

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**
- Lillian Burry, Monmouth County Freeholder – **V**
- Gerald Turning, Mayor of Tinton Falls – **V**
- Michael Mahon, Mayor of Oceanport – **V**
- Tim Lizura, President and Chief Operating Officer, NJ Economic Development Authority (NJEDA) – **V**
- Gina Fischetti, Chief Counsel, Local Planning Services, NJ Department of Community Affairs (DCA)
- Jonathan Lowy, Regional Manager, Government and Community Relations, NJTransit (NJT)

V - Denotes Voting Member

Members Not Present

- Dr. Robert Lucky, Public Member – **V**
- Gerald Tarantolo, Mayor of Eatontown – **V**
- Kenneth J. Kloo, Director, Site Remediation Program, NJ Department of Environmental Protection (DEP)
- Jeffrey Stoller, Assistant Commissioner, Office of Research and Information, NJ Department of Labor & Workforce Development (DOL)

Also present:

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

II.

The meeting was called to order by Chairman James V. Gorman at 7:01p.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 March 19th meeting minutes. A motion was made to approve the minutes by Tim Lizura and seconded by Lillian Burry.

Mayor Turning abstained from voting stating he was not at the March Board meeting.

Motion to Approve: TIM LIZURA Second: LILLIAN BURRY
AYes: 6

The second item of business was the approval of the March 19th Executive Session meeting minutes. A motion was made to approve the minutes by Tim Lizura and seconded by Lillian Burry.

Mayor Turning abstained from voting stating he was not at the March Board meeting.

Motion to Approve: TIM LIZURA Second: LILLIAN BURRY

AYes: 6

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 protocol established at the February Board meeting will continue to be followed.

Mr. Gorman stated that the Board would be entering into Executive Session to discuss confidential matters that are not public at this time. Mr. Gorman stated that the Board would then enter back into the public meeting for the Board to consider the consideration of approval for FMERA Staff to Proceed with Real Estate and Contract Negotiations with the Army for Phase 2. Mr. Gorman stated that the Board would also consider three additional action items, the consideration of approval of the Authority's Comprehensive Annual Report for 2013, as required by Executive Order No. 37; the 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 the Officer Housing Parcel; and the consideration of approval for FMERA Staff to Enter into Exclusive Negotiations for a Purchase Agreement Pursuant to the RFOTP for Parcels C and C1. Mr. Gorman stated that the Board would receive updates from the Committees and the Staff Advisory Committees.

The Chairman went on to state that there will be two comment periods at the meeting based on the new meeting protocol. 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 was nothing to report.

V. TREASURER'S REPORT

Beverlee Akerblom, Director of Finance and Administration stated that FMERA is preparing the first quarter Financial and Operational Summary. Staff will be meeting to review the quarter and assess the quarter's performance against the 2014 organization goals. FMERA staff will present the financial and operational summary report for the first quarter to the Audit Committee at their next meeting. A grant application to the Office of Economic Adjustment (OEA) in support of the Authority's operations is being prepared. The funds requested from the OEA are consistent with the budget approved by the Authority's Board for fiscal year 2014 and presented to the State's Office of Management and Budget in support of the Authority's appropriation request. Ms. Akerblom stated that spending continues to be strictly monitored.

VI. PUBLIC COMMENT REGARDING BOARD ACTION ITEMS

Phil Welch of Lincroft asked if the Comprehensive Annual Report will be made available to the public on FMERA's website.

Tom Mahedy of Wall Township asserted that the negotiations between FMERA and the Army lead to legalized theft of the public's funds and property. Mr. Mahedy asserted that 60% of the sale proceeds go to the Army and the remaining 40% goes to private corporate entities which are getting sweetheart deals on the Fort. Mr. Mahedy asserted that the developers who make political contributions are given priority. Mr. Mahedy objected to the Board entering into Executive Session. Mr. Mahedy stated that he should be entitled to copies of the RFOTP proposals and to the names of the members of the evaluation committees.

Mr. Gorman asked Mr. Steadman to respond to the questions.

Mr. Steadman answered Mr. Welch by stating that the Comprehensive Annual Report will be made available to the public on the FMERA website after the Governor's 10 day veto period.

Mr. Steadman stated that Mr. Mahedy made assertions and did not ask any questions.

