



TO: Members of the Board

FROM: Bruce Steadman
Executive Director and Secretary

DATE: June 18, 2014

SUBJECT: Agenda for Board Meeting of the Authority

1. **Call to Order – James V. Gorman, Chairman**
2. **Pledge of Allegiance**
3. **Notice of Public Meeting - Roll Call – Bruce Steadman, Secretary**
4. **Approval of Previous Month’s Board Meeting Minutes**
5. **Welcome – James V. Gorman, Chairman**
6. **Secretary’s Report**
7. **Treasurer’s Report**
8. **Public Comment Regarding Board Action Items**
9. **Executive Director’s Report:**
 - Update on Meetings with Army Representatives
 - Update on Requests for Offers to Purchase (RFOTPs)
 - Update on Marketing Effort
 - Action Items for Next Month
10. **Committee Reports**
 - Audit Committee – Robert Ades, Chairman
 - Real Estate Committee – James V. Gorman, Chairman
 - Environmental Staff Advisory Committee – Kenneth J. Kloo, Chairman
 - Historical Preservation Staff Advisory Committee – Robert Ades, Chairman
 - Housing Staff Advisory Committee – Gina Fischetti, Chairwoman
 - Veterans Staff Advisory Committee – Lillian Burry, Chairwoman

11. **Other Board Actions**

- Consideration of Approval for FMERA Staff to Extend Exclusive Negotiations Period for a Purchase Agreement Pursuant to the Request for Offers to Purchase (RFOTP) for the Russel Hall Parcel
- Consideration of Approval for FMERA Staff to Terminate the Offer to Purchase Process for Parcel V-1
- Consideration of Approval to Make Satellite Drive Parcel 1 Available through the Offer to Purchase Process
- Consideration of Approval of The Auctioneers Group, LLC, for Professional Auctioneering Services for Personal Property

12. **Other Items**

13. **Public Comment Regarding any FMERA Business**

- Responses to questions submitted online or in writing

14. **Adjournment**

MINUTES OF THE MEETING

I. **Members of the Authority present:**

- Robert Ades, Vice Chairman, Public Member – V
- Dr. Robert Lucky, Public Member – V
- Amy Herbold, Assistant Counsel, Authorities Unit, Office of the Governor – V
- John Tobia, Monmouth County Director of Public Works and Engineering – V
- Gerald Tarantolo, Mayor of Eatontown – V
- Gerald Turning, Mayor of Tinton Falls – V
- Michael Mahon, Mayor of Oceanport – V
- Donna Sullivan, Director of Real Estate, NJ Economic Development Authority (NJEDA) – 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)
- Jonathan Lowy, Regional Manager, Government and Community Relations, NJTransit (NJT) – (via phone)

V - Denotes Voting Member

Members Not Present

- James V. Gorman, Chairman, Fort Monmouth Economic Revitalization Authority (FMERA) - V
- Gina Fischetti, Chief Counsel, Local Planning Services, NJ Department of Community Affairs (DCA)

Also present:

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

II.

The meeting was called to order by Vice Chairman Robert Ades at 7:01 p.m., who led the meeting in the Pledge of Allegiance.

In accordance with the Open Public Meetings Act, FMERA Executive Director and Secretary, Bruce Steadman, announced that notice of the meeting was sent to the Asbury Park Press and the Star Ledger at least 48 hours prior to the meeting, that a meeting notice has been duly posted on the Secretary of State's bulletin board at the State House, and the FMERA and the NJEDA websites.

The first item of business was the approval of the April 23rd meeting minutes. A motion was made to approve the minutes by Mayor Mahon and seconded by Mayor Turning.

Motion to Approve: MAYOR MAHON Second: MAYOR TURNING

AYes: 6

Mayor Tarantolo abstained from voting stating he was not at the April meeting.

John Tobia abstained from voting stating he was not at the April meeting.

The second item of business was the approval of the April 23rd Executive Session meeting minutes. A motion was made to approve the minutes by Mayor Mahon and seconded by Amy Herbold.

Motion to Approve: MAYOR MAHON Second: AMY HERBOLD
AYes: 5

Mayor Tarantolo abstained from voting stating that he was not at the April meeting.

