marketing and business development opportunities
- FMERA has collaborated with several Federal, State and Local agencies regarding storm response initiatives.


Approved By: Bruce Steadman

Prepared by: Katie Hodes

**ADOPTED
July 17, 2013**

**Resolution Regarding the
Consideration of Authorization for FMERA Staff to Enter into Exclusive Negotiations
for a Purchase Agreement Pursuant to the Request for Offers to Purchase (RFOTP)
for Howard Commons**

WHEREAS, FMERA issued a Request for Offers to Purchase (RFOTP) in connection with the planned redevelopment of the Howard Commons site in Eatontown on December 14, 2012; and

WHEREAS, Howard Commons is a 63.67-acre tract on Pinebrook Road in the Fort's Charles Wood Area; and

WHEREAS, the RFOTP was publically advertised and the response date for offers to purchase Howard Commons was January 28, 2013, 45 days after the issuance of the RFOTP; and

WHEREAS, FMERA received proposals from six development entities: American Properties at Monmouth, LLC; BNE Real Estate Group/Sterling Properties Joint Venture; Fieldstone Associates, LP; HovWest Land Acquisition LLC (Hovnanian); Somerset Development, LLC; and US Home Corporation, a wholly owned subsidiary of Lennar Corporation (Lennar); and

WHEREAS, five of the six respondents provided compliant proposals; American Properties was deemed to be non-responsive because it proposed detached single-family homes, which are not permitted in Howard Commons under the Reuse Plan or the Land Use Rules; and

WHEREAS, all proposals were scored independently by an evaluation committee; and

WHEREAS, HovWest Land Acquisition LLC received the highest score; and

WHEREAS, as provided in the Rules for the Sale of Real and Personal Property, FMERA staff has determined during the evaluation process that there is a high likelihood that negotiating with Hovnanian will lead to an acceptable sales contract between the parties, and, if exclusive negotiations are approved, Hovnanian will make an additional deposit of 10% of the proposed purchase price that will be credited to Hovnanian at closing; and

WHEREAS, the FMERA Real Estate Committee recommends that the Board of Directors authorize the FMERA Staff to enter into exclusive negotiations with Hovnanian for a purchase agreement pursuant to the RFOTP for Howard Commons.

THEREFORE, BE IT RESOLVED THAT:

1. For the reasons expressed in the attached memorandum, the Authority authorizes the FMERA Staff, pursuant to the Rules for the Sale of Real and Personal Property, to enter into exclusive negotiations with Hovnanian for a purchase agreement pursuant to the RFOTP for Howard Commons.

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

ATTACHMENT

Dated: July 17, 2013

EXHIBIT 1



MEMORANDUM

TO: Members of the Board of Directors

FROM: Bruce Steadman
Executive Director

RE: Consideration of Authorization for FMERA Staff to Enter into Exclusive Negotiations for a Purchase Agreement Pursuant to the Request for Offers to Purchase (RFOTP) for Howard Commons

DATE: July 17, 2013

Request

I am requesting that the Board of Directors authorize FMERA staff to enter into exclusive negotiations for a purchase agreement pursuant to the Request for Offers to Purchase (RFOTP) for Howard Commons, and in accordance with the Authority's Rules for the Sale of Real and Personal Property.

Background

FMERA issued a Request for Offers to Purchase (RFOTP) in connection with the planned redevelopment of the Howard Commons site in Eatontown on December 14, 2012. Howard Commons is a 63.67-acre tract on Pinebrook Road in the Fort's Charles Wood Area. The property is currently improved with 486 townhouse units constructed by the Army in 1953, along with a 3,853 sf general purpose building. The Army phased out the use of the townhouses over the past 10 years, with the last families vacating the property prior to the Fort's 2011 closure. The Fort Monmouth Reuse and Redevelopment Plan (Reuse Plan) calls for the demolition of the existing improvements due to their age, condition, density and design, and their replacement with 275 dwelling units and approximately 15,000 sf of ancillary retail/commercial space.

The RFOTP for Howard Commons was publically advertised, calling for respondents to submit proposals compliant with the Reuse Plan and FMERA's proposed Land Use Rules. Respondents submitting a compliant proposal could also opt to submit one or more non-compliant, alternate proposals that, in the proposer's judgment, constituted a higher and better use of the property. FMERA, however, would be under no obligation to consider non-compliant proposals, and any non-compliant proposal selected by FMERA would potentially require an amendment to the Reuse Plan. The RFOTP was advertised in the Asbury Park Press and the Star Ledger, and posted to the FMERA, New Jersey Economic Development Authority (NJEDA) and New Jersey State Business Portal websites. The response date for offers to purchase Howard Commons was January 28, 2013, 45 days after the issuance of the RFOTP.