VII. EXECUTIVE SESSION – OPMA EXEMPTION N.J.S.A. 10:4-12B(5) and (7)

The next item before the Board was to adjourn the Public Session of the meeting and enter into Executive Session – OPMA Exemption N.J.S.A. 10:4-12b(5) and (7): Pending Real Estate and Contract Negotiations with the Army.

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

Robert Ades read the resolution which is attached hereto and marked Exhibit 1.

The Board entered Executive Session at 7:18p.m.

There being no further business in Executive Session, a motion was made to go back into public session by Mayor Mahon seconded by Amy Herbold and unanimously approved by all voting members present.

The Board returned to public session at 7:25p.m.

The next item before the Board is Consideration of Approval for FMERA Staff to Proceed with Real Estate and Contract Negotiations with the Army for Phase 2.

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.

Mr. Steadman stated that the approval of the Board Action paves the way for the development of the Phase 2 properties. Mr. Steadman stated that the Memorandum of Agreement (MOA) for Phase 2 will be presented to the Board for approval at a future Board meeting.

A motion was made to approve by Mayor Mahon and was seconded by Tim Lizura.

VIII. EXECUTIVE DIRECTOR'S REPORT

Rick Harrison, Director of Facilities Planning stated that FMERA and the Army have been holding discussions over the past 20 months on the future transfer of the balance of the Main Post, to be accomplished under a Phase 2 Memorandum of Agreement (MOA). FMERA staff intends to brief the Board on the status of the negotiations in Executive Session this evening and request approval from the Board on proposed terms. Our goal is to have an executed Phase 2 MOA with the Army by the third quarter of 2014. We continue to have weekly conference calls to advance our progress on the many issues before us.

Mr. Harrison gave the following update on Request for Proposals (RFPs):

- On April 11, FMERA issued an RFP for On-Call Property Maintenance Services to service our offices, property leased from the Army and all property that transfers to FMERA until it is sold. FMERA held a Mandatory Pre-proposal Conference this past Monday, April 21. Proposals are due May 22.
- On April 18th FMERA issued an RFP for Management, Maintenance and Operation of the Fort Monmouth Marina. There will be a Mandatory Pre-proposal Conference on April 28th. Proposals are due May 12.
- FMERA did not receive any proposals for the Auctioneering Services RFP, therefore FMERA is now negotiating directly with a local auctioneering firm to provide these services and anticipates holding some auctions during the summer.
- FMERA will be issuing an RFP for Professional Planning Consultant at the completion of the current contract.
- FMERA will be issuing an RFP for a Professional Marketing Consultant/Creative Agency Services for Brand Development and Website Design in the near future.

Dave Nuse, Director of Real Estate Development, gave the following summary of the RFOTPs:

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.
- FMERA will be presenting a recommendation to enter into exclusive negotiations with the higher ranked proposer at tonight's meeting.

Parcels C and C1

- On March 26, 2013 FMERA publicly issued separate RFOTPs for Parcels C and C1 in Tinton Falls. Proposals for each parcel were due on June 10, 2013. Three developers submitted proposals for Parcel C, and three submitted proposals for Parcel C1, with some firms submitting multiple scenarios for redevelopment.
- Parcel C is a 39-acre tract that's planned as a mixed-use town center.
- Parcel C1 is a 12-acre housing tract.
- FMERA staff and an Army representative evaluated and ranked the proposals in accordance with the Authority's Sales Rules, and initiated meetings with the highest ranked firm late last year. Staff will present a recommendation to enter into exclusive negotiations with the highest ranked proposer for Parcels C and C1 at tonight's meeting.

Russel Hall

- An RFOTP was issued for Russel Hall on September 6.
- Russel Hall is a 42,000 SF, 4-story office building located within the Fort's historic district in Oceanport.
- The Board authorized exclusive negotiations with the Kiely Realty Group for this property at the January 2014 meeting.

Parcel V-1

- FMERA issued an RFOTP on September 6 for Parcel V-1, and 2 proposals were received on December 6.
- 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 the proposals in accordance with the Authority's Sales Rules.

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

- FMERA issued an RFOTP for the Fabrication Shops on September 20, 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. Staff has evaluated the proposals in accordance with our Sales Rules and has initiated discussions with the highest ranked proposer.
- FMERA hopes to present a recommendation to the Board at next month's meeting.

