

MINUTES OF THE MEETING

I. Members of the Authority present:

- James V. Gorman, Chairman, Fort Monmouth Economic Revitalization Authority (FMERA) - **V**
- Robert Ades, Vice Chairman, Public Member – **V**
- Dr. Robert Lucky, Public Member – **V**
- Peter Simon, Assistant Counsel, Authorities Unit, Office of the Governor – **V**
- John Tobia, Monmouth County Director of Public Works and Engineering – **V** (designee for Lillian Burry)
- Gerald Tarantolo, Mayor of Eatontown – **V**
- Gerald Turning, 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**
- Kenneth J. Kloo, Director, Site Remediation Program, NJ Department of Environmental Protection (DEP)
- Mary Ellen Clark, Assistant Commissioner, NJ Department of Labor & Workforce Development
- Jonathan Lowy, Regional Manager, Government and Community Relations, NJTransit (NJT)

V - Denotes Voting Member

Members Not Present

- Charles Richman, Deputy Commissioner, NJ Department of Community Affairs (DCA)

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 7:00p.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 December 18th meeting minutes. A motion was made to approve the minutes by Tim Lizura and seconded by Mayor Mahon.

Motion to Approve: TIM LIZURA Second: MAYOR MAHON

AYes: 8

Mayor Turning abstained from voting stating he was not at the December 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 welcomed Mayor Turning of Tinton Falls on his new membership to the Board as Mayor.

Mr. Gorman stated that the Board would receive updates from the Committees and the Staff Advisory Committees. Mr. Gorman stated that there will be two Board Actions, Consideration of Approval of a Purchase & Sale Agreement and Redevelopment Agreement with HovWest for Howard Commons, and 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 Russel Hall.

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 there were no Secretarial items to report.

V. TREASURER'S REPORT

Beverlee Akerblom, Director of Finance and Administration, stated that the Authority has submitted its appropriation request to the New Jersey Office of Management and Budget for their review and inclusion in the state's fiscal year 2015 budget. The State appropriation is required to satisfy the local match requirement of the federal grant received through the Office of Economic Adjustment. The Authority's 2015 funding request of \$245,135 is less than its 2014 state appropriation, and reflects our continuing dedication to controlling costs, and eliminating unnecessary spending. As FMERA advances its land transfer and redevelopment strategy, and opportunities for revenue through sales and leasing develop, future state appropriation requirements will be reduced.

The Authority's Independent Auditors, Clifton Larsen Allen, have begun work on their initial audit of the Authority's operations. The Auditors will report on the Authority's 2013 financial statements and accompanying notes. Additionally, the auditors will report on the Authority's internal controls and compliance in accordance with Government Auditing Standards and OMB Circular A-133. The Auditors will begin their field work the week of February 3rd.

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

VI. PUBLIC COMMENT REGARDING AGENDA ITEMS

Bob English of Eatontown asked what the estimated close date would be for Howard Commons. Mr. Steadman stated that it was too early to make a determination as there were several factors that need to be completed on the site plan before an official submission can be made. Mr. Steadman stated that FMERA will be conducting informed meetings with the members of the Eatontown Planning Board and Engineering department to discuss any issues on the property.

Mr. English asked if HovWest will need site plan approval and NJ Department of Environmental Protection (NJDEP) permits before closing on the property and was answered yes.

Tom Mahedy of Wall Township asked who the three evaluators were for the RFOTP for Russel Hall. Mr. Steadman stated that the evaluation teams are made up of a round-robin group of 8-9 people who review the RFOTPs. Mr. Steadman stated that the names are inconsequential and that all proposals are independently scored according to the Authority's Rules for the Sale of Real and Personal Property. The staff then makes a recommendation to the Real Estate Committee and upon the Committee's review a recommendation is made to the Board.

