



TO: Members of the Board

FROM: Bruce Steadman
Executive Director and Secretary

DATE: November 13, 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 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)
 - Action Items for Next Month
 - Update on FMERA’s Marketing Effort: Christopher Kinum, Executive Director, Cushman & Wakefield – East Rutherford
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**

1. Consideration of Approval of Award of Independent Auditing Services Request for Proposals
2. Consideration of Approval to Extend the Exclusive Negotiating Period with HovWest Land Acquisition, LLC for Howard Commons
3. Consideration of Approval to Make the Fitness Center Available through the Offer to Purchase Process

12. **Other Items**

13. **Public Comment**

14. **Adjournment**

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**
- Amy Herbold, Assistant Counsel, Authorities Unit, Office of the Governor – **V** (via telephone)
- 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**
- Tim Lizura, President and Chief Operating Officer, New Jersey Economic Development Authority (NJEDA) - **V**
- Charles Richman, Deputy Commissioner, NJ Department of Community Affairs (DCA)
- Jeff Stoller, Assistant Commissioner, NJ Department of Labor & Workforce Development (designee for Mary Ellen Clark).
- Kenneth J. Kloo, Director, Site Remediation Program, NJ Department of Environmental Protection (DEP)
- Jonathan Lowy, Regional Manager, Government and Community Relations, NJTransit (NJT)

V- Denotes Voting Member

Members Not Present

- Dr. Robert Lucky, Public Member – **V**

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 7:00 p.m., 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 the meeting was sent to the Asbury Park Press and the Star Ledger at least 48 hours prior to the meeting, that a meeting notice has been duly posted on the Secretary of State's bulletin board at the State House, and the FMERA and the NJEDA websites.

The first item of business was the approval of the September 18th meeting minutes. A motion was made to approve the minutes by Tim Lizura and seconded by Mayor Tarantolo.

Motion to Approve: TIM LIZURA Second: MAYOR TARANTOLO.
Ayes: 5

Robert Ades abstained stating he was not at the September meeting.
Mayor Mahon abstained stating he was not at the September meeting.
Lillian Burry abstained stating she was not at the September meeting.

The next item of business was the approval of the September 18th Executive Session meeting minutes. A motion was made to approve the minutes by Tim Lizura and seconded by Mayor Tarantolo.

Motion to Approve: TIM LIZURA Second: MAYOR TARANTOLO.
Ayes: 5

Robert Ades abstained stating he was not at the September meeting.
Mayor Mahon abstained stating he was not at the September meeting.
Lillian Burry abstained stating she was not at the September meeting.

III. WELCOME

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

Mr. Gorman stated that there are three Board Actions, the Consideration of Approval to make the Pistol Range available through the Offer to Purchase Process, the Consideration of Approval to make the Charles Wood Area Fire Station available through the Offer to Purchase Process and the Consideration of Approval to Terminate the Building 2705 Request for Offers to Purchase Process.

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

Mr. Steadman stated that there were no items to report.

V. TREASURER'S REPORT

Bruce Steadman, on behalf of Beverlee Akerblom, stated that the Request For Proposals (RFP) for Independent Auditing Service was issued on August 17, 2013. Six responses were received. The

responsive proposals were reviewed by the members of the Evaluation Committee who met on October 4th to discuss their findings and prepare their report for submittal to the Audit Committee. The Audit Committee will make their recommendation for appointment as the Authority's Independent Auditor to the Board at the Authority's November 13, 2013 meeting.

Mr. Steadman stated that the budget process for 2014 is underway. The FMERA Management Team is preparing for the budget sessions to be held in the coming weeks. The draft 2014 FMERA budget will then be forwarded to the Audit Committee for its review. The 2014 FMERA Budget is scheduled to be brought before the Board for its consideration and approval at the December Authority Meeting.

Mr. Steadman concluded the report by stating that spending continues to be strictly monitored.

Mr. Gorman asked if FMERA was affected by the Government shutdown. Mr. Steadman stated that there has been a delay in the ongoing discussions with the Army regarding the Phase 2 Economic Development Conveyance (EDC) due to the shutdown, but no other direct impacts.

VI. PUBLIC COMMENT REGARDING AGENDA ITEMS

Tom Mahedy of Wall Township stated that the Government shutdown affected FMERA due to the cancellation of the Restoration Advisory Board (RAB) and the Environmental Staff Advisory Committee (ESAC) meetings. Mr. Mahedy stated that the Pistol Range should be closed and the building be reused for the best use for the public. Mr. Mahedy stated that the proposals should be sealed bids. Mr. Mahedy stated that FMERA is already making deals with connected firms for the Charles Wood firehouse and the firehouse should be turned over to Tinton Falls at no charge and not sold off to a private entity. Mr. Mahedy stated that the Fort property should remain public. Mr. Mahedy stated that FMERA should move away from any government contracts and the new mission for the Fort should be one of healing.

VII. EXECUTIVE DIRECTOR'S REPORT

Rick Harrison, Director of Facilities Planning stated that the Army, FMERA and representatives from Cushman and Wakefield met on July 31, 2013. Weekly conference calls and discussions continued until two weeks ago and while FMERA is not experiencing any direct or immediate impacts due to the shutdown of the federal government, discussions and conference calls with the Army have ceased due to the furloughs and the Government shutdown. This is at a time when we are in the midst of negotiating business terms for the Phase 2 MOA and as a result FMERA anticipates a delay of the redevelopment of Phase 2 by a time period corresponding to the government shutdown. Mr. Harrison stated that the local Army Caretaker Contractor workforce has not missed a beat during this period, continuing to maintain the property and support FMERA.