FMERA received proposals from six development entities: American Properties at Monmouth, LLC; BNE Real Estate Group/Sterling Properties Joint Venture; Fieldstone Associates, LP; HovWest Land Acquisition LLC (Hovnanian); Somerset Development, LLC; and US Home Corporation, a wholly owned subsidiary of Lennar Corporation (Lennar). Five of the six respondents provided compliant proposals; American Properties was deemed to be non-responsive because it proposed detached single-family homes, which are not permitted in Howard Commons under the Reuse Plan or the Land Use Rules. Fieldstone, Lennar and Somerset also elected to submit one or more alternate proposals. The proposals were distributed to five evaluators, including a representative of the Army, who scored the proposals independently, according to criteria and weightings contained in the RFOTP and the Authority's Sales Rules.

The evaluation team submitted their scores for compilation and met on February 21 and 22, 2013. The team reviewed the scoring and agreed that the HovWest Land Acquisition LLC (HovWest) proposal was compliant with the Reuse Plan and warranted the highest score. Of the five compliant proposals received, HovWest submitted the highest price proposal. HovWest is an affiliate of Hovnanian Enterprises (Hovnanian), which is publicly-traded on the NYSE. Founded in 1959, Hovnanian is one of the nation's largest homebuilders, with \$1.13 billion in total revenue and 192 communities in development in 2011. HovWest proposes to demolish the existing improvements and construct 275 two- and three-bedroom for-sale townhomes on the Howard Commons site, of which 20% would be reserved as affordable housing. Consistent with the Reuse Plan, the development would include retail development on the corner of Hope and Pinebrook Roads, and 20.4 acres of open space and public recreational amenities. A copy of HovWest's conceptual site plan is attached.

As part of its process to adopt Land Use Rules, FMERA staff and our planning consultant determined in May that a change to the Fort's permitted principal land uses was warranted that would affect the Howard Commons site. Specifically, to eliminate any inconsistency between the Reuse Plan and the Land Use Rules, staff recommended revising the proposed Land Use Rules to allow townhouses consisting of attached single units at a minimum of four units per structure within the Howard Commons Project Area. By letter dated May 23, 2013, staff invited the five compliant proposers to submit any modifications to their proposals because of this contemplated Land Use Rules change. Three of the proposers, Fieldstone Associates, Lennar and Somerset Development, submitted additional materials by the June 14, 2013 deadline. On June 25 the evaluation team reconvened, reviewed the modifications, and reconfirmed its earlier determination that HovWest submitted the highest-ranked proposal. The Board approved the final adoption of FMERA's Land Use Rules, including the revision affecting Howard Commons described above, at the June 19, 2013 meeting of the Authority.

After meeting with HovWest, staff is recommending that FMERA enter into exclusive negotiations with that entity. As provided in the Sales Rules, FMERA staff has determined during the evaluation process that there is a high likelihood that negotiating with HovWest will lead to an acceptable sales contract between the parties. HovWest intends to close on the property and commence demolition and construction once their due diligence is complete and all required approvals are obtained.


If this request is granted by the FMERA Board, HovWest will make an additional deposit of 10% of the proposed purchase price that will be credited to HovWest at closing. The negotiations will be exclusive in that FMERA will agree not to consider any other proposals and cease negotiations with any other parties for the purchase of the property and instead negotiate with HovWest in good and reasonable faith for the purchase and sale of Howard Commons. HovWest will agree in writing to terminate negotiations and discussions for the purchase of other competing property during the exclusive negotiating period. Both parties will agree to keep all negotiations confidential to the extent permissible under New Jersey law.

In addition to successfully completing negotiations, FMERA's execution of a contract to sell the Howard Commons property to HovWest will be contingent upon final approval of the terms and conditions of sale by the FMERA Board of Directors at a future date, in the Board's sole and absolute discretion.

The Real Estate Committee recommends that the Board of Directors authorize the FMERA Staff to enter into exclusive negotiations with Hovnanian for a purchase agreement pursuant to the RFOTP for Howard Commons.

Recommendation

In summary, I am requesting that the Board of Directors authorize FMERA staff to enter into exclusive negotiations with HovWest for a purchase agreement pursuant to the Request for Offers to Purchase (RFOTP) for Howard Commons, and in accordance with the Authority's Rules for the Sale of Real and Personal Property.


Bruce Steadman

Attachment: HovWest conceptual site plan

Prepared by: David E. Nuse



ATTACHMENT

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