Mr. Mahedy asserted that the Kiely Group was the only proposer for Russel Hall and the company does a lot of public work and makes political contributions on every level. Mr. Mahedy stated that any Board member who has received a political contribution from Kiely or HovWest should recuse themselves from approving the Board Actions. Mr. Steadman stated that there have been 25-30 RFOTPs issued and the responses vary due to the proposer's ability to improve the property (i.e., renovations and utilities of the property). The number of proposers for any parcel is based on supply and demand. Based on these issues, the proposals tend to narrow the potential bidders. FMERA is also bound by the Economic Development Conveyance Agreement (EDC) which requires FMERA to sell the property at the average price of the appraisals completed by FMERA and the Army. Mr. Steadman stated that there are no secret deals that occur due to the specific process that must be followed.

DAG Gabriel Chacon explained that by law all submitted proposals must include form Chapter 51/Executive Order 117 Vendor Certification and Disclosure of Political Contributions and there are no exceptions. Mr. Chacon stated that these forms are submitted to Treasury for approval.

Dr. Lucky stated that the Board members are required to take Ethics training and are responsible to recuse themselves on any Board Actions as per the Ethics training.

Sara Breslow stated that it is up to the public to do oversight and not up to the public to trust Board members to recuse themselves. Ms. Breslow asked if the Environmental Staff Advisory Committee (ESAC) had the opportunity to review any information regarding Howard Commons before it goes to the Board for approval. Mr. Steadman stated that the Advisory Committees are briefed and asked to address issues and offer input. Mr. Steadman stated that the makeup of the Committees is a cross-section of professionals with multiple experience bases so FMERA staff benefits from a balanced perspective.

VII. EXECUTIVE DIRECTOR'S REPORT

Rick Harrison, Director of Facilities Planning stated that FMERA continues to advance the Phase 2/Main Post EDC discussions with the Army. FMERA has exchanged a number of proposals, or deal points, addressing various issues and concerns. The Army's priorities and objectives have been a moving target but we are keeping pace with that. Discussions have been both frank and productive and they are continuing, however, there are some hurdles to get over or around. FMERA believes that we will come to terms and are on track to have an executed Phase 2 EDC Agreement with the Army before the end of the second quarter 2014.

Mr. Harrison stated that as of the proposal due date for Suneagles Golf Course operator of January 3rd, one responsive proposal was received. FMERA staff is currently reviewing the only compliant proposal, submitted by our current operator, Atlantic Golf Management, and hopes to bring a recommendation to the Board at the February meeting of the Authority.

Mr. Harrison stated that FMERA has also re-advertised the RFP for Auctioneering Services. One prospective bidder attended the mandatory pre-proposal conference on December 17th. Given the weather and holiday season it was decided to re-advertise after the first of the year and to issue an addendum to the RFP scheduling a second pre-proposal conference on January 28th in hopes of getting a larger response. The Proposals are due on February 21st.

FMERA also anticipates issuing a Request for Proposals (RFP) for Property Maintenance Services in the near future.

Dave Nuse, Director of Real Estate Development, gave the following summary of the status of the RFOTPs that FMERA has issued:

Howard Commons

- FMERA will be presenting a Purchase & Sale Agreement and Redevelopment Agreement for the Howard Commons site for the Board's approval at tonight's meeting.
- 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.

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 we are currently in negotiations with the higher ranked proposer.

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.
- And 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. We initiated meetings with the highest ranked firms in October and discussions are on-going. We anticipate bringing recommendations to the Board in the 1st Quarter of 2014.

Russel Hall

- An RFOTP was issued for Russel Hall on September 6, 2013.
- Russel Hall is a 42,000 SF, 4-story office building located within the Fort's historic district in Oceanport.
- One proposal was received on November 7, 2013.
- Staff has reviewed the proposal and met with the bidder.
- FMERA will be asking the Board for permission to enter into exclusive negotiations with the Kiely Group at tonight's meeting.

Parcel V-1

- FMERA issued an RFOTP on September 6, 2013 for Parcel V-1, and 2 proposals were received on December 6, 2013.
- Parcel V-1 is a 10-acre tract in Eatontown, which is proposed as the site of a Veterans Community.
- Staff is in the process of evaluating and scoring the proposals.

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

- FMERA issued an RFOTP for the Fabrication Shops on September 6, 2013.
- 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.
- 3 proposals were received on November 20, 2013. Staff has begun evaluating the proposals in accordance with our Sales Rules.

