

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
- Michael Collins, Assistant Counsel, Authorities Unit, Office of the Governor – V
- Lillian Burry, Monmouth County Freeholder – V
- George Jackson, Eatontown Borough Administrator – V
- Gerald Turning, Mayor of Tinton Falls – V
- Michael Mahon, Mayor of Oceanport – V
- Tim Lizura, President and COO, NJ Economic Development Authority (NJEDA) – V
- Kenneth J. Kloo, Director, Site Remediation Program, NJ Department of Environmental Protection (DEP)
- John Raue, Senior Policy Advisor to the Commissioner, NJ Department of Labor & Workforce Development (DOL)

V - Denotes Voting Member

Members Not Present

- Gina Fischetti, Chief Counsel, Local Planning Services, NJ Department of Community Affairs (DCA)
- Jonathan Lowy, Regional Manager, Government and Community Relations, NJ Transit (NJT)

Also present:

- Bruce Steadman, Executive Director, FMERA
- Gabriel Chacon, 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 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 October 15th meeting minutes. A motion was made to approve the minutes by Gerald Turning and seconded by Robert Lucky.

Motion to Approve: GERALD TURNING Second: ROBERT LUCKY
AYes: 7

Lillian Burry abstained from voting stating she was not at the October meeting.
George Jackson abstained from voting stating he was not at the October 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's public comment protocol established at the February Board meeting will continue to be followed.

Mr. Gorman stated that there were two Board Actions: Consideration of Approval of Professional Planning Consultant Services and Consideration of Approval to extend the Exclusive Negotiations Period for a Purchase Agreement Pursuant to the RFOTP for Pinebrook Road Commerce Center. No Board action will be taken on the Consideration of Approval to extend the Exclusive Negotiations period for a Purchase Agreement Pursuant to the RFOTP for Russel Hall.

The Chairman went on to state that there will be two public comment periods at the meeting based on the public meeting protocol. The Chairman reiterated his request for the public's cooperation in keeping comments as brief as possible. The Chairman continued by stating that in his role as Chairman he is required to conduct an orderly meeting and complete the meeting agenda in a reasonable time period. The Chairman concluded by stating that FMERA continues to welcome the public's constructive comments and ideas.

IV. SECRETARY'S REPORT

Bruce Steadman stated that no action will be taken regarding extending the Exclusive Negotiations period for Russel Hall.

V. TREASURER'S REPORT

Bruce Steadman, on behalf of Beverlee Akerblom, stated that the budget process for 2015 continues. FMERA is conducting budget sessions and drafting the fiscal plan. The draft 2015 FMERA budget will be forwarded to the Audit Committee for its review. The 2015 FMERA Budget is scheduled to be brought before the Board for its consideration and approval at the December Authority Meeting. Mr. Steadman stated that 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 2016 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 Office of Economic Adjustment (OEA).

VI. PUBLIC COMMENT REGARDING BOARD ACTION ITEMS [3 minutes re: Agenda Items]

Tom Mahedy of Wall Township asked who the evaluation committee was for the Professional Planning and Consulting Services and the Pinebrook Commerce Center. Mr. Mahedy asked what process was used to evaluate political contributions. Mr. Mahedy asked why the Board action regarding Russel Hall was removed from the agenda. Mr. Mahedy asserted that furniture and equipment were moved into Russel Hall to sweeten the deal with Kiely Realty Group and asked who moved the items to Russel Hall. Mr. Mahedy asked what political contributions have been made by Kiely on a state and local level.

Bruce Steadman answered Mr. Mahedy by stating that the names of the evaluation committee members are not made known. Mr. Steadman stated that the confidentiality allows the process to go unimpeded and makes for better discussion and recommendations for the Board. Mr. Steadman stated that the RFP process includes a technical proposal and fee proposal that are evaluated separately by different groups. Mr. Steadman stated that the political contributions review process has been discussed in the past and it is a requirement by New Jersey Treasury. Mr. Steadman stated that with respect to Russel Hall, FMERA initially anticipated that the negotiations would require an additional 45 days, but currently that is not necessary. Mr. Steadman stated that no furniture has been moved in to Russel Hall to improve the deal with Kiely Realty Group.

VII. 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). Staff submitted the Phase 2 EDC application on July 1, 2014, and it is currently under review by the Army. FMERA's goal was to seek Board approval to execute the Phase 2 MOA with the Army by December of 2014; however the process has encountered some delay in the Army Office of General Counsel (OGC). FMERA special BRAC Counsel David Knisely has been following-up with the OGC in hopes of moving the process along. FMERA continues to raise this and other issues on our weekly conference calls with the Army BRAC office.