The Marina

- FMERA issued an RFOTP for the Marina property in Oceanport on October 25 of last year.
- The property consists of a 71-slip marina, boathouse and launch ramp on 3.9 acres.
- Two proposals were received on January 27, 2014.
- Those proposals are currently under review.

Pistol Range

- FMERA issued an RFOTP for the indoor Pistol Range in Tinton Falls on November 22.
- The Range is an 11,000 sf building completed in 2006 that's equipped with 10 indoor firing stations.
- 5 proposals were received February 24.
- Staff and an Army representative have reviewed the proposals, and FMERA staff has initiated discussions with the highest ranking entity.
- FMERA hopes to present a recommendation to the Board at next month's meeting.

Charles Wood Fire House

- FMERA issued a 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 were due by March 20th and 1 proposal was received.
- The proposal is currently under review.

FMERA currently has 2 open RFOTPs posted on our website:

- The Fitness Center in Oceanport, which includes a pool, basketball and racquetball courts, and a health club; the minimum bid is \$1,950,000; and
- The Fort Chapel in Oceanport, which includes a 600-seat sanctuary. Its minimum bid is \$1,530,000.
- Proposals on the Fitness Center and the Chapel are due on May 9.

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

- Suneagles Golf Course in Eatontown,
- And Parcel B in Eatontown, the mixed-use site fronting on Route 35.

RFOTPs are posted on FMERA's website, www.fortmonmouthredevelopment.com.

Marketing Update

Katie Hodes, Marketing and Development Officer stated that FMERA has scheduled its fourth Community Bus Tour for Thursday, May 8, 2014. The Bus Tour will allow members of the public to tour the former Fort and speak to members of the FMERA staff about the redevelopment effort.

The tour will leave from the Visitor Center on Oceanport Avenue at 10:00am on May 8th. Due to the capacity of the buses, the tour will be limited to 60 participants. Members of the public will be able to reserve a seat on the bus on a first come, first serve basis and will receive an e-mail from the FMERA Office confirming their attendance. Please express your interest in participating in the tour by e-mailing FMERAINFO@njeda.com.

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. We anticipate issuing a Request for Proposals for a professional marketing consultant/creative agency services in the coming weeks.

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

Mr. 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

IX. COMMITTEE REPORTS

a) AUDIT COMMITTEE (ROBERT ADES, CHAIRMAN):

Robert Ades stated that the Committee met on March 31st and discussed the following:

- Discussion regarding the Comprehensive Annual Report with Audited Financial Statements, and the financial and operational assessment for the year ended December 31, 2013.
- The Authority's independent auditors, Clifton Larson Allen, presented their audit findings. The audit was conducted in accordance with generally accepted accounting principles and adheres to the Government Auditing Standards. The Authority's financial statements are presented fairly with no material misstatements and Clifton Larson Allen issued an unmodified opinion, the highest opinion.
- Review and discussion regarding the financial statements with the auditors and Authority management and the accounting policies and significant judgments used in preparation of the financial statements. The auditors noted one issue: segregation of duties. The auditors acknowledged that this is common in an organization of FMERA's size - with a small staff it is difficult to adequately segregate duties. The auditors noted that the additions the Authority made to staff during the year have improved the condition. Authority management and the Audit Committee will continue to monitor and manage the segregation duties. The Authority's management reviewed and addressed the matters noted by the auditors with the Audit Committee. The Committee also received an update on the status of the Homeless Fund.
- The Audit Committee also met privately with the auditors without staff present.
- Based on our review and discussions, the Audit Committee recommended the presentation of the 2013 Comprehensive Annual Report to the Board of Directors for their approval at tonight's meeting.

The Audit Committee will meet in June for the 1st quarter's financial and operational review.