Mr. Harrison stated that due to unforeseen circumstances the FMERA Community Bus Tour scheduled for Tuesday, October 29, 2013 has been postponed. The bus tour will now be held on Thursday, November 7, 2013. We apologize for any inconvenience this may cause.

The tour will leave from the Visitor Center on Oceanport Avenue at 10:00 am on November 7, 2013. If you reserved a seat for the October 29, 2013 tour, FMERA will hold your reservation for the November 7, 2013 tour unless we are notified otherwise. Members of the public who have not yet reserved a seat on the bus can do so by e-mailing FMERAINFO@njeda.com. Reservations are made on a first come, first serve basis, and please note that due to the capacity of the buses, the tour will be

limited to 60 members of the public. FMERA staff looks forward to the opportunity to tour the former Fort with members of the public and speak about the redevelopment effort.

Mr. Harrison stated that FMERA is committed to operating the golf course and associated amenities through the rest of this season, the winter (weather-permitting), next season, and the years beyond. Notwithstanding our current lease with the Army, any future sale of the golf course, and the status of our existing operating agreement, FMERA will maintain Suneagles as a top-notch local golf course at the level and condition that our members and guests are accustomed to.

With the new membership drive underway, our goal is to keep current members and attract new ones as we prepare for the 2013 fall, winter, and 2014 season. FMERA will ensure that all memberships entered into for the 2013/2014 season will be honored for the entire season.

FMERA recognizes that there are some needed improvements and maintenance issues with certain tee boxes, sand traps and trees, and a need for a new fleet of golf carts. These issues are being addressed in the upcoming Re-bid Request for Proposals (RFP) for a golf course operator.

Jonathan Lowy arrived at 7:26.

Dave Nuse, Director of Real Estate Development gave an update on the following Request For Offers To Purchase (RFOTPs):

Howard Commons

- At the July meeting, the Board authorized FMERA staff to enter into exclusive negotiations with HovWest Land Acquisition, LLC for the sale and redevelopment of Howard Commons.
- This 64-acre parcel on Pinebrook Road in Eatontown is intended to be developed into 275 units of housing and 15,000 sf of retail space.
- HovWest and FMERA entered into exclusive negotiations on August 28, 2013 and discussions are on-going.
- FMERA hopes to bring a Purchase & Sale Agreement to the Board for approval by the end of the year.

Officer Housing

- FMERA staff issued an RFOTP for the Officer Housing parcel in Oceanport on January 16, 2013.
- These 117 historic housing units are planned for renovation consistent with the Fort's Reuse Plan.
- Proposals were due on April 1, 2013 and two proposals were received.
- FMERA staff and an Army representative have evaluated and ranked the proposals in accordance with our Sales Rules, and held an initial meeting with the higher ranked proposer last month.

Parcels B, C and C1

- On March 26, 2013 FMERA publicly issued separate RFOTPs for Parcels B, C and C1. Proposals for all three parcels were due on June 10, 2013. Four developers submitted proposals on Parcel B, three submitted proposals for Parcel C, and three submitted proposals for Parcel C1, with some firms submitting multiple scenarios for redevelopment.
- Parcel B is a 55-acre mixed-use tract located along the Fort's Route 35 frontage in Eatontown.
- Parcel C is a 39-acre tract in Tinton Falls that's planned as a mixed-use town center.
- Parcel C1 is a 12-acre housing tract also located in Tinton Falls.

- FMERA staff and an Army representative have evaluated and ranked the proposals in accordance with the Authority's sales rules. FMERA met with the highest ranked firms earlier this month.

Building 2705

- On May 6, 2013 FMERA publically issued an RFOTP for Building 2705, a 47,000 sf research & development building on Pearl Harbor Road in Tinton Falls.
- Proposals were due on June 6, 2013 and one proposal was received.
- That proposal offered a purchase price that was less than the floor price required by FMERA's Phase 1 EDC Agreement.
- As a result, staff does not anticipate selling Building 2705 at this time, and an action item terminating the RFOTP for that property is on this evening's agenda.

Russel Hall

- An RFOTP was issued for Russel Hall on September 6th.
- Russel Hall is a 42,000 SF, 4-story office building located within the Fort's historic district in Oceanport.
- The response deadline is November 7th.

Parcel V-1

- An RFOTP was issued on September 6th for Parcel V-1, with a response deadline of December 6th.
- Parcel V-1 is a 10-acre tract in Eatontown, which is proposed as the site of a Veterans Community.

The Fabrication Shops (a/k/a Pinebrook Road Commerce Center).

- An RFOTP was issued on September 20th with a response deadline of November 20th.
- The Fabrication Shops consist of 5 flex/industrial buildings and 1 small administration building on 6.5 acres in Tinton Falls.
- The buildings are well-suited for small business use.

We anticipate issuing several additional RFOTPs on Phase 1 properties in the 4th Quarter. Those properties include the Golf Course, the Marina, the Pistol Range and the Charles Wood Fire House in Tinton Falls.

Our RFOTPs and our marketing flyers are posted on FMERA's website, www.fortmonmouthredevelopment.com

Marketing Update:

- FMERA continues to work with our Master Broker, Cushman & Wakefield, to market the Fort to prospective investors and employers.
- Staff conducts two to three tours or more per week with interested purchasers, and are optimistic that marketing efforts will attract good investment in the Fort that will result in successful redevelopment.
- FMERA plans to invite Cushman & Wakefield representatives to make a presentation at the November Board Meeting to provide more information on their efforts, and an overview of current market conditions and how they relate to the Fort.

Bruce Steadman gave an update on the other Action Items for next month.

- 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
- FMERA has collaborated with several Federal, State and Local agencies regarding storm response initiatives
- FMERA met with the Langan/Matrix team to address certain environmental issues moving forward and Langan/Matrix will present at the December Board meeting

Mr. Steadman thanked Charlie Goebel, Program Manager of the Chenega Operations Services (COS) and his staff for their excellent work during the Government shutdown as the Army Caretaker.