Mr. Harrison stated that our third auction was held on October 29th which drew a large number of registered bidders and generated revenue; however a full accounting of expenses and final sales figures are not yet complete. FMERA expects all items sold in the first three auctions will be removed from our property by December 3rd. The next auctions will take place at the Myer Center on December 10th, 11th and possibly the 12th. A complete listing and schedule can be found at the auctioneer's Group website: www.theauctioneersgroup.com.

Mr. Harrison stated that while the season is winding down with the onset of colder weather, some golf course upgrades are in progress and the membership drive is still underway. Gibbs Hall has been getting a lot of use as well. The golf course will be open throughout the winter - weather permitting. The marina operations are winding down as the boating season ends; however there is progress on the marina restaurant and bar which are planned to open before the end of the year in time for the holidays. FMERA continues to work on the transition of the Phase 1 property, specifically the many complex utility issues, insurance coverage and environmental permitting and inspection requirements. FMERA Senior Environmental Officer, Joe Fallon, is monitoring our water allocation permit, our Title V requirements and is developing a spill containment plan, in accordance with NJDEP regulations.

Dave Nuse, Director of Real Estate Development gave the following update on our Requests for Offers to Purchase:

In Tinton Falls, there are four RFOTPs going out by the end of the year. They include:

- Charles Wood Area Fire Station, located on Corregidor Road, which will be posted on our website this Friday, November 14th;
- Parcel F-1, a 38-acre site that includes the Myer Center and Building 2705, which is targeted to go out next week;
- Parcel F-2, a 15-acre site proposed for Veterans Housing;
- Parcel F-3, the gas station and shopette site on Hope Road, which are both slated to be issued by the end of the year.
- FMERA received two proposals on October 17th for the Satellite Drive Parcel, a 1.5 acre building lot zoned for office, research or institutional use, and FMERA is currently in negotiations with prospective redevelopers on four other parcels:
- Parcel C, a mixed use town center project consisting of 243 units of housing and approximately 50,000 sf of retail space;
- Parcel C1, comprised of 45 single family homes, both to be developed by Lennar Corporation;
- Fabrication Shops, 45,000 sf of light industrial and flex space, where we're in negotiations with Pinebrook Commerce Center LLC; and
- The Pistol Range, where the Board has selected Kiely Realty LLC as purchaser.

In Eatontown, FMERA plans to issue the following three RFOTPs:

- The re-issuance of the Howard Commons site on Pinebrook Road, zoned for 275 townhouses and up to 15,000 sf of retail space, to be issued this month;
- An expanded Parcel B, the mixed-use town center parcel fronting Route 35, which will call for up to 250,000 sf of retail space and 302 housing units;
- Suneagles Golf Course, which includes a 10-acre area zoned for construction of a new hotel/conference center.

In **Oceanport**, FMERA is in Exclusive Negotiations on 2 parcels:

- Officer Housing Parcel, consisting of 117 historic housing units, where RPM Development has been selected as redeveloper;
- Russel Hall, the 40,000 sf former Garrison Headquarters building, where we're in exclusive negotiations with Kiely Realty, LLC.
- FMERA has initiated negotiations with the proposers on two other properties, the Fitness Center and the Marina.
- The next RFOTP to be issued in the Oceanport section of the Fort will be for Building 552, a former recreation center across the street from the Chapel.

Please visit our website, www.fortmonmouthredevelopment.com, for more information and to obtain copies of our RFOTPs.

Mr. Nuse gave the following update on FMERA's marketing efforts of the Fort:

- FMERA worked with the Monmouth-Ocean Development Council (MODC) on their October 17th event, which was held at Gibbs Hall. The program highlighted Monmouth County's contributions to technological research, while addressing the future of R&D in the County and on Fort Monmouth. Presenters included Dr. Robert Lucky and CommVault's director of marketing.
- Over the past month, FMERA responded to several press inquiries. The Fort's redevelopment was featured in NJ Business Magazine, the Star Ledger, GlobeSt, and the Asbury Park Press, and was also covered by WOBN radio and NJ 101.5.
- FMERA staff continues to work with our marketing consultant, Weblinx, on the refinement of the FMERA brand and the redesign of our website. FMERA holds weekly conference calls with Weblinx and hopes to launch the newly designed website by year's end.
- FMERA continues to work with Cushman & Wakefield, the Authority's Real Estate Broker, to market the Fort property. FMERA and Cushman conduct, on average, a half-dozen tours per week. The level of interest in the Fort remains high.

Mr. Steadman concluded the report with the following action items:

- Continued work with the N.J. Department of Environmental Protection and our consulting team 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
- Upgrades to Howard Commons, including landscaping, the screening on the fences, streetlights and more patrolling.

Mayor Turning stated that the Tinton Falls Council meeting will have an action to approve the upgrades on Corregidor and Hope Roads. Mayor Turning also stated that CommVault has received their Certificate of Occupancy and thanked the Board and the State of New Jersey for all their work for this project.