John Tobia abstained from voting stating that he was not at the April meeting.

Donna Sullivan abstained from voting stating that she was not at the April meeting.

III. WELCOME

Vice Chairman Robert Ades welcomed attendees to the meeting. Mr. Ades 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. Ades stated that the Board protocol established at the February Board meeting will continue to be followed.

Mr. Ades stated that the Board would consider three action items, the consideration of approval for staff to Enter into Exclusive Negotiations for a Purchase Agreement for the Pistol Range Parcel; consideration of approval for staff to enter into exclusive negotiations for a Purchase Agreement for Pinebrook Road Commerce Center and consideration of approval of leases with the Army and subleases with RPM Development for Officer Housing and with Kiely Realty for Russel Hall.

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

IV. SECRETARY'S REPORT

Mr. Steadman stated that Chairman James V. Gorman was absent from the meeting. Mr. Steadman also stated that DAG Gabriel Chacon must recuse himself on matters relating to RPM Development, LLC and DAG Ed Pillsbury would be available via telephone to answer any questions relative to the Board Action relating to RPM Development.

V. TREASURER'S REPORT

Beverlee Akerblom, Director of Finance and Administration stated that the 2013 Comprehensive Annual Report of the Authority, approved by the FMERA Board at the April Board meeting, has been issued, distributed, and will be posted on the Authority's website in accordance with Executive Order 37. The Authority's 2013 financial data has been timely submitted to the Federal Audit Clearinghouse in compliance with OMB Circular A-133 requirements. Ms. Akerblom stated that FMERA staff is preparing the first quarter Financial and Operational Summary, and assessing the quarter's performance. The 1st quarter's financial and operational summary report will be presented to the Audit Committee at their June meeting.

Ms. Akerblom stated that the grant application to the Office of Economic Adjustment (OEA) in support of the Authority's operations is under review, and will be submitted to OEA by the end of the month. 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. Spending continues to be strictly monitored.

VI. PUBLIC COMMENT REGARDING BOARD ACTION ITEMS

Tom Mahedy of Wall Township stated that the Board should vote no on the three Board actions. Mr. Mahedy stated that there should be an investigation into the pistol range being built in 2006 when the Fort was already positioned to be closed. Mr. Mahedy asked for clarification that the pistol range was built for \$10MM and what was the purchase price from Kiely Realty Group. Mr. Mahedy stated that he would like to know of the Kiely Realty Group political contributions. Mr. Mahedy stated that it is not acceptable to force those living in the FEMA housing off the Fort.

Mr. Steadman responded to Mr. Mahedy by stating that he does not have the information regarding the pistol range being built in 2006 nor the cost to build. Mr. Steadman stated that he would obtain the cost information if available. Mr. Steadman stated that the purchase price will remain confidential until there is an executed Purchase and Sale Agreement. Mr. Steadman stated that any political contributions forms are reviewed by the Department of Treasury and the forms submitted by Kiely Realty Group were approved by Treasury.

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). At the April 23, 2014 meeting of the Authority, the Board confirmed their support for the proposed terms negotiated by FMERA staff and Army representatives for the Authority's acquisition of the balance of the Main Post, as well as approval to execute a non-binding term sheet with the Army and submission of a Phase 2 Economic Development Conveyance Application. Our goal is to have an executed Phase 2 MOA with the Army by the third quarter of 2014.

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

- One proposal was received for the Marina Operator RFP and FMERA hopes to engage the bidder by June 1st with an anticipated opening by July 4th.
- The Property Maintenance/Management RFP proposals due date was extended to May 29th due to the substantial number of bidder's questions received and the additional information provided in the response to those questions
- FMERA is expecting a proposal from Peter Costanza Auctioneers/The Auctioneer's Group LLC by June 1st
- FMERA will be recompeting the Professional Planning Consultant Services in the near future.

Dave Nuse, Director of Real Estate Development, gave the following update on the status of the RFOTP's:

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 10th.
- Parcel C is a 39-acre tract that is planned as a mixed-use town center.
- Parcel C1 is a 12-acre housing tract.
- Three developers submitted proposals for Parcel C, and three submitted proposals for Parcel C1, with some firms submitting multiple scenarios for redevelopment.
- At last month's meeting the Board authorized staff to enter into exclusive negotiations with the Lennar Corporation, the highest ranked proposer for both Parcels C and C1.

