

Fort Monmouth Economic Revitalization Authority (FMERA)
Board Meeting
February 17, 2016
FMERA Office, Oceanport, New Jersey

EXECUTIVE SESSION MINUTES

Members of the Authority present:

- James V. Gorman, Chairman, Fort Monmouth Economic Revitalization Authority (FMERA) -V
- Donna Sullivan, Director of Real Estate, New Jersey Economic Development Authority (NJEDA) – V
- Michael Collins, Assistant Counsel, Authorities Unit, Office of the Governor – V
- Dennis J. Connelly, Mayor of Eatontown – V
- Gerald Turning, Mayor of Tinton Falls – V
- Jay Coffey, Mayor of Oceanport - V
- Lillian Burry, Monmouth County Freeholder - V
- Helene Rubin, Section Chief, Division of Statewide Planning, NJ Department of Transportation
- Gina Fischetti, Chief Counsel, Local Planning Services, NJ Department of Community Affairs

V- Denotes Voting Member

Also present:

- Bruce Steadman, Executive Director, FMERA
- Gabriel I. Chacon, Deputy Attorney General
- FMERA staff

Executive Session – OPMA EXEMPTION N.J.S.A 10:4-12(b)(5) and (7): Update on Real Estate and Contract Negotiations with the Army

James V. Gorman, Chairman of the Board, began the Executive Session at 8:09 P.M. Bruce Steadman, Executive Director of FMERA, introduced the updated Memorandum of Agreement (MOA), which serves as part of the Economic Development Conveyance (EDC) Agreement for the Phase 2 properties, as well as a one-page summary of the changes made to the document since the previous version was shared with the Board members. Mr. Steadman noted that FMERA’s BRAC Counsel is scheduled to meet with Army General Counsel in the coming days to review this revised draft, with the goal of bringing the approved version for a vote at the March 2016 Board meeting.

Mr. Steadman provided a summary of changes to Article 3, related to the consideration to be paid by FMERA for the Phase 2 properties. FMERA met with Army representatives at Fort Monmouth earlier in the month to discuss unforeseen costs related to the development of the Fitness Center in Oceanport. These issues will likely arise for other Phase 2 properties.

Mayor Jay Coffey, Oceanport, asked questions related to the negotiations that resulted in the initial offering price of \$33 million, as well as for additional details related to the reinvestment requirements of the sales proceeds. Mr. Steadman provided a summary of negotiations to-date, and reiterated that FMERA believes the value of the Phase 2 properties is approximately \$100 million.

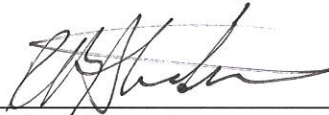
Mr. Steadman provided a summary of the changes to Article 5 of the MOA, related to language requirements to secure the bond financing through the Monmouth County Improvement Authority (MCIA). These changes have been approved by FMERA's BRAC Counsel, the Office of the Attorney General, FMERA's bond counsel, and the Army.

Mr. Steadman described language inserted into the MOA in Article 8 related to the landfills and PAHs. This language is based on input from representatives at the N.J. Department of Environmental Protection, and is awaiting approval from the Army General Counsel. The Board discussed the Army's approach to PAHs at other sites, as well as the ongoing monitoring and maintenance requirements related to a restrictive No Further Action (NFA) designation for the landfills.

Mr. Steadman also provided a summary of the changes to Article 18, related to Army's willingness to maintain ownership of the utilities for some duration of time after the Phase 2 closing in order to facilitate remediation.

On a motion by Lillian Burry, seconded by Michael Collins, and unanimously approved by all voting members present, the Board adjourned the Executive Session at 8:32 P.M. and opened the Public Session.

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



Bruce Steadman, Secretary