VII. COMMITTEE REPORTS

a) AUDIT COMMITTEE (ROBERT ADES, CHAIRMAN):

Robert Ades, stated that the Committee met on October 8th and discussed the following:

- Discussion of the Auditor Evaluation Committee's recommendation regarding the proposals that were received for the Independent Auditing Services.
- The Committee will review the RFP, the score sheets and the proposals and conduct interviews with the top two scoring firms in order to make a recommendation to the full Board at the November meeting.

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

Bruce Steadman, on behalf of Chairman Gorman, stated that the Committee met on October 9th at the FMERA offices and discussed the following:

- Update on the Phase 2 Economic Development Conveyance (EDC) agreement with the Army, noting that discussions are delayed due to the shutdown of the federal government.
- Discussion regarding possible omnibus changes to the Reuse Plan (the Plan) with respect to administrative issues. The Committee will have further discussions before making a decision.
- Update on the affordable housing as it relates to the Fort.
- Update on the Howard Commons transaction.
- Overview of the Pistol Range parcel. The Pistol Range (Building 2627) is a state-of-the-art one story 11,110 sf building, equipped with 10 firing lanes and constructed in 2006. The facility sits on a 1-acre parcel in the Tinton Falls Reuse Area of the Fort. FMERA staff believes the best use for the building is as a Pistol Range. The Committee reached a consensus and agreed to recommend approval to the full Board.
- Overview of the Charles Wood Fire Station Parcel. The Fire Station (Building 2560) is located at Corregidor Road and Heliport Drive on a 2.25 acre parcel in the Tinton Falls Reuse Area. The parcel contains a one story 10,070 sf Fire Station constructed in 2001, consisting of three high-bays, offices, bedrooms, a day room, kitchen and associated parking. The Committee reached a consensus and agreed to recommend approval to the full Board.
- Update on the Building 2705 RFOTP process. Staff recommends terminating the Offer to Purchase process. One proposal was received for the property and the proposal was below the

minimum acceptable price threshold as determined by the Army. The Committee reached a consensus and agreed to recommend approval to the full Board.

- Update on AcuteCare
- Update on Officers Housing
- Update on Parcel B, C, & C1
- Update on the Pinebrook Road Commerce Center
- Update on the Marina
- Update on the Broker Marketing Effort

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

Kenneth J. Kloo stated that the Committee did not meet this month but a meeting is scheduled for November 4th. Mr. Steadman stated that the Committee did not meet due to there being no environmental issues to address and the Committee is awaiting the Langan/Matrix team to be present at the November meeting.

- 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):

Charles Richman stated that the Committee met on September 24th and October 15th and discussed the following:

- Discussion on the expected schedule for the housing projects and the potential developer's suggestion of a lengthy schedule. HovWest, the leading proposer for Howard Commons housing & small retail, estimated 18-24 months for the planning stage which seemed excessive to the Committee.
- Discussion on the proposed town centers in the Reuse Plan and the potential developer designing the centers for the future community. The town centers should be designed as a destination for the future (30 years) and to attract people to the area with as much foresight as possible.

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

Lillian Burry stated that the Committee met on October 7th: The Committee supports the Veterans Community and all Veterans for the many sacrifices that they have made to serve this Country.

VIII. Board Actions

The next item before the Board was the consideration of approval to make the Pistol Range available through the Offer to Purchase Process

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 Lillian Burry and was seconded by Mayor Skudera.

Mayor Skudera asked the Board not delay the approval of the purchase of the Pistol Range if a private entity does purchase the property in that it will create jobs for the Community.

Bruce Steadman conducted a roll call vote.

NAME	YES	NO	ABSTAIN
James V. Gorman	X		
Robert Ades	X		
Amy Herbold	X		
Lillian Burry	X		
Gerald Tarantolo	X		
Michael Skudera	X		
Michael Mahon	X		
Tim Lizura	X		

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

The next item before the Board was the consideration of approval to make the Charles Wood Area Fire Station Available through the Offer to Purchase Process

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 Lillian Burry and was seconded by Mayor Skudera.

Bruce Steadman conducted a roll call vote.

NAME	YES	NO	ABSTAIN
James V. Gorman	X		
Robert Ades	X		
Amy Herbold	X		
Lillian Burry	X		
Gerald Tarantolo	X		
Michael Skudera	X		
Michael Mahon	X		
Tim Lizura	X		

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

The next item before the Board was the consideration of approval to terminate the Building 2705 Request for Offers 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 Mayor Tarantolo and was seconded by Robert Ades.

Mayor Skudera reiterated his previous statement that the Board not delay the approval of the purchase of the Charles Wood Firehouse if a private entity does purchase the property in that it will create jobs for the Community.

Bruce Steadman conducted a roll call vote.

NAME	YES	NO	ABSTAIN
James V. Gorman	X		
Robert Ades	X		
Amy Herbold	X		
Lillian Burry	X		
Gerald Tarantolo	X		
Michael Skudera	X		
Michael Mahon	X		
Tim Lizura	X		

Motion to Approve: MAYOR TARANTOLO Second: ROBERT ADES
AYes 8

IX. Other Items

Mayor Skudera of Tinton Falls thanked the FMERA staff for their excellent work on Tinton Falls projects and RFOTPs.

Public Comment

Anthony Talerico of Eatontown read a statement from a resolution which was adopted by the Eatontown Borough Council. [At this time, FMERA has not yet received the resolution].

Mr. Talerico stated that no one in Eatontown is opposed to a Veterans project and it was a shame that a Veterans Community was not included in the Reuse Plan, and for Housing and Urban Development (HUD) to accept the plan without Veterans housing. Mr. Talerico stated that the resolution was set forth in order to get a better understanding of affordable housing and how it relates to the Veterans Community.