Marina

- FMERA issued an RFOTP for the Marina property in Oceanport on October 25, 2013.
- The property consists of a 71-slip marina, boathouse and launch ramp on 3.9 acres.
- Proposals are due by January 27th.

Pistol Range

- FMERA posted an RFOTP for the indoor Pistol Range in Tinton Falls on November 22, 2013.
- The Range is an 11,000 sf building completed in 2006 that's equipped with 10 indoor firing stations.
- The Range will be open for a walk-thru on February 4th between 10 am and 4 pm.
- Proposals are due by February 24th.

Charles Wood Fire House

- FMERA posted an RFOTP for the Charles Wood Fire House in Tinton Falls on December 20th.
- The Fire House is a 12,000 sf structure on Corregidor Road built in 2001.
- Proposals are due by March 20th.

FMERA anticipates issuing several additional RFOTPs over the next few months which include:

- Fitness Center in Oceanport, which includes a pool, basketball and racquetball courts, and a health club, targeted for release in January;
- Fort Chapel in Oceanport, also planned to be issued in January; and
- Suneagles Golf Course in Eatontown, which is slated to be issued in March.

Our RFOTPs and our marketing flyers are posted on FMERA's website:

www.fortmonmouthredevelopment.com.

Marketing Update

Katie Hodes, Marketing and Development Officer stated that FMERA continues to work with Cushman & Wakefield (Cushman), the Authority's Master Broker, to market the Fort property. FMERA and Cushman conduct, on average, a half a dozen tours per week of the Property. In addition, FMERA, Cushman and the Partnership for Action have been meeting monthly to expand our efforts and utilize additional resources that will enhance the marketing of the Fort.

Ms. Hodes stated that FMERA anticipates issuing an RFP in the upcoming months for services to upgrade the FMERA website. The website is intended to create a more accessible and user-friendly site for the public and our stakeholders.

Bruce Steadman concluded the report with a list of the following action items:

- 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

Mayor Tarantolo asked if there is an available list of the environmental issues of concern. Mr. Steadman stated that there is an active list of areas of concerns (AOCs) which is published by the Army via the Restoration Advisory Board (RAB). Mr. Steadman stated that Langan-Matrix will be at the February meeting of the Authority and will address the AOCs.

Mayor Tarantolo asked what happens if the leasing agreement with Suneagles conflicts with the issuance of the RFOTP. Rick Harrison stated that there is no lease but there is an operating agreement and the term of the new agreement will be from April 2014-March 2015. Mr. Harrison stated that there are clauses in the short-form contract stating that the operating agreement can be terminated subject to the sale of the golf course.

Mayor Tarantolo asked if no demolition is permitted at Howard Commons until the site plan is approved. Mr. Steadman stated that HovWest cannot close on the property until the Borough of Eatontown approves the site plan, and demolition would begin two months after closing.

VII. COMMITTEE REPORTS

a) AUDIT COMMITTEE (ROBERT ADES, CHAIRMAN):