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

- FMERA issued an RFOTP for the Fabrication Shops on September 20th.
- The Fabrication Shops consist of 5 flex/industrial buildings and 1 small administration building on 6.5 acres in Tinton Falls.
- The buildings are well-suited for small business use.
- 3 proposals were received on November 20th.
- Staff will be requesting approval to enter into exclusive negotiations with the highest ranked proposer at this evening's meeting.

Pistol Range

- FMERA posted an RFOTP for the indoor Pistol Range in Tinton Falls on November 22nd.
- The Range is an 11,000 sf building that's equipped with 10 indoor firing stations.
- 5 proposals were received on February 24th.
- Staff will be requesting approval this evening to enter into exclusive negotiations with the highest ranked proposer.

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

Parcel V-1

- FMERA also issued an RFOTP on September 6th for Parcel V-1, and 2 proposals were received on December 6th.
- Parcel V-1 is a 10-acre tract in Eatontown, which is proposed as the site of a Veterans Community.
- The proposals are currently under evaluation.

Officer Housing

- FMERA staff issued an RFOTP for the Officer Housing parcel in Oceanport on January 16th.
- These 117 historic housing units are planned for renovation consistent with the Fort's Reuse Plan.
- Proposals were due on April 1st, and two proposals were received.
- The Board authorized staff to enter into exclusive negotiations with RPM Development at last month's meeting.
- FMERA staff will request approval this evening to enter into a lease with the Army for the Officer Housing parcel and to sublease the property to RPM. This will allow RPM to seek approvals and pursue financing prior to the anticipated sale of the property in early 2015.

Russel Hall

- An RFOTP was issued for Russel Hall on September 6th.
- Russel Hall is a 42,000 sf, 4-story office building located within the Fort's historic district in Oceanport.
- The Board authorized exclusive negotiations with the Kiely Realty Group for this property at the January 2014 meeting.
- FMERA staff will request approval this evening to enter into a lease with the Army for Russel Hall and to sublease the property to Kiely Realty Group. This will allow Kiely to seek approvals and pursue pre-leasing prior to the anticipated sale of the property in early 2015.

The Marina

- FMERA issued an RFOTP for the Fort Monmouth Marina in Oceanport on October 25th 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 27th.
- Those proposals are currently under review.

Main Post Chapel

- FMERA issued an RFOTP for the Fort Chapel in Oceanport on March 14th of this year.
- The Main Post Chapel includes a 600-seat sanctuary along with administrative and classroom wings.
- The minimum bid was \$1,530,000.
- Two proposals were received on May 9th.
- The proposals will be reviewed by an evaluation team in accordance with the Authority's Sales Rules.

FMERA currently has 1 open RFOTP posted on our website for 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 proposals are due by May 28th.

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

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

Katie Hodes, Marketing and Development Officer, stated that FMERA issued a Request for Proposals (RFP) for Professional Marketing Consultant/Creative Agency Services for Brand Development and Website Design on May 1, 2014. A pre-proposal conference was held on May 9, 2014 and proposals are due June 5, 2014 by noon. The complete RFP is posted on our website, www.fortmonmouthredevelopment.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. The level of interest in the Fort property remains high.

Mr. Steadman concluded the report with a list of the following items:

- The May 8th bus tour was cancelled due to the lack of attendee response
- FMERA will be hosting Flag Day on June 14th at the Fort. Additional information will be in the FMERA newsletter
- 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

Mr. Steadman thanked John Occhipinti, Army Site Manager, for his participation in the International Facility Management Association (IFMA) conference.

Mr. Steadman thanked the Caretaker team for the aerials that were framed and hung in both the Board room and the conference room.

Mr. Steadman thanked John Tobia on behalf of Monmouth County for all their support.

Mr. Steadman also thanked the Mayors of Eatontown, Tinton Falls, and Oceanport for their support of the monthly meetings FMERA has with each Borough to discuss Fort issues.