Mayor Mahon asked when the current exclusive negotiations ends for Russel Hall ends. Mr. Nuse answered November 19th. Mayor Mahon asked for a status of the negotiations for the Marina and the Fitness Center.

Mr. Nuse answered both are ongoing, and expected to conclude soon. Dave Nuse explained that based on the Sales Rules, FMERA has the option to go straight to a contract with the developer without using exclusive negotiations if both seller and buyer agree.

VIII. COMMITTEE REPORTS

a) AUDIT COMMITTEE (ROBERT ADES, CHAIRMAN):

Robert Ades stated that the Committee met on October 23rd and discussed the following:

- Discussion regarding FMERA's 2014 Financial and Operational summary;
- Discussion regarding the Proposed Phase 2 EDC Financing;
- Discussion regarding the FMERA Auctions;
- Discussion regarding payments to the Homeless Fund;
- Discussion regarding the Memorandum of Understanding (MOA) for Phase 2. FMERA anticipates presenting the MOA to the Board at the January meeting.

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

Chairman Gorman stated that the Committee met on November 5th and discussed the following:

- Discussion regarding the Professional Planning Consultant contract. The Committee reached a consensus and agreed to recommend approval to enter into a contract with Phillips Preiss Grygiel, LLC to the Board.
- Discussion regarding the request to extend the exclusive negotiations period for the Pinebrook Road Commerce Center. The Committee reached a consensus and agreement to recommend approval to extend the exclusive negotiations period by 60 days to the Board.
- Discussion regarding the request to extend the exclusive negotiations period with Kiely Realty for Russel Hall. The Committee reached a consensus and agreed to recommend approval to extend the exclusive negotiations period an additional 45 days to the Board.
- Discussion regarding the Driverless Technology Project
- Update on Officers Housing
- Update on Parcels C & C1
- Update on Current & Upcoming RFOTPs
- Update on Broker Marketing

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

Kenneth J. Kloo stated that the Committee did not meet this month, but is scheduled to meet on December 1st.

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

Robert Ades stated that the Committee is scheduled to meet on November 13th.

e) HOUSING STAFF ADVISORY COMMITTEE (GINA FISCHETTI - CHAIRWOMAN):

Bruce Steadman, on behalf of Gina Fischetti, stated that the Committee is scheduled to meet on November 17th.

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

Lillian Burry stated that the Committee did not meet this month. Ms. Burry stated that she is looking forward to working with Tinton Falls on the Veterans project and thanked Mayor Turning for agreeing to have the project

built in Tinton Falls. Mayor Turning stated that he welcomes the project and it is important to give back to Veterans for their service.

IX. BOARD ACTIONS

A) The first item before the consideration of approval of Professional Planning Consultant Services.

Candice Valente read the resolution which is attached hereto and marked Exhibit 1.

A motion was made to approve by Gerald Turning and was seconded by Robert Lucky.

Motion to Approve: GERALD TURNING Second: ROBERT LUCKY
AYes 9

B) The second item before the Board was the consideration of approval to extend the Exclusive Negotiations period for a Purchase Agreement Pursuant to the RFOTP for Pinebrook Road Commerce Center

Candice Valente read the resolution which is attached hereto and marked Exhibit 2.

A motion was made to approve by Gerald Turning and was seconded by Michael Mahon.

Motion to Approve: GERALD TURNING Second: MICHAEL MAHON
AYes 9

X. OTHER ITEMS

Michael Collins thanked FMERA for the tour that he attended with members of the NJEDA Board.

XI. PUBLIC COMMENT REGARDING ANY FMERA BUSINESS [5 minutes re: any FMERA business]

Bob English of Eatontown asked when the RFOTPs for Howard Commons, Parcel B, and the Suneagles Golf Course will be issued because meeting minutes from August and September state that they were going to be issued within 30 days of those minutes. Mr. English asked for confirmation that the RFOTP for Howard Commons will be issued by the end of November.

Tom Mahedy of Wall Township asked if a Board member can work for CommVault. Mr. Mahedy asserted that former Mayor Skudera did not vote on matters related to CommVault because he worked for the company. Mr. Mahedy asserted that Kiely was given all the work in the Charles Wood area by Tinton Falls. Mr. Mahedy asserted that the former gas station in Tinton Falls is contaminated. Mr. Mahedy asserted that Freeholder Burry wrote a letter stating that the County wanted to buy the remaining Fort property, but the citizens do not want the liability due to the contamination. Mr. Mahedy stated that political contributions made by all corporations should be posted on the FMERA website. Mr. Mahedy asserted that when an item is sold at the auction, cash is exchanged between the auctioneer and the buyer. Mr. Mahedy asked who is overseeing the auctions for FMERA. Mr. Mahedy asked what items are being given to Kiely in Russel Hall.