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

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

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

- Overview of the Purchase and Sale Agreement and Redevelopment Agreement with HovWest for Howard Commons. The Committee reviewed the fines that would be imposed to the extent that HovWest fails to achieve certain new jobs at the property, it will pay the Authority a penalty for each job not created. The Committee agreed to recommend the approval of the PSA to the full Board at tonight's meeting.
- Overview of the RFOTP for Russel Hall stating that FMERA has met with the Kiely Group regarding the purchase of Russel Hall and would like to ask the Board for staff to enter into Exclusive Negotiations for a Purchase and Sale Agreement. The Committee agreed to recommend the approval for FMERA to enter into Exclusive Negotiations to the full Board at tonight's meeting. Mayor Mahon abstained from voting.
- Overview of the status of the Parcel B RFOTP. Due to the ineligibility of the top scoring proposer, resulting from a pay-to-play issue, staff met with the second-scored proposer and discussed in detail their proposal relating to for-rent/for-sale housing and the retail/commercial component. After the meeting and a subsequent discussion with the proposer, staff believes the second-scored proposal falls short of the overall quality standard set forth in the Reuse Plan. A review of the other proposals submitted for Parcel B met with a similar staff opinion. Although these proposals comply with the technical requirements of the Reuse Plan, staff believes they fall short of the spirit and intent of the Reuse Plan for this extremely important parcel's redevelopment for a high quality Lifestyle Center and Eatontown Gateway, referring to wording in the Reuse Plan such as, "vibrant pedestrian environment" and "exciting gateway". The Committee hopes to fulfill these qualitative objects, because the spirit and intent of the Reuse Plan sets the bar very high for this very important Eatontown project.
- Update on AcuteCare/Clinic Parcel status. AcuteCare plans to close on the parcel on or about March 1, in advance of the termination of the current 6-month due diligence extension under the PSA.
- Update on the Homeless Obligation Fund and the HUD-approved Legally Binding Agreements (LBAs) with four homeless providers. The Committee was updated that the distributions to the LBAs will be

impacted by future sales of the property. 180 Turning Lives Around is expected to be the first LBA to receive payments.

- Update on the status of the Phase 2 MOA/EDC discussions with Army. The Committee is please with the progress made by the staff based on progress made this week with the Army. FMERA expects to be able to deliver to the Board an outline of key deal points to be discussed during executive session at the February board meeting.
- Update on the Auctioneer Services RFP. The Committee asked the staff to extend the RFP response period to attract additional bidders.
- Update on Officer Housing
- Update on Parcels C & C1
- Update on Marina
- Update on Pinebrook Road Commerce Center
- Update on Parcel V-1
- Update on CWA Fire Station
- Update on Pistol Range
- Update on Fitness Center
- Update on Main Post Chapel
- Update on Golf Course Operator

Mayor Tarantolo asked that due to the statement regarding the need for an amendment to the Reuse Plan, would it require a super majority vote. Mr. Steadman stated that the Kiely proposal was for commercial office use instead of an institutional office use as stated in the Reuse Plan and therefore it would require a Plan Change Amendment. The super majority vote would be necessary for the change in plan, but not for the exclusive negotiations.

DAG Chacon stated that the Board Action at tonight's meeting does not require a super majority vote, however, if a Plan Change Amendment is needed, it would require a super majority vote.

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

Kenneth J. Kloo, stated that the Committee did not meet this month.

d) HISTORICAL PRESERVATION STAFF ADVISORY COMMITTEE (ROBERT ADES, CHAIRMAN):

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

e) HOUSING STAFF ADVISORY COMMITTEE (CHARLES RICHMAN, CHAIRMAN):

Bruce Steadman, on behalf of Charles Richman, stated that the next Committee meeting is scheduled to meet on January 29th.

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

John Tobia, on behalf of Lillian Burry, stated that the Committee did not meet this month. Mr. Tobia, on behalf of Ms. Burry, stated that the Committee is awaiting a Veterans Community which is long overdue.

VIII. Board Actions

A) The next item before the Board was the consideration of approval of a Purchase & Sale Agreement and Redevelopment Agreement with HovWest for Howard Commons.

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 Tim Lizura.

Mayor Tarantolo stated that he was pleased that the Howard Commons project was beginning and was a long time coming.

Tim Lizura stated that the EDA Board looks forward to concurring on the Purchase and Sale Agreement.

Mr. Steadman conducted a roll call vote.

| NAME | YES | NO | ABSTAIN |
|------------------|-----|----|---------|
| James V. Gorman | X | | |
| Robert Ades | | | X |
| Dr. Robert Lucky | X | | |
| Peter Simon | X | | |
| John Tobia | X | | |
| Gerald Tarantolo | X | | |
| Gerald Turning | X | | |
| Michael Mahon | X | | |
| Tim Lizura | X | | |

Robert Ades abstained from voting stating that he objects to the prevailing wage provision in the RFOTP and FMERA should not be allowed to impose prevailing wage on a private company as it impacts the financial objective of FMERA and the taxpayers of each of the host municipalities.