VIII. COMMITTEE REPORTS

a) AUDIT COMMITTEE (ROBERT ADES, CHAIRMAN):

Robert Ades stated that the Committee did not meet this month. Mr. Ades stated that there is an Audit Committee meeting on June 23rd.

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

Dave Nuse, on behalf of Chairman Gorman, stated that the Committee met on May 13th and discussed the following:

- Update on the deed for the Phase 1 property that was signed by FMERA and sent to the Army for their signature.
- Update on the Phase 2 Economic Development Conveyance (EDC) negotiations with the Army, and approval to submit the Phase 2 application was provided at the April Board meeting.
- Overview of the RFOTP for the Pistol Range Parcel in Tinton Falls. Staff requested approval to enter into exclusive negotiations for a purchase and sale agreement with Kiely Realty Group, LLC, which submitted the highest scoring proposal, as well as the highest price proposal. The Committee agreed to recommend approval to the full Board.
- Overview of the RFOTP for the Pinebrook Road Commerce Center, the former fabrication shops in Tinton Falls. Staff requested the Committee recommend that the Board approve entering into exclusive negotiations for a purchase and sale agreement with Pinebrook Commerce Center LLC (PCC LLC), which submitted the highest scoring proposal and monetary offer for the property. PCC LLC's proposal would achieve FMERA's small business goal of making the Pinebrook Road Commerce Center into a multi-tenanted business park. PCC LLC has a successful track record of owning and operating similar properties in Long Branch and Port Monmouth. Based on their experience, PCC LLC anticipates creating approximately 168 jobs. In addition, they expect to invest up to \$2.25 million into the property. The Real Estate Committee agreed to recommend approval to the full Board.
- Overview of the need to enter into a long-term lease agreement with the Army for Russel Hall and the Officer Housing parcel in order to expedite the financing, renovation, leasing and approval processes for the prospective buyers, Kiely Realty Group and RPM Development, respectively. Both Kiely and RPM anticipate beginning permit and approval processes this summer, however the conveyance of these two Phase 2 properties from the Army to FMERA will not occur until the 1st Quarter of 2015, thus the need for the leases. The Real Estate Committee agreed to recommend approval of the leases and subleases to the full Board.
- Overview of the Request for Proposals (RFP) for Management, Maintenance and Operations of the Marina in Oceanport. Proposals were due on May 12, 2014, and one eligible bidder submitted a proposal. The operator term would be one year. The proposal is under evaluation.
- Update on status of HovWest's initiation of due diligence investigations at Howard Commons
- Update on Staff's meetings with Lennar Corporation to discuss their conceptual site plan for Parcels C and C1 in Tinton Falls
- Update on the status of the upcoming RFOTP for Parcel B in Eatontown
- Discussion of Current & Upcoming RFPs and RFOTPs
- A Broker Marketing Update provided by the Authority's Marketing Officer, Katie Hodes
- Discussion about the potential use of the McAfee Complex as a springboard for FMERA's efforts to attract technology companies to the Main Post.

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 but will be meeting in June.

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

Rick Harrison, on behalf of Gina Fischetti, stated that the Committee met on April 30th and discussed the following:

- Update on Howard Commons regarding the transfer of title which would enable a license for HovWest to begin their environmental due diligence
- Update on Officer Housing included a report on meetings that have been held with the developer and the proposed concept plan for the reuse of the property
- Update on Parcel C & C1 included discussion regarding the latest site plan proposal and the location of the retail and residential components
- The path forward for Parcel B

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.

IX. BOARD ACTIONS

- A) The first 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 Pistol Range parcel.

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 John Tobia.

Motion to Approve: MAYOR TARANTOLO Second: JOHN TOBIA
AYes 8

- B) The second 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 Pinebrook Road Commerce Center.

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 Mayor Tarantolo and was seconded by Mayor Mahon.

Motion to Approve: MAYOR TARANTOLO Second: MAYOR MAHON
AYes 8

- C) The third item before the Board was consideration of approval of Leases with the Army and Subleases with RPM Development for Officer Housing and with Kiely Realty for Russel Hall.