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

Chairman Gorman stated that the Committee met on April 8th and discussed the following:

- Update on the Officers Housing in Oceanport. The Committee agreed to recommend the approval for FMERA to enter into Exclusive Negotiations to the full Board at tonight's meeting.
- Overview of the RFOTP for Parcels C & C1 in Tinton Falls. The Committee agreed to recommend the approval for FMERA to enter into Exclusive Negotiations to the full Board at tonight's meeting.
- Update on the Phase 2 EDC negotiations with the Army. Staff will present an update during Executive Session at tonight's meeting.
- Update on Howard Commons
- Update on Parcel V-1
- Update on Pinebrook Road Commerce Center
- Update on Marina
- Update on Current & Upcoming RFOTPs: Pistol Range, the Chapel and the Fitness Center
- Update on Broker Marketing

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

Bruce Steadman, on behalf of Kenneth J. Kloo, stated that the Committee met on April 7th and discussed the following:

- Overview of the landfills and Installation Restoration Program (IRP) sites.
- Discussion regarding the landfills. Army must demonstrate it has adequately categorized all landfills and provide plans to address each. The Army has a long-term obligation to address each landfill and the process is 65-70% completed by the Army and NJDEP.
- Discussion regarding the effect the environmental status has on FMERA's ability to sell property. They do not interfere with the day to day activities.
- Overview of the PCB contamination in an area near Gibbs Hall, which requires a Deed Notice with the transfer of property to FMERA. PCB contaminated soils were removed, however, areas remain above the level required for residential sites. The remaining contamination is below the DEP's non-residential standard. Leaving the minor exceedences in place was approved by the DEP, with the associated institutional controls/Deed Notice.
- Update on the Marina
- Update on Parcel B
- Update on Officer Housing
- Update on the Chapel
- Update on the Fitness Center
- Update on Pinebrook Commerce Center (Fabrication Shops)
- Update on Parcels C and C1
- Update on the Pistol Range
- Update on the Golf Course
- Update on Howard Commons

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):

Gina Fischetti stated that the Committee will be meeting on April 30th.

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

Lillian Burry stated that the Committee did not meet this month. Ms. Burry quoted the Executive Director's report stating "we look forward to a great project that will acknowledge the outstanding service to our country by military veterans".

X. BOARD ACTIONS

A) The next item before the Board was the consideration of approval of the Authority's Comprehensive Annual Report for 2013, as required by Executive Order No. 37.

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 Robert Ades and was seconded by Mayor Mahon.

Tim Lizura commended the FMERA staff for their efforts on all of the FMERA actions items.

Motion to Approve: ROBERT ADES Second: MAYOR MAHON
AYes 7

B) The next item before the Board was the consideration of approval for FMERA Staff to enter into Exclusive Negotiations for a Purchase Agreement Pursuant to the RFOTP for the Officer Housing Parcel.

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

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

A motion was made to approve by Robert Ades and was seconded by Tim Lizura.

Mayor Mahon abstained from voting stating that while the Borough of Oceanport is supportive of the Officer Housing project, he is unable to render a vote until the Council has received and reviewed all of the information.

Motion to Approve: ROBERT ADES Second: TIM LIZURA
AYes 6

C) The next item before the Board was Consideration of Approval for FMERA Staff to Enter into Exclusive Negotiations for a Purchase Agreement Pursuant to the RFOTP for Parcels C and C1

Bruce Steadman read the resolution which is attached hereto and marked Exhibit 5.

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

A motion was made to approve by Robert Ades and was seconded by Tim Lizura

Mayor Turning stated that Lennar is a very capable developer and Tinton Falls is looking forward to working with them on the project.

Motion to Approve: ROBERT ADES Second: TIM LIZURA
AYes 7

XI. OTHER ITEMS

There were no other items before the Board.

XII PUBLIC COMMENT REGARDING ANY FMERA BUSINESS

Mr. Harrison responded to a question submitted by Tom Mahedy via email to Mr. Steadman regarding the future auctions.

After completion of an official RFP process, implemented with Attorney General Office oversight, FMERA is currently negotiating with an auctioneering firm to hold public auctions of Fort Monmouth "Personal Property" which is defined as: "Personal property includes all property except land and fixed-in-place buildings, naval vessels, and records of the Federal government. Personal property does not normally include fixtures".

There will be multiple auction events that may be organized by location or type of personal property. Some of these will be "lot" auctions, designed to attract commercial bidders who will buy blocks of items consisting of multiple units (i.e., dozens or hundreds); some of the auctions will be "per each" auctions, designed for individuals to buy single items. This is yet to be determined. No property can be auctioned off until it is transferred to FMERA, which will occur in phases; this further dictates the need for multiple auction events. All auctions will be well advertised and open to the public. All revenue generated by these auctions will be reinvested into the property in accordance with the FMERA/Army EDC agreement.