Motion to Approve: MAYOR TARANTOLO Second: TIM LIZURA
AYes 8

B) The next item before the Board was the consideration of approval for FMERA to enter into Exclusive Negotiations for a Purchase and Sale Agreement pursuant to the Request for Offers to Purchase for Russel Hall.

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 Tim Lizura and was seconded by John Tobia.

Motion to Approve: TIM LIZURA Second: JOHN TOBIA
AYes 8

Mayor Mahon abstained from voting stating that a college age family member was previously employed as a temporary seasonal employee for Kiely in the summers of 2008 and 2009.

Mr. Steadman conducted a roll call vote.

| NAME | YES | NO | ABSTAIN |
|------------------|-----|----|---------|
| James V. Gorman | X | | |
| Robert Ades | X | | |
| Dr. Robert Lucky | X | | |
| Peter Simon | X | | |
| John Tobia | X | | |
| Gerald Tarantolo | X | | |
| Gerald Turning | X | | |
| Michael Mahon | | | X |
| Tim Lizura | X | | |

IX. Other Items

There were no other items for discussion.

Public Comment

Sara Breslow of Eatontown asked if the minutes from the ESAC meeting regarding Howard Commons would be made available to the public now that the Board approved. Mr. Steadman stated that the PSA will not take effect until after the 10-day veto period and the PSA is executed. Mr. Steadman stated that the Staff Advisory Committees (SACs) meetings are summarized by each Chair at the Board meeting, and these summaries are contained on-line. Because the SACs are non-voting, there is no requirement for public presentation or public minutes.

Mr. Kloo stated that at each Board meeting, he reports on the ESAC meeting and the report is published. Mr. Kloo stated that any reports that are published and presented to the DEP case manager are available through the Open Public Records Act from the DEP.

Mark Reagan of Eatontown asked if the dwelling descriptions for Parcels B, C, & C1 can be consistent for each parcel. Mr. Steadman stated that the dwelling descriptions are in the Reuse Plan and not language that was developed by FMERA in the RFOTP process.

Tom Mahedy of Wall Township asked again for the names of the evaluators of Russel Hall and was answered no, but the score sheets and results are available once the transaction is closed. Mr. Steadman stated that the evaluation process is consistent with the Sales Rules and the process is very effective and transparent. The results of the Real Estate Committee votes are available for review.

Mr. Gorman stated that the evaluators are required to take Ethics training and must recuse themselves if they have a conflict of interest.

Mr. Mahedy asserted that the Pistol Range was built in 2006 when the Fort was closing and the law states that no construction was to occur after the 2005 BRAC closing. Mr. Mahedy questioned if the range was built for a private entity in order that it is sold to a private entity in the future. He was answered no.

Mr. Mahedy asserted that Kiely is very involved with South Jersey Gas and that there is collusion occurring. Mr. Mahedy stated that there is a sweet heart deal with the liquor license at Suneagles. Mr. Steadman stated that the liquor license has been brought up on at least ten occasions and has been clarified to Mr. Mahedy that the license is issued by the Alcohol and Beverage Commission (ABC). Mr. Steadman also stated the Kiely Company has a 60-year reputation for integrity and business success.

Mr. Mahedy demanded that the public be allowed to attend all of the Committee meetings. Mr. Mahedy stated that the public is entitled to have information on the campaign contributions made on a municipal, county and state level and the Board is responsible in providing to the public. Mr. Mahedy was told all information provided by proposers is ultimately available through OPRA for successful bidders.

There being no further business, on a motion by Mayor Tarantolo seconded by John Tobia and unanimously approved by all voting members present, the meeting was adjourned at 8:30p.m.

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

A handwritten signature in black ink, appearing to read 'B. Steadman', is written over a horizontal line.