Bruce Steadman read the resolution which is attached hereto and marked Exhibit 3.

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

A motion was made to approve by Mayor Tarantolo and was seconded by Mayor Mahon

Mayor Mahon stated that at the April Board meeting he had abstained from voting regarding RPM Development, but the conflict no longer exists and he can vote on the Board Actions.

Motion to Approve: MAYOR TARANTOLO Second: MAYOR MAHON
AYes 8

X. OTHER ITEMS

There were no other items before the Board.

XI. PUBLIC COMMENT REGARDING ANY FMERA BUSINESS

Bob English of Eatontown asked how the Council on Affordable Housing (COAHs) new proposed regulations of 10% vs. the current 20% of affordable housing affects any residential projects at the Fort. Mr. English asked if FMERA or members of the Board advocate residential housing being treated the same both within and outside the Fort property if the 10% is adopted. Mr. English asked if due to the new COAH regulations, would FMERA or any member of the Board advocate housing for homeless Veterans counting toward COAH credits.

Mr. Mahedy of Wall Township asked for details on DAG Gabriel Chacon's recusal. Mr. Mahedy asked what the cost was to FMERA and the tax payer for the IFMA conference at Gibbs Hall. Mr. Mahedy asserted that the New Jersey State Police barracks are contaminated and the Army has refused to test the area for environmental issues. Mr. Mahedy asserted that Kiely Realty Group receives a lot of contracts because they pay off elected officials.

Mr. Steadman answered Mr. English by stating that FMERA's commitment is for 20% for each of the individual residential projects as stated in the Reuse Plan and will continue until the statute changes.

DAG Chacon stated that the COAH rules have only been proposed and have not been adopted, and the 20% affordable is a statutory obligation on FMERA that the regional planning entities have, and is a separate obligation than the 10% that is being discussed.

Mr. Steadman answered Mr. English regarding the homeless Veterans by stating that FMERA cannot speculate on what future guidelines there may be and will continue with each project according to the RFOTP process.

Mayor Mahon stated that the Borough of Oceanport has considered the same items regarding the proposed COAH regulations and is considering a resolution that will be shared with the local municipalities, legislative delegates and the Governor's office. Mayor Mahon stated that the resolution would include that the Veterans housing receive the same treatment as senior and other types of housing that are currently qualified under COAH regulations.

DAG Chacon answered Mr. Mahedy regarding his recusal stating that it is due to a long standing friendship with an officer at RPM Development, that was started several years ago.

Dave Nuse answered Mr. Mahedy by stating that the IFMA event at Gibbs Hall was paid for by IFMA and neither FMERA or Cushman & Wakefield incurred any expenses.

Mr. Steadman stated that the Army is satisfying their responsibilities with the environmental cleanup and there is ongoing work with FMERA, the DEP and Langan/Matrix. Mr. Steadman stated that the NJSP barracks issue has been addressed at numerous Board meetings and will not be re-addressed. Mr. Steadman stated that Kiely Group is a very reputable company with over 60 years of experience and have been providing jobs for hundreds of people. Mr. Steadman stated that the Kiely is an outstanding first class organization and are the owners of four to five businesses, and have put forth an outstanding proposal to refurbish the pistol range and the surrounding area which will be beneficial to Tinton Falls and the County.

Mr. Steadman stated that the Environmental Committee does not meet every month unless there is a full agenda which makes for a productive meeting.

Mr. Steadman stated that Mr. Mahedy's assertions regarding fraud and corruption have been addressed previously, and do not justify another answer at this meeting.

There being no further business, on a motion by Mayor Tarantolo seconded by Mayor Mahon and unanimously approved by all voting members present, the meeting was adjourned at 7:59p.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', written over a horizontal line.