Mr. Nuse responded to a question submitted by Bob English via fmerainfo@njeda.com regarding the Board protocol, reading the following response that Mr. Steadman provided by email:

Thank you for your follow-up question regarding the revised public comment policy. Notwithstanding our differing viewpoints on this particular issue, your input and involvement at the public meetings is appreciated. It is our goal to have timely, efficient, open, and compliant Board meetings. To that end, receiving public comment is necessary and required. It is FMERA's obligation as a State Authority to receive public comments, but not to answer or respond to the public comments. The Chair has directed staff to manage the meeting flow so that we do indeed receive public comment at the appropriate agenda times. And, to increase transparency to the attendees, he further has directed staff to respond to any questions asked during the public comment periods. Additionally, the Chair has directed staff to be available after the public meetings, either that evening or any day(s) following, to answer any follow-up questions. These follow-up questions may be posed in person, via telephone, or via fmerainfo@njeda.com. We believe these to be fair, reasonable, appropriate, and readily available opportunities for members of the public to pose follow-up questions. By keeping follow-up questions, (and the repartee, banter, or follow-ups to follow-ups that routinely occur), directed to FMERA staff via these non-meeting methods, the public meetings are necessarily more efficient and productive by staying on point, on agenda, and avoiding unrelated topics. We believe the revised public comment policy (this month's meeting will be the third meeting it will be used) encourages all meeting attendees to come to the podium and provide comment, by making the podium available to all commenters on a level playing field with equal access to be heard, with minimized disruptions and distractions.

Phil Welch of Lincroft asked what sort of power FMERA staff has in holding Lennar responsible for the housing requirements for Parcels C & C1. Mr. Welch asked where in the development process does the Housing Staff Advisory Committee become involved. Mr. Welch asked where the affordable housing units will

be located on the property and when will these houses be built in relation to the other housing. He also asked if the 20% affordable commitment still is in place.

Bob English asked for an update on the demolition schedule of Howard Commons. Mr. English asked if the commercial and incubator space located on Parcel B and stated in the Reuse Plan is still a viable option for the property. Mr. English asked for an update on the Attorney General's Office's review of whether subsidized units built as part of the Veterans Community would count against Eatontown's affordable housing obligations.

Tom Mahedy of Wall Township stated that the emails he submitted to FMERA asked over 40 questions and not just the question regarding the upcoming auctions. Mr. Mahedy stated that the Board meetings are secret, non-transparent and non-democratic. Mr. Mahedy asked why the FMERA Board meeting was cancelled during Holy Week. Mr. Mahedy asserted that the Real Estate Committee does not include any public members. Mr. Mahedy asked why the public does not have the right to know who the RFOTP evaluation team members are. Mr. Mahedy asked why the public is not allowed to know who the proposer was that was rejected for the Parcel B proposal due to pay to play offenses after Mr. Mahedy exposed fraud, corruption and scandals. Mr. Mahedy asked why there are two proposed auctions, the one for insiders and the other for the public. Mr. Mahedy asked who is going to get the \$2,000 liquor license for the golf course.

Mr. Gorman asked Mr. Steadman to respond to the questions.

Mr. Steadman answered Mr. Welch by stating that FMERA has final decision making power with Lennar because the RFOTP asks the proposers to adhere to the Reuse Plan in terms of the type of site plan. Mr. Steadman stated that it is FMERA's intent to uphold the spirit and intent of the Reuse Plan. Mr. Steadman stated that the 20% affordable housing is included in the proposals. Mr. Steadman stated that the Housing Committee will be involved in the process as they were with Howard Commons in that the Committee will review the site plan, elicit feedback and bring the feedback to the Real Estate Committee and Lennar. Mr. Steadman stated that the location and timing of the affordable units will now be discussed with Lennar, and as with Howard Commons, FMERA will bring back specific requests regarding the placement of the affordable housing.

Mr. Steadman answered Mr. English by stating that there is no updated information on the demolition for Howard Commons as of yet. Mr. Steadman stated that the first timeline item is the completion of the 75 day due diligence period which has not been begun due to the delay in receipt of the Army deed. Mr. Steadman stated that the demolition must begin within 60 days of closing, therefore it is unlikely the demolition will take place before 2015. Mr. Steadman stated that the incubator space proposed in the Reuse Plan is located in buildings which are located in Parcel 1 of Phase 2, not Parcel B. Mr. Steadman stated that these buildings are slated for demolition. Mr. Steadman stated that there is no update on the COAH review.