Mr. Talerico referred to the Executive Director's report regarding reaching out to stakeholders and the three host municipalities and encouraged FMERA to reach out to the governing bodies regarding the redevelopment process.

Mayor Mahon stated that the Borough of Oceanport has received the resolution and it is on the agenda for the next Borough Council meeting.

Tom Mahedy of Wall Township asked who determines if the ESAC meetings should be cancelled. Mr. Steadman stated that he, as Executive Director, consults with Kenneth J. Kloo, ESAC Chairman and the FMERA staff to determine if a meeting should be held. Mr. Mahedy asked if the Committee members are consulted and was answered no. Mr. Kloo stated that no issues were raised by any Committee members regarding the October meeting being cancelled.

Mr. Mahedy stated that Matrix and the NJDEP were opposed to the Environmental Impact Study (EIS). Mr. Steadman stated that the EIS has been discussed on numerous occasions and Mr. Mahedy is incorrect in his statements on this subject.

Mr. Steadman stated that the ESAC has a number of very active and experienced members in the environmental field who provide excellent information at the meetings. Mr. Steadman stated that there has never been any complaints expressed to him or FMERA staff from any committee member if a meeting is cancelled. Mr. Steadman stated there has never been any shortcutting the redevelopment process as it relates to environmental issues.

Mr. Mahedy stated that Matrix is on the Board for the National Association for Government Contractors, and the Army, with Matrix's help, has left contamination across the country.

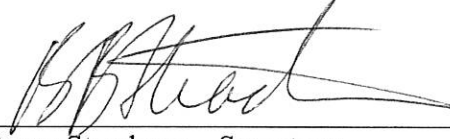
Mr. Mahedy stated that the FEMA housing should be used for those who are still without housing after the FEMA families leave.

Mr. Mahedy stated that the Audit Committee should not be involved in selecting the Independent Auditor because they will select a firm that they know and it will be a conflict of interest.

Bob English of Eatontown asked for clarification on the 18-24 month approval process for Howard Commons. Mr. Steadman stated that a developer would like to have a full set of approvals before closing on a project which is common in New Jersey. Mr. Steadman stated that the developer is highly motivated to move quickly on the closing and to work with the Borough of Eatontown to possibly reduce the time period for closing to less than 18-24 months.

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 8:16 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 black ink, appearing to read "B. Steadman", written over a horizontal line.

Bruce Steadman - Secretary

ADOPTED
October 16, 2013

Resolution Regarding
Approval to Make the Pistol Range
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, the Pistol Range (Building 2627) is a one story 11,110 sf building, equipped with 10 firing lanes. The facility sits on a 1-acre parcel in the Tinton Falls Reuse Area of the former Fort Monmouth. The range was constructed in 2006; and

WHEREAS, the Pistol Range’s planned 1-acre parcel represents the minimum lot size needed to accommodate required parking and building set-backs. The Request for Offers to Purchase (RFOTP) will allow respondents the option to provide alternate proposals that include the purchase of additional adjacent land and/or buildings; and

WHEREAS, authority staff recommends proceeding with the Request for Offer to Purchase (RFOTP) process for the Pistol Range in Tinton Falls; and

WHEREAS, FMERA staff believe that issuance of an RFOTP at this time could facilitate the attraction of one or more purchasers; and

WHEREAS, should the Pistol Range be purchased by a private entity an amendment to the Reuse Plan would be needed; and

WHEREAS, staff also believes that negotiation with respondents may be necessary to coordinate the Reuse Plan amendment with the possible redevelopment of the property and to ensure that the value of the property, and adjacent tracts, are maximized and therefore the Offer to Purchase process is preferred, rather than Sealed Bids; and

WHEREAS, the Real Estate Committee has reviewed and discussed making the Pistol Range 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 Pistol Range in Tinton Falls available through the Offer to Purchase process, as set forth in the attached memorandum.

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

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

ATTACHMENT

Dated: October 16, 2013

EXHIBIT 1

ADOPTED
October 16, 2013

Resolution Regarding
Approval to Make the Charles Wood Area Fire Station (Fire Station)
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, the Fire Station (Building 2560) is located at Corregidor Road and Heliport Drive on a 2.25 acre parcel in the Tinton Falls Reuse Area. The parcel contains a one story 10,070 sf Fire Station constructed in 2001, consisting of three high-bays, offices, bedrooms, a day room, kitchen and associated parking; and

WHEREAS, authority staff recommends proceeding with the Request for Offer to Purchase (RFOTP) process for the Charles Wood Area Fire Station in Tinton Falls; and

WHEREAS, FMERA staff believe that issuance of an RFOTP at this time could facilitate the attraction of one or more purchasers; and

WHEREAS, the Reuse Plan envisions the Fire Station would be used for an institutional or civic function; and

WHEREAS, should the Fire Station be purchased by a private entity an amendment to the Reuse Plan would be needed; and

WHEREAS, staff also believes that negotiation with respondents will be necessary to coordinate the redevelopment of the property with the Reuse Plan amendment and to ensure that the value of the property, and adjacent tracts, are maximized and therefore the Offer to Purchase process is preferred, rather than Sealed Bids; and

WHEREAS, the Real Estate Committee has reviewed and discussed making the Fire Station 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 Fire Station in Tinton Falls available through the Offer to Purchase process, as set forth in the attached memorandum.