Bruce Steadman – Secretary

ADOPTED
May 21, 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 Pistol Range

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 November 22, 2013, FMERA issued and publicly advertised a Request for Offers to Purchase (RFOTP) for the Pistol Range Parcel with a response date of February 24, 2014, 93 days after the issuance of the RFOTP; and

WHEREAS, the Pistol Range is a one-story 11,110 square foot building built in 2006, equipped with 10 firing lanes, on a 1-acre parcel in Tinton Falls, with the possibility of including in the purchase additional land and buildings of up to 2.5 acres; and

WHEREAS, FMERA received five proposals for the Pistol Range, which were scored independently by an evaluation committee; and

WHEREAS, Kiely Realty Group, LLC, (Kiely) received the highest score for their proposal for the Pistol Range, and Kiely also submitted the highest price proposal, which includes the purchase of the additional land and buildings; and

WHEREAS, all proposals submitted called for an amendment to the Fort Monmouth Reuse and Redevelopment Plan (Reuse Plan) to allow for usage of the Pistol Range by a private entity and to allow for retail uses, as contemplated in the RFOTP; 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 the Pistol Range.

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 the Pistol Range Parcel. 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: May 21, 2014
ATTACHMENT

EXHIBIT 1

ADOPTED
May 21, 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
Pinebrook Road Commerce Center

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 20, 2013, FMERA issued and publicly advertised a Request for Offers to Purchase (RFOTP) for the Pinebrook Road Commerce Center, former fabrication shops in Tinton Falls, with a response date of November 20, 2013, 60 days after the issuance of the RFOTP; and

WHEREAS, the 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, one of the goals of the FMERA small business initiative is to attract a local developer investor to purchase the former fabrication shops and create a multi-tenanted business park; and

WHEREAS, FMERA received three proposals for the Pinebrook Road Commerce Center, which were scored independently by an evaluation committee; and

WHEREAS, Pinebrook Commerce Center, LLC, (PCC, LLC) received the highest score for their proposal, and also submitted the highest price proposal; 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 PCC, LLC will lead to an acceptable sales contract between the parties, and, if exclusive negotiations are approved, PCC, LLC will make an additional deposit of 10% of the proposed purchase price that will be credited to PCC, LLC 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 PCC, LLC for a purchase agreement pursuant to the RFOTP for the Pinebrook Road Commerce Center.

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 PCC, LLC for a purchase agreement pursuant to the RFOTP for the Pinebrook Road Commerce Center. 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: May 21, 2014
ATTACHMENT

EXHIBIT 2

**ADOPTED
May 21, 2014**

**Resolution Regarding
Consideration of Authorization for FMERA Staff to Execute Leases with the Army for
Russel Hall and the Officer Housing Parcel and Enter into Subleases with Prospective
Purchasers, Kiely Realty Group, LLC, and RPM Development, LLC**

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 January 2014 meeting of the Authority, the Board authorized FMERA staff to enter into exclusive negotiations with Kiely Realty Group, LLC, (“Kiely”) for the purchase of Russel Hall in Oceanport; and

WHEREAS, as the April 2014 meeting of the Authority, the Board authorized FMERA staff to enter into exclusive negotiations with RPM Development, LLC, (“RPM”) for the purchase of the Officer Housing Parcel in Oceanport; and

WHEREAS, both Russel Hall and the Officer Housing Parcel are located within the Phase 2 area of the Main Post; and

WHEREAS, FMERA anticipates executing an Economic Development Conveyance Agreement with the Army in September 2014 and receiving ownership of Phase 2 property in early 2015; and

WHEREAS, both Kiely and RPM are seeking to initiate the approval processes within the next thirty days; and

WHEREAS, FMERA staff has proposed that the Army lease both Russel Hall and the Officer Housing parcel to FMERA for a term of 30 years or until the Army transfers the Phase 2 properties to FMERA; and

WHEREAS, FMERA will obtain site control over the properties and will then sublease them to Kiely and RPM for site plan and other approvals; and

WHEREAS, the FMERA Real Estate Committee recommends that the Board of Directors authorize the FMERA Staff to enter into the leases and subleases of Russel Hall and the Officer Housing Parcel.

THEREFORE, BE IT RESOLVED THAT:

1. For the reasons expressed in the attached memorandum, the Authority

authorizes the FMERA Staff to execute a single combined lease or two separate leases with the Army for Russel Hall and the Officer Housing Parcel and to enter into two separate subleases with the prospective purchasers, Kiely and RPM, respectively, subject to review by the Attorney General's Office.