Mr. Steadman answered Mr. Mahedy by stating that the Board meeting was cancelled during Holy Week due to scheduling issues. Mr. Steadman stated that FMERA is not in a position to make known the names of the RFOTP evaluators. Mr. Steadman stated that the information regarding the proposers for Parcel B is being held confidential because a new RFOTP will be issued in the future and previously submitted information might otherwise give away confidential information to the benefit of competing bidders. Mr. Steadman stated that all of Mr. Mahedy's other assertions have been addressed on many occasions in the past.

There being no further business, on a motion by Lillian Burry seconded by Mayor Mahon and unanimously approved by all voting members present, the meeting was adjourned at 8:30pm.

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
April 23, 2014

Resolution Regarding
Entering into Executive Session
To Discuss Pending Real Estate and Contract Negotiations with the Army

WHEREAS, pursuant to the Open Public Meetings Act, specifically N.J.S.A. 10:4-12(5), a public body may enter into executive session to discuss “[a]ny matter involving the purchase, lease or acquisition of real property with public funds . . . where it could adversely affect the public interest if discussion of such matters were disclosed”; and

WHEREAS, pursuant to the Open Public Meetings Act, specifically N.J.S.A. 10:4-12(7), a public body may enter into executive session to discuss “[a]ny pending or anticipated . . . contract negotiation other than [a collective bargaining agreement] in which the public body is, or may become a party”; and

WHEREAS, the Authority desires to enter into executive session to discuss pending negotiations concerning contracts to purchase, lease or acquire real property from the U.S. Army with the use of public funds and the Authority is a party to such contracts.

THEREFORE, BE IT RESOLVED THAT:

1. In accordance with the Open Public Meetings Act, the Authority shall go into executive session for the purpose of discussing real estate purchase, lease or acquisition from and pending contract negotiations with the U.S. Army.

2. The Authority anticipates that the minutes of the executive session will not become available to the public until after such time as the subject purchase, lease or acquisition negotiations are concluded and the Authority determines that the need for confidentiality no longer exists and the matters discussed can be disclosed.

Dated: April 23, 2014

EXHIBIT 1

ADOPTED
April 23, 2014

Resolution Regarding
**Confirmation of Support for Proposed Terms Negotiated by FMERA Staff and
Representatives of the U.S. Army for the Authority's Acquisition of the Balance of the
Main Post, Execution of a Non-Binding Term Sheet with the Army, and Submission of a
Phase 2 Economic Development Conveyance Application**

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, at the December 2011 and April 2012 meetings of the Authority, the Board of Directors approved a Phase 1 Memorandum of Agreement (MOA) with the Army and authorized the Executive Director to sign the MOA; and

WHEREAS, FMERA and the Army executed the Phase 1 MOA, covering the Fort's Charles Wood Area and three parcels on the Main Post on June 25, 2012; and

WHEREAS, the Phase 1 MOA between FMERA and the Army set up a two-phased property transfer, with Phase 2 intended to include the bulk of the Main Post properties in Eatontown and Oceanport; and

WHEREAS, the Authority has made substantial progress in implementing the Phase 1 MOA, with approximately two-thirds of the properties either sold, under contract, in negotiations, or in the Request for Offers to Purchase process; and

WHEREAS, FMERA staff initiated negotiations with the Army over Phase 2 in summer 2012 immediately after execution of the Phase 1 MOA; and

WHEREAS, FMERA and the Army have been exploring and negotiating alternatives that would meet each party's needs; and

WHEREAS, the FMERA Real Estate Committee has reviewed the proposed terms and recommends them to the full Board of Directors as the basis for the Executive Director's negotiation and execution of a non-binding term sheet with the Army and the submission of a Phase 2 Economic Development Conveyance application.

THEREFORE, BE IT RESOLVED THAT:

1. For the reasons expressed in the attached memorandum, the Authority confirms its support for the proposed terms negotiated by FMERA Staff and representatives of the U.S. Army for the Authority's acquisition of the balance of the Main Post.