Bruce Steadman – Secretary

**ADOPTED
January 15, 2014**

Resolution Regarding the
**Authorization for
the Fort Monmouth Economic Revitalization Authority (FMERA)
to Enter into a Purchase and Sale Agreement and Redevelopment Agreement
("PSA&RA")
with HovWest Land Acquisition, LLC ("HovWest") for Howard Commons**

WHEREAS, the Legislature enacted the Fort Monmouth Economic Revitalization Authority Act ("Act"), P.L. 2010, c. 51, to create the Fort Monmouth Economic Revitalization Authority ("FMERA" or "Authority"); and

WHEREAS, on December 14, 2012 FMERA issued and publically advertised a Request for Offers to Purchase ("RFOTP") for Howard Commons with a response date of January 28, 2013; and

WHEREAS, 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; 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, Somerset Development, LLC and US Home Corporations, a wholly owned subsidiary of Lennar Corporation. Five of the six respondents provided compliant proposals, and American Properties was deemed non-responsive; and

WHEREAS, all proposals were scored independently by an evaluation committee, and HovWest received the highest score; and

WHEREAS, HovWest also submitted the highest price proposal; and

WHEREAS, as provided in the Authority's Rules for the Sale of Real and Personal Property, the FMERA Staff determined during the evaluation process of the proposals received that there was a high likelihood that negotiating with HovWest will lead to an acceptable sales contract between FMERA and HovWest; and

WHEREAS, at the Authority's July 17, 2013 Meeting, the Board authorized FMERA to enter in to exclusive negotiations with HovWest, in accordance with the Authority's Sales Rules; and

WHEREAS, on August 28, 2013 HovWest executed the Exclusive Negotiations Agreement and provided an additional 10% deposit in accordance with the Authority's Sales Rules; and

WHEREAS, the exclusive negotiations have resulted in the attached PSA&RA;
and

WHEREAS, the Real Estate Committee has reviewed the attached PSA&RA and recommends it to the full Board of Directors for approval.

THEREFORE, BE IT RESOLVED THAT:

1. The Authority approves the selection of HovWest as the purchaser of the Howard Commons parcel in the Eatontown Section of the former Fort Monmouth property pursuant to the December 14, 2012 Request for Offers to Purchase, on terms substantially consistent to those set forth in the attached memorandum and the attached PSA&RA and with final terms acceptable to the Executive Director and the Attorney General's Office, and authorizes the Executive Director to execute the PSA&RA and take any necessary actions to effectuate the selection of HovWest as the purchaser of the Howard Commons parcel.

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

Dated: January 15, 2014
ATTACHMENT

EXHIBIT 1

ADOPTED
January 15, 2014

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
Building 286 (Russel Hall)**

WHEREAS, the Legislature enacted the Fort Monmouth Economic Revitalization Authority Act (“Act”), P.L. 2010, c. 51, to create the Fort Monmouth Economic Revitalization Authority (“FMERA” or “Authority”); and

WHEREAS, on September 6, 2013, FMERA issued and publically advertised a Request for Offers to Purchase (RFOTP) for Building 286 (Russel Hall) with a response date of November 7, 2013, 62 days after the issuance of the RFOTP, in connection with the planned redevelopment of Russel Hall in Oceanport; and

WHEREAS, the Russel Hall parcel is approximately 6.5 acres in size, and includes the former Army office building #286 consisting of 42,300 square feet, with the accompanying paved and parking areas, and greenspace; and

WHEREAS, FMERA received one proposal from Kiely Realty Group, LLC (Kiely). Kiely’s proposal was compliant with the RFOTP and proposes a commercial office use instead of an institutional office use; so, an amendment to the Reuse Plan will be needed to complete the sale; and

WHEREAS, the proposal was scored independently by an evaluation committee; 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 Kiely will lead to an acceptable sales contract between the parties, and, if exclusive negotiations are approved, Kiely will make an additional deposit of 10% of the proposed purchase price that will be credited to Kiely 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 Kiely for a purchase agreement pursuant to the RFOTP for Russel Hall.

THEREFORE, BE IT RESOLVED THAT:

1. For the reasons expressed in the attached memorandum, the Authority authorizes the FMERA Staff to enter into exclusive negotiations with Kiely for a purchase agreement pursuant to the RFOTP for Russel Hall.

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

Dated: January 15, 2104
ATTACHMENT

EXHIBIT 2