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

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

ATTACHMENT

Dated: October 16, 2013

EXHIBIT 2

ADOPTED
October 16, 2013

Resolution Regarding
Approval to Terminate the Building 2705
Request for Offers to Purchase Process

WHEREAS, building 2705 is a 47,600 sf, one-story former research facility located on Pearl Harbor Road in the Tinton Falls Reuse Area of the Fort; and

WHEREAS, based on staff's recommendation, and with the Real Estate Committee's concurrence, the Board authorized proceeding with the offer to purchase process for Building 2705 at the March 2013 meeting of the Authority; and

WHEREAS, accordingly, on May 6, 2013, FMERA publically issued an RFOTP for Building 2705, with proposals due on June 6, 2013; and

WHEREAS, one proposal was received from Aaski Technology, Inc. (Aaski), a local ICT firm that proposed to renovate and occupy the facility as its headquarters; and

WHEREAS, that proposal, however, offered a purchase price that was substantially less than the Floor Price required by FMERA's EDC Agreement with the Army; and

WHEREAS, following discussions with Aaski and consultation with the Army, staff has concluded that further negotiation will not result in purchase terms that will satisfy the requirements of the EDC Agreement; and

WHEREAS, staff does not anticipate selling Building 2705 at this time, and requests that the Committee recommend the termination of the RFOTP process; and

WHEREAS, the Real Estate Committee has discussed terminating the Offer to Purchase process with regard to Building 2705 and recommends approval of the matter to the full Board of Directors.

THEREFORE, BE IT RESOLVED THAT:

1. The Authority approves terminating the Building 2705 Request for Offers to Purchase process without awarding a purchase contract, as set forth in the attached memorandum.
2. The Authority authorizes the Executive Director to take all necessary actions to effectuate the termination of the Building 2705 Request for Offers to Purchase process, including returning the deposit with accrued interest to the bidder.

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

ATTACHMENT

Dated: October 16, 2013

EXHIBIT 3



MEMORANDUM

TO: Members of the Board

FROM: Bruce Steadman
Executive Director

DATE: November 13, 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); and Action Items for Next Month.

Treasurer's Report.

1. Independent Auditing Services Request for Proposals (RFP)

The Audit Committee has completed the Independent Auditing Services selection process. The Committee's recommendation for appointment as the Authority's Independent Auditor will be brought to the Board of members for their consideration at the Authority's November 2013 meeting.

2. Federal Grant Status

A Grant amendment requesting additional funds for the grant scheduled to end June 30, 2014 is being prepared for submission to the Office of Economic Adjustment (OEA). The funds are consistent with amounts approved by the Authority's Board and provide funding for expenses not previously funded under the grant, such as building and ground maintenance expenses associated with the Authority's operation.

3. 2014 Fiscal Plan Overview

The budget process for 2014 continues. The FMERA Management Team is completing the budget sessions and drafting the fiscal plan. The draft 2014 FMERA budget will then be forwarded to the Audit Committee for its review. The FMERA Management Team will then present the 2014 FMERA Budget to the Audit Committee.

The 2014 FMERA Budget is scheduled to be brought before the Board for its consideration and approval at the December Authority Meeting.

4. 2015 State Appropriation Request

The Authority is preparing its preliminary appropriation request to the New Jersey Office of Management and Budget for inclusion in the state's fiscal year 2015 budget. The request will reflect the Authority's dedication to controlling costs, and eliminating unnecessary spending. The State appropriation is required to satisfy the local match requirement of the federal grant received through the OEA.

5. 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). The meetings and conference calls are productive and are helping to further a positive working relationship that will result in a revitalized former Fort Monmouth, and job creation. FMERA hopes to have an executed Phase 2 MOA with the Army before the second quarter of 2014.

2. Update on RFOTPs

The following is a summary of the status of the RFOTPs that FMERA has issued:

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. FMERA staff evaluated the proposals in accordance with the Authority's sales rules, and staff has begun negotiations with the higher ranked proposer.

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, with some firms submitting multiple scenarios for redevelopment. FMERA staff evaluated the proposals in accordance with the Authority's Sales Rules, and has begun discussions with the highest ranked proposers.

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 the Tinton Falls Reuse Area. In accordance with the Reuse Plan amendment #1, the property can accommodate up to 49 newly constructed residential units.

Parcel V-1

At the May meeting of the Authority, the Board approved making Parcel V-1 available through the offer to purchase process. Parcel V-1 is a 10-acre tract in the Eatontown section of the former Fort Monmouth which is being put out for bid for the purpose of establishing a Veterans Community. An RFOTP was publically issued for the parcel on September 6, 2013. Responses are due by noon on December 6, 2013. We look forward to a great project that will acknowledge the outstanding service to our country by military veterans. We salute our veterans.

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. FMERA staff has determined that Russel Hall will require a parcel measuring approximately 6.5 acres. 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 2 EDC Agreement with the Army. That agreement is currently under negotiation. An RFOTP was publically issued for Russel Hall on September 6, 2013. Proposals were due on November 7, 2013 and 1 proposal was received.

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. There is also a building (building 2501) on site that is well-suited for use as office space. The buildings together total approximately 44,000 sf. The Parcel is located off of Pinebrook Road in the Tinton Falls Reuse Area of Fort Monmouth. An RFOTP for the parcel was issued on September 20, 2013 and proposals are due on November 20, 2013 by noon.

Marina

On October 25, 2013 an RFOTP was issued for the Marina Parcel in the Oceanport. The Marina Parcel is 3.9 acres and is located on Oceanport and Riverside Avenues in the 400 area of the former Fort property. The Property consists of a 71-slip marina and boat launch ramp on Oceanport Creek; a 2,600 sf boat house (Building 450) constructed in 1986 and associated off-street parking. The Reuse Plan contemplates a marina/public boat ramp/restaurant on the property with the reuse of the existing marina building (Building 450). Proposals are due by noon on January 27, 2014.