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: May 21, 2014
ATTACHMENT

EXHIBIT 3



MEMORANDUM

TO: Members of the Board

FROM: Bruce Steadman
Executive Director

DATE: June 18, 2014

SUBJECT: Monthly Status Report

Summary

The following are brief descriptions of the Fort Monmouth Economic Revitalization Authority (FMERA) staff's monthly activities which include an Update on the Status of the Federal Grant and FMERA Financials; Update on Meetings with Army Representatives; Update on Requests for Offers to Purchase (RFOTPs); Update on Marketing Effort; and Action Items for Next Month.

Treasurer's Report.

1. Grant Request

The Authority's Grant Request for funds in support of its operations is under review by the Office of Economic Adjustment (OEA). The funds requested from 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. This portion of FMERA's budget is funded 90% by OEA and 10% by the State. The balance of the FMERA budget is funded 100% by EDC revenue.

2. First Quarter 2014 Financial and Operational Summary

FMERA staff has completed the first quarter Financial and Operational Summary, and will review the report with the members of the Audit Committee at their June 23rd meeting.

3. 2013 Comprehensive Annual Report of the Authority

The 2013 Comprehensive Annual Report of the Authority is posted on the Authority's website in accordance with Executive Order 37.

Spending continues to be strictly monitored.

Executive Director's Report.

1. Update on Meetings with Army Representatives

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). At the April 23, 2014, meeting of the Authority, the Board confirmed their support for the proposed terms negotiated by FMERA staff and Army representatives for the Authority's acquisition of the balance of the Main Post, as well as execution of a non-binding term sheet with the Army and submission of a Phase 2 Economic Development Conveyance (EDC) Application. Staff continues their work on the EDC Application, and plans to submit it by the end of June. Our goal is to have an executed Phase 2 MOA with the Army by the third quarter of 2014.

2. Update on RFOTPs

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

Officer Housing

FMERA staff issued an RFOTP for the Officer Housing in the Historic District of the former Fort on January 16, 2013. The Officer Housing is intended for residential reuse consistent with the Fort Monmouth Reuse and Redevelopment Plan (Reuse Plan). The property is located outside of the Fort's Phase One project area, so FMERA's ability to sell the property will be contingent on execution of a Phase 2 EDC Agreement with the Army. Proposals for the Officer Housing were due on April 1, 2013 and two proposals were received. At the April meeting of the Authority, the Board approved the recommendation to enter into exclusive negotiations with RPM Development Group in accordance with the Authority's Sales Rules. Subsequently, at the May 21, 2014, meeting of the Authority, the Board approved FMERA staff entering into a Lease with the Army and a Sublease with RPM for the property, allowing for due diligence and financing considerations to occur in anticipation of the Phase 2 EDC Agreement.

Howard Commons

At the January 15, 2014 meeting of the Authority the Board approved a Purchase & Sale Agreement and Redevelopment Agreement (PSA&RA) for Howard Commons with HovWest Land Acquisition, LLC (HovWest). FMERA's recommendation for approval of the PSA&RA with HovWest was approved by the EDA Board on February 11.

Howard Commons is a 63.67-acre tract on Pinebrook Road in the Fort's Charles Wood Area. The property is currently improved with 486 townhouse units constructed by the Army in 1953, along with a 3,853 sf general purpose building. The Reuse Plan calls for the demolition of the existing improvements due to their age, condition, density and design, and their replacement with 275 dwelling units and approximately 15,000 sf of ancillary retail/commercial space. In accordance with the Reuse Plan, 20% of the new units will be affordable housing qualified. HovWest has begun their environmental due diligence investigations on the property

Parcels C and C1

On March 26, 2013 FMERA publically issued RFOTPs for Parcels C and C1. Proposals for each of the parcels were due on June 10, 2013. Three proposals were received for Parcel C, and three proposals were received for Parcel C1, with some firms submitting multiple scenarios for redevelopment. FMERA staff evaluated the proposals in accordance with the Authority's Sales Rules, and subsequently engaged in discussions with the highest ranked proposers.