2. The Authority authorizes the Executive Director to execute a non-binding term sheet with the Army and submit a Phase 2 Economic Development Conveyance application, consistent with the proposed terms.

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

Dated: April 23, 2014

EXHIBIT 2

ATTACHMENT

ADOPTED
April 23, 2014

Resolution Regarding the
Fort Monmouth Economic Revitalization Authority
2013 Comprehensive Annual Report

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

WHEREAS, the Authority's independent auditors, Clifton Larson Allen LLP audited and accepted the Authority's financial statements for January 1, 2013 to December 31, 2013 and issued an unmodified opinion regarding the financial statements; and

WHEREAS, pursuant to Executive Order No. 122 (McGreevey), the Audit Committee reviewed the draft comprehensive Annual Report for January 1, 2013 to December 31, 2013 and recommends presenting the Members with the Annual Report; and

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

NOW, THEREFORE BE IT RESOLVED THAT:

1. The Members of the Authority approve the Authority's 2013 Comprehensive Annual Report and approve submitting the Report to the Governor's Authorities Unit and the Federal Audit Clearinghouse and posting it on the Authority's website.

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

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

DATED: April 23, 2014

ATTACHMENT

EXHIBIT 3

ADOPTED
April 23, 2014

Resolution Regarding
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 Officer Housing

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 January 16, 2013, FMERA issued and publicly advertised a Request for Offers to Purchase (RFOTP) for the Officer Housing parcel with a response date of March 1, 2013, 45 days after the issuance of the RFOTP, in connection with the planned redevelopment of the Officer Housing in Oceanport; and

WHEREAS, The Officer Housing includes 117 historic residential units in single, duplex and four-plex configurations, surrounding and adjacent to the Parade Ground, located on two parcels of 26.5 acres and 10 acres; and

WHEREAS, FMERA received two proposals for the Officer Housing, however only one proposal was compliant with the requirements of the RFOTP; and

WHEREAS, one proposal was deemed non-compliant because it did not include the required 20% set-aside for affordable housing, per the Authority’s Rules for the Sale of Real and Personal Property; and

WHEREAS, the proposal from RPM Development Group (RPM) to redevelop the Officer Housing was scored by an evaluation committee and received the highest score; and

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

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 RPM for a purchase agreement pursuant to the RFOTP for Officer Housing. The Executive Director or other staff authorized to execute documents pursuant to Operating Authority is authorized to do and perform all acts necessary to effectuate exclusive negotiations.

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

Dated: April 23, 2014

EXHIBIT 4

ATTACHMENT

ADOPTED
April 23, 2014

Resolution Regarding
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 Parcels C and C1

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 March 26, 2013, FMERA issued and publicly advertised a Request for Offers to Purchase (RFOTP) for Parcel C with a response date of June 10, 2013, and a RFOTP for Parcel C1 with a response date of June 10, 2013, 77 days after the issuance of the RFOTPs, in connection with the planned redevelopment of Parcels C and C1 in Tinton Falls; and

WHEREAS, Parcel C is a 39-acre lot that formerly contained enlisted family housing and currently contains one building, the former Post Chapel, built in 1942 and slated for demolition; and

WHEREAS, Parcel C1 is a 12-acre tract located in the Tinton Falls Reuse Area, containing three buildings, which are slated for demolition; and

WHEREAS, FMERA received three proposals for Parcel C and three proposals for Parcel C1, which were scored independently by an evaluation committee; and

WHEREAS, Lennar Corporation received the highest score for their proposal for Parcel C and the highest score for their proposal for Parcel C1, and Lennar also submitted the highest price proposals for both Parcel C and C1; 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 Lennar will lead to an acceptable sales contract between the parties, and, if exclusive negotiations are approved, Lennar will make an additional deposit of 10% of the proposed purchase price that will be credited to Lennar 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 Lennar for a purchase agreement pursuant to the RFOTPs for Parcels C and C1.

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 Lennar for a purchase agreement pursuant to the RFOTPs for Parcel C and Parcel C1. The Executive Director or other staff authorized to execute documents pursuant to Operating Authority is authorized to do and perform all acts necessary to effectuate exclusive negotiations.

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

Dated: April 23, 2014

EXHIBIT 5

ATTACHMENT