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

3. Action Items for Next Month.

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



Approved By: Bruce Steadman

Prepared by: Katie Hodes

ADOPTED
November 13, 2013

Resolution Regarding
the Appointment of an Independent Auditor

WHEREAS, pursuant to Executive Order 122 and the Authority's By-Laws, the Authority's Audit Committee commenced a procurement process to select an independent auditor; and

WHEREAS, the Audit Committee (or the Chairman) appointed the members of the Auditor Evaluation Committee, consisting of four (4) Authority Members; and

WHEREAS, the Auditor Evaluation Committee drafted and issued the Request for Proposal (RFP) and subsequently evaluated responsive proposals; and

WHEREAS, the Auditor Evaluation Committee graded and ranked the six proposals and discussed the technical merits of each firm, concluding with a written report to the Audit Committee; and

WHEREAS, the Audit Committee interviewed the two proposers ranked highest by the Auditor Evaluation Committee and then re-ranked the two highest ranked proposers based on the evaluation criteria; and

WHEREAS, the Audit Committee considers the evaluation process to be comprehensive and recommends that the highest re-ranked firm, Clifton Larson Allen LLP, be appointed as independent auditor for the Authority.

NOW, THEREFORE, BE IT RESOLVED THAT:

1. As set forth in the attached memorandum, the Authority approves Clifton Larson Allen LLP to be the Authority's independent auditor for fiscal years 2013-2015 at a fee not to exceed \$107,500 with the Board's option to extend the contract for fiscal year 2016 at a fee not to exceed \$39,000 and for fiscal year 2017 at a fee not to exceed \$40,500 and to engage Clifton Larson Allen LLP for additional audit services at hourly rates between \$85 and \$235 based on the position of the person providing the service, subject to the terms and conditions in this Resolution, the RFP and any addenda, and the Clifton Larson Allen proposal.

2. The Executive Director and/or any individual authorized to execute documents pursuant to the Operating Authority is hereby 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.

ATTACHMENT
Dated: November 13, 2013

EXHIBIT 1



MEMORANDUM

TO: Members of the Authority
FROM: Robert Ades
Audit Committee Chairman
DATE: November 13, 2013
SUBJECT: Appointment of Independent Auditor

Summary

I am asking the Members to consider approving the selection of Clifton Larson Allen LLP, pursuant to a Request for Proposals, as the Authority's independent auditor for fiscal years 2013-2015 with the Board's option to extend the contract for fiscal years 2016-2017.

Background

The engagement of the Authority's independent auditor expired at the conclusion of the fiscal year 2012 audit process. Pursuant to Executive Order 122, the Audit Committee commenced a procurement process to select an independent auditor for the Authority. An Auditor Evaluation Committee was formed and was responsible for drafting the Request for Proposal and subsequently evaluating responsive proposals. Six proposals were received. Based on evaluation criteria established by the Audit Committee, the Auditor Evaluation Committee graded and ranked the proposals and discussed the technical merits of each firm. The evaluation process concluded with a written report of the results to the Audit Committee. The Audit Committee interviewed the two proposers ranked highest by the Auditor Evaluation Committee and then re-ranked them based on the evaluation criteria.

The Audit Committee considers the evaluation process to be comprehensive. The respondent firms were ranked by the Auditor Evaluation Committee based on such evaluative criteria as demonstrated ability, detailed approach and plans, documented experience, and quality and completeness of the proposal. These scores and rankings are summarized on Attachment A. The Audit Committee concurs with the ranking submitted by the Auditor Evaluation Committee and re-ranked the top two ranked proposers based on its interview of those two firms. The re-ranking

is summarized on Attachment B. The Auditor Committee recommends that the highest re-ranked firm Clifton Larson Allen, be appointed Independent Auditor to the Authority.

Clifton Larson Allen LLP has a strong technical foundation in audit, accounting and advisory services and substantial experience providing audit and accounting services to governmental entities. The contract for independent auditor will be for a three year term with an optional two year extension at the discretion of the Audit Committee. Following a request for a best and final fee proposal, Clifton Larson Allen's independent audit services fee proposal is not to exceed \$107,500 over the three year (FY13-15) period, \$39,000 for the FY2016 option period, and \$40,500 for the FY2017 option period, which aggregates to \$187,000. In the event the Authority requires audit services in addition to the scope of services outlined in the Request for Proposal, the Authority may engage Clifton Larson Allen at the not to exceed hourly rates in the fee proposal, which range from \$85 to \$235 based on the position of the person providing the service.

Recommendation

I am asking the Members to approve Clifton Larson Allen LLP to be the Authority's independent auditor for fiscal years 2013-2015, at the proposed fee of up to \$107,500, with the option to extend the contract for fiscal year 2016 at the proposed fee of up to \$39,000 and for fiscal year 2017 at the proposed fee of up to \$40,500, at the Board's discretion.

Prepared by: Beverlee Akerblom

ATTACHMENT

Auditor Evaluation Committee Rankings

Clifton Larson Allen	206
Mercadien	206
Wiss & Company	174
McEnerney, Brady and Company	166
Holman Frenia Allison	160
Cowan Guteski	133

Audit Committee Rankings

Clifton Larson Allen	244
Mercadien	193

ADOPTED
November 13, 2013

Resolution Regarding
Approval to Extend the Exclusive Negotiating Period
with HovWest Land Acquisition, LLC (HovWest)
for Howard Commons

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

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

WHEREAS, on January 28, 2013 FMERA received proposals from six development entities in response to the RFOTP; and

WHEREAS, 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 Sale Rules. The team reviewed the scoring and agreed that the HovWest proposal was compliant with the Reuse Plan and warranted the highest score; and

WHEREAS, after initial meetings with HovWest, staff recommended that FMERA enter into exclusive negotiations with that entity. This recommendation was based on staff's determination that there is a high likelihood that negotiating with HovWest will lead to an acceptable sales contract between the parties; and

WHEREAS, at the Authority's July 17, 2013 meeting, the Board authorized staff to enter into exclusive negotiations with HovWest; and

WHEREAS, by letter dated October 15, 2013, the Executive Director extended the exclusive negotiating period for an additional thirty days, as permitted by the Sale Rules; and

WHEREAS, FMERA staff and HovWest have made significant progress toward the negotiation of a mutually acceptable Purchase and Sale Agreement for Howard Commons, and staff believes that there is a likelihood that further negotiation will result in agreement over business terms; and

WHEREAS, staff is requesting that the Board authorize a sixty (60) day extension of the exclusive negotiating period; and

WHEREAS, the Real Estate Committee has reviewed and discussed extending the exclusive negotiating period and recommends approving the sixty (60) day extension to the full Board.