Bruce Steadman answered Mr. English by stating that in working with the Army on these Phase 1 properties, the Army often makes suggestions and requires changes on the marketing of the property. Mr. Steadman stated that FMERA also entertains many developers and investors who express interest in the properties and it is sometimes necessary, in order to get the best list of bidders, to change the timing of when the RFOTP is issued. Mr. Steadman stated that the RFOTP for Howard Commons will be issued within the next two weeks and that Parcel B and the Golf Course are still being marketed and will be issued at the same time after the Howard Commons RFOTP.

Bruce Steadman answered Mr. Mahedy by stating that former Mayor Skudera worked for K. Hovnanian and not CommVault and therefore abstained from voting with regards to K. Hovnanian and Howard Commons. Mr. Steadman stated that Kiely Contracting was working for NJ American Water in the Charles Wood area and FMERA was not involved in bidding the construction project. Mr. Steadman stated that FMERA has no knowledge that the County wants to buy the remaining Fort property, but that the County Improvement Authority is one option of funding for FMERA to purchase the property with FMERA borrowing funds and then repaying them. Mr. Steadman stated that he would follow up regarding the gas station. Mr. Steadman stated that there is a strict process that is followed regarding the auctioneer and there is oversight by FMERA and the Attorney General's office. Mr. Steadman stated that there has been nothing moved into Russel Hall for Kiely Realty Group.

There being no further business, on a motion by Gerald Turning seconded by Michael Mahon and unanimously approved by all voting members present, the meeting was adjourned at 8:02 p.m.

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



Bruce Steadman –Secretary

ADOPTED
November 12, 2014

Resolution Regarding the
**Selection of the Professional Planning Consultant Pursuant
to the Professional Planning Consultant Services
Request for Proposals**

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, section 9(j) of the Act authorizes the Authority to issue Requests for Proposals (RFPs) and section 9(i) to retain licensed professional planners and other consultants; and

WHEREAS, on September 5, 2014, the Authority issued a Request for Proposals for Professional Planning Consultant Services with bid submissions due by October 6, 2014; and

WHEREAS, the Authority received bids from two eligible bidders; and

WHEREAS, technical proposals were evaluated by three independent evaluators and fee proposals were evaluated by the RFP coordinator and FMERA’s Finance Officer; and

WHEREAS, the fee scores were added to the technical proposal scores with the resulting high scoring firm being Phillips Preiss Grygiel, LLC (PPG); and

WHEREAS, the evaluation committee recommends the selection of PPG; and

WHEREAS, the Real Estate Committee has reviewed and discussed entering into a contract with PPG and recommends approving the selection.

THEREFORE, BE IT RESOLVED THAT:

1. The Authority authorizes the selection of Phillips Pries Grygiel LLC as the Professional Planning Consultant and authorizes the Executive Director to take all necessary actions to effectuate the selection. FMERA’s contract with PPG will be subject to the availability and receipt of funding from the United States Department of Defense, Office of Economic Adjustment.

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 12, 2014

EXHIBIT 1

ADOPTED
November 12, 2014

Resolution Regarding
**Approval to Extend the Exclusive Negotiating Period with Pinebrook Commerce Center,
LLC for Pinebrook Road Commerce Center**

WHEREAS, Pinebrook Road Commerce Center consists of 5 acres of land and eight (8) buildings, six (6) of which are planned for reuse and two (2) of which are planned for demolition; and

WHEREAS, the Fort Monmouth Economic Revitalization Authority (FMERA) issued a Request for Offers to Purchase (RFOTP) for the Pinebrook Road Commerce Center, former fabrication shops in Tinton Falls, on September 20, 2013; and

WHEREAS, on November 20, 2013, FMERA received three proposals to the RFOTP, which were scored independently by an evaluation committee, and Pinebrook Commerce Center, LLC (PCC), received the highest score for their proposal, and submitted the highest price proposal as well; and

WHEREAS, at the Authority's May 21, 2014 meeting, the Board authorized FMERA staff to enter into exclusive negotiations with PCC for a purchase agreement pursuant to the RFOTP for Pinebrook Road Commerce Center; and

WHEREAS, by letter dated October 1, 2014, the Executive Director extended the exclusive negotiating period for an additional thirty days as permitted by the Authority's Sales Rules; and

WHEREAS, FMERA staff and PCC have made significant progress toward the negotiation of a mutually acceptable Purchase and Sale Agreement (PSA) for Pinebrook Road Commerce Center, and staff believes that there is a likelihood that further negotiation will result in agreement over business terms; 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, to December 29, 2014, 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 12, 2014

EXHIBIT 2