THEREFORE, BE IT RESOLVED THAT:

1. The Authority authorizes a sixty (60) day extension of the exclusive negotiating period, as set forth in the attached memorandum, and authorizes the Executive Director to take all necessary actions to effectuate the extension.

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

ATTACHMENT

Dated: November 13, 2013

EXHIBIT 2



MEMORANDUM

TO: Members of the Board

FROM: Bruce Steadman
Executive Director

RE: Request to Extend the Exclusive Negotiating Period with HovWest Land Acquisition, LLC for Howard Commons

DATE: November 13, 2013

Request

I am requesting that the Members of the Board extend the exclusive negotiating period with HovWest Land Acquisition, LLC (HovWest), in accordance with the Authority's Rules for the Sale of Real and Personal Property, for the purpose of negotiating a Purchase and Sale Agreement (PSA) for Howard Commons.

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.

On January 28, 2013 FMERA received proposals from six development entities in response to the RFOTP. 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 Sale Rules. The team reviewed the scoring and agreed that the HovWest proposal was compliant with the Reuse Plan and warranted the highest score. Of the five compliant proposals received, HovWest also submitted the highest price proposal. 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 proposed 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 submitted additional materials by the June 14, 2013 deadline. Subsequently, 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 10, 2013 meeting of the Authority.

After initial meetings with HovWest, staff recommended that FMERA enter into exclusive negotiations with that entity. This recommendation was based on staff's determination 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.

At the Authority's July 17, 2013 meeting, the Board authorized staff to enter into exclusive negotiations with HovWest. Pursuant to the Sale Rules, HovWest made an additional deposit of 10% of the proposed purchase price to be credited to HovWest at closing and executed a letter agreement confirming that the forty-five day exclusive negotiations period commenced on August 28, 2013. As provided under the Sale Rules, the negotiations are exclusive in that FMERA agrees 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 agrees to terminate negotiations and discussions for the purchase of other competing property during the exclusive negotiating period. Both parties agree to keep all negotiations confidential to the extent permissible under New Jersey law. By letter dated October 15, 2013, the Executive Director extended the exclusive negotiating period for an additional thirty days, as permitted by the Sale Rules.

FMERA staff and HovWest have made significant progress toward the negotiation of a mutually acceptable PSA for Howard Commons, and staff believes that there is a likelihood that further negotiation will result in agreement over business terms. Additionally, the anticipated conveyance of title to Howard Commons from the Army to FMERA prior to year-end will help facilitate an agreement, as any conditions and restrictions contained in the Army's final deed to FMERA must be reflected in our subsequent sale of the property. Consequently, staff is requesting that the Board authorize a sixty (60) day extension of the exclusive negotiating period.

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 at a future date, in the Board's sole and absolute discretion.

The Real Estate Committee has reviewed and discussed extending the exclusive negotiating period and recommends approving the sixty (60) day extension to the full Board.

Recommendation

In summary, I am requesting that the Members of the Board extend the exclusive negotiating period with HovWest for an additional sixty (60) days for the purpose of finalizing a purchase agreement pursuant to the Request for Offers to Purchase for Howard Commons, and in accordance with the Authority's Rules for the Sale of Real and Personal Property.



Bruce Steadman

Attachments: HovWest conceptual site plan
Prepared by: David E. Nuse

Public Park
1.9 Ac.
w/ Gazebo, Tot Lot &
Walking Path



Wetland Area

Public Park
18.5 Ac.
w/ Tennis Court, Basketball Court
Walking Path & Parking Lot

Sun Eagle
Golf Course

121 Townhomes
18.9 Ac.
95 Market Rate (26' x 55'-2
Story w/ 2 Car Garage)
26 COAH (2 Story 14' x 48')

154 Townhomes
21.6 Ac.
125 Market Rate (26' x 55'-2
Story w/ 2 Car Garage)
29 COAH (2 Story 14' x 48')

Convenience Retail
Area
3 Ac.
w/ 15,000 sf Building

WETLANDS BUFFER NOTATION:
Assumes 150' freshwater wetlands transition area
due to potential foraging habitat for Black Crowned
Night Heron. Should the resource classification be
designated as "intermediate" by NJDEP, requiring
instead a 50' buffer, the Development Plan would
be adjusted accordingly.

Concept Plan



Scale N.T.S.

Hope Road

Main Brook

Pinebrook Road

Regimental
Ultra Sports

Detention
Basin

Detention
Basin

Wetland Limit
Line

150' Wetland
Transition
Buffer

Walking Path

Regimental
Ultra Sports

ADOPTED
November 13, 2013

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

WHEREAS, the Fitness Center (Building 114) is a 32,250 sf facility that was built in 1952 and contains a 25 yard pool, a hardwood basketball court, racket ball courts and various weight and fitness rooms; and

WHEREAS, the proposed parcel is 7.75 acres and contains three other improvements – a New Jersey Natural Gas facility, a sewage lift station, and a water tower – that the purchaser will need to accommodate; and

WHEREAS, the Fort Monmouth Reuse and Redevelopment Plan (Reuse Plan) envisions that the Fitness Center would maintain the same use when purchased; and

WHEREAS, authority staff recommends proceeding with the Offer to Purchase process for the Fitness Center, rather than Sealed Bids, based on several factors; and

WHEREAS, Authority's master broker and FMERA staff have shown the building to several interested parties and believe that issuance of an RFOTP could facilitate the attraction or retention of one or more potential purchasers; and

WHEREAS, the Authority's RFOTP for Parcel B (issued March 26, 2013) contemplates that Building 1230, a 19,404 square feet sports bubble located on Parcel B, would be sold to and relocated by the purchaser of the Fitness Center. The RFOTP process will allow the Authority to offer the potential purchasers of the Fitness Center the option of also purchasing the sports bubble and relocating it to the 7.75 acre Fitness Center parcel; and

WHEREAS, given the building’s good location just outside of the Historic District, and as an important amenity to the Reuse Plan’s High-Tech and Green Industry Campus, 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 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; and

WHEREAS, the Real Estate Committee has reviewed and discussed making the Fitness Center available through the Offer to Purchase process and recommends it to the full Board for approval.

THEREFORE, BE IT RESOLVED THAT:

1. The Authority approves making the Fitness Center in Oceanport available through the offer to purchase process, as set forth in the attached memorandum.
2. The Authority authorizes the Executive Director to take all necessary actions to effectuate the issuance of the Request for Offer to Purchase and the notice of availability for sale through the offer to purchase process.
3. This resolution shall take effect immediately, but no action authorized herein shall have force and effect until 10 days, Saturdays, Sundays, and public holidays excepted, after a copy of the minutes of the Authority meeting at which this resolution was adopted has been delivered to the Governor of the State of New Jersey for his approval, unless during such 10-day period the Governor of the State of New Jersey shall approve the same, in which case such action shall become effective upon such approval, as provided by the Act.

ATTACHMENT

Dated: November 13, 2013

EXHIBIT 3



MEMORANDUM

TO: Members of the Board

FROM: Bruce Steadman
Executive Director

RE: Making Available the Fitness Center (Building 114) in the Oceanport Reuse Area through the Offer to Purchase Process

DATE: November 13, 2013

Request

I am requesting that the Members of the Board of Directors authorize the Fort Monmouth Economic Revitalization Authority (FMERA) staff to make the Fitness Center (Building 114) in Fort Monmouth's Oceanport Reuse Area available through the Offer to Purchase process, in accordance with FMERA's approved sales rules.

Background

The Fitness Center (Building 114) is a 32,250 sf facility that was built in 1952 and contains a 25 yard pool, a hardwood basketball court, racketball courts and various weight and fitness rooms. The subject parcel is 7.75 acres and contains three other improvements - a New Jersey Natural Gas facility - a Sewage Lift Station and - a water tower that the purchaser will need to accommodate. The water tower is no longer in use and is not needed for redevelopment.

The Fort Monmouth Reuse and Redevelopment Plan (Reuse Plan) envisions that the Fitness Center would maintain the same use when purchased. The Land Use Rules for the Fort property state that the parcel is zoned for institutional/civic, office/research or open space/recreation. 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.

The Board of Directors approved the Rules for the Sale of Real and Personal Property (the Sale Rules) at the August 17, 2011 Meeting of the Authority. In accordance with Section 19:31C-2.5(a) of the Sale Rules, the Board shall approve a particular parcel of real property and accompanying personal property as being available for sale through either a Sealed Bid or Offer to Purchase process. Before advertising a particular parcel of real property and accompanying personal property as being available for sale through the Offer to Purchase process, the Board shall review and approve a recommendation of the Director and FMERA to offer the property for sale through the Offer to Purchase process. In its determination to use the Offer to Purchase process, the Board also may consider various factors including, but not limited to, purchase

price, jobs to be created and timing, to determine whether the Offer to Purchase process will enhance the economic value to FMERA or Fort Monmouth.

Authority staff recommends proceeding with the Offer to Purchase process for the Fitness Center, rather than Sealed Bids. This recommendation is based on several factors. The Authority's master broker and FMERA staff have shown the building to several interested parties and believe that issuance of an RFOTP could facilitate the attraction or retention of one or more potential purchasers. The Authority's RFOTP for Parcel B (issued March 26, 2013) contemplates that Building 1230, a 19,404 square feet sports bubble located on Parcel B, would be sold to and relocated by the purchaser of the Fitness Center. The RFOTP process will allow the Authority to coordinate the sale and relocation of the sports bubble with the sale of the Fitness Center. Also, because of the Fitness Center's good location just outside of the Historic District, and the benefit of having exercise facilities as an important amenity to the Reuse Plan's High-Tech and Green Industry Campus, 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.

Please note that the Authority's March 26, 2013 RFOTP for Parcel B contemplated that Building 1230, a 19,404 sf sports bubble, would be retained by FMERA and offered for sale in conjunction with the Fitness Center, such that proposers would have the option of also purchasing the sports bubble and relocating it to the 7.75 Fitness Center parcel. Accordingly, we plan to offer this option within the Fitness Center RFOTP.

The Real Estate Committee has reviewed and discussed making the Fitness Center available through the Offer to Purchase process and recommends it to the full Board for approval.

Recommendation

In summary, I am requesting that the Members of the Board authorize the FMERA staff to make the Fitness Center (Building 114) in Fort Monmouth's Oceanport Reuse Area available through the Offer to Purchase process, in accordance with FMERA's approved sales rules.



Bruce Steadman

Attachment: Parcel map
Prepared by: Katie Hodes