Parcel C is in the Tinton Falls Reuse Area and is planned as a mixed-use town center. The 39-acre lot can accommodate up to 239 newly constructed residential units, along with up to 107,000 square feet of retail and other commercial development. Parcel C1 is a 12-acre tract also located in the Tinton Falls Reuse Area. In accordance with the Reuse Plan amendment #1, the property can accommodate up to 49 newly constructed residential units. At the April 23, 2014, meeting of the Authority, the Board approved the recommendation to enter into exclusive negotiations with Lennar Corporation in accordance with the Authority's Sales Rules.

Parcel B

On March 26, 2013 FMERA publically issued an RFOTP for Parcel B. Proposals were due on June 10, 2013. Four proposals were received. At the February 2014 meeting of the Authority, the Board authorized FMERA staff to terminate the RFOTP process without awarding a contract and issue a new RFOTP for Parcel B, in accordance with the Authority's Sales Rules.

Parcel B is a 55-acre tract located along the Fort's Route 35 frontage in the Main Post's Eatontown Reuse Area. The Reuse Plan calls for Parcel B to be developed as a high quality lifestyle center, with approximately 150,000 square feet of retail, restaurant, entertainment and other uses in a Main Street format, along with 302 mixed-income apartments. The new RFOTP for Parcel B will seek proposals that meet the Reuse Plan's goal of creating a lifestyle town center, as an exciting and attractive gateway to the Fort.

Parcel V-1

Parcel V-1 is a 10-acre tract in the Eatontown section of the former Fort which is being put out for bid for the purpose of establishing a Veterans Community. An RFOTP was publically issued for the parcel on September 6, 2013. Proposals were due on December 6, 2013 and two were received. The property is located outside of the Fort's Phase One project area, so FMERA's ability to sell the property will be contingent on execution of a Phase 2 EDC Agreement with the Army. FMERA staff will present a recommendation to the Board to terminate the RFOTP for Parcel V-1.

Russel Hall

FMERA staff issued an RFOTP for Russel Hall on September 6, 2013. Russel Hall is a 42,300 sf, four-story administration building located on Sanger Avenue in the Oceanport Reuse Area of the Fort. FMERA staff has determined that Russel Hall will require a parcel measuring approximately 6.5 acres. The property is located outside of the Fort's Phase One project area, so FMERA's ability to sell the property will be contingent on

execution of a Phase 2 EDC Agreement with the Army. Proposals were due on November 7, 2013 and one proposal was received. At the January 15, 2014 meeting of the Authority, the Board approved the recommendation to enter into exclusive negotiations with Kiely Realty Group, LLC, in accordance with the Authority's Sales Rules. At the May 21, 2014 meeting of the Authority, the Board approved a Lease with the Army and Sublease with Kiely. FMERA staff will recommend an extension to the exclusive negotiations period at tonight's meeting.

Fabrication Shops (Pinebrook Road Commerce Center at Fort Monmouth)

At the June 2013 meeting of the Authority, the Board approved making the Pinebrook Road Commerce Center (buildings 2501 – 2504, 2506 and 2507) available through the offer to purchase process. The five fabrications shops consist of flex (industrial/office) space in varying configurations. There is also a building (building 2501) on site that is well-suited for use as office space. The buildings together total approximately 44,000 sf. The Parcel is located off of Pinebrook Road in the Tinton Falls Reuse Area of Fort Monmouth. An RFOTP for the parcel was issued on September 20, 2013, proposals were due on November 20, 2013 and three were received. At the May 21, 2014 meeting of the Authority, the Board approved the recommendation to enter into exclusive negotiations with the highest ranked proposer, Pinebrook Commerce Center, LLC, in accordance with the Authority's Sales Rules.

Marina

On October 25, 2013 an RFOTP was issued for the Marina Parcel in Oceanport. The Marina Parcel is 3.9 acres and is located on Oceanport and Riverside Avenues in the 400 area of the former Fort property. The Property consists of a 71-slip marina and boat launch ramp on Oceanport Creek, a 2,600 sf boat house (Building 450) constructed in 1986 and associated off-street parking. The Reuse Plan contemplates a marina/public boat ramp/restaurant on the property and the reuse of the existing boat house. Proposals were due on January 27, 2014 and two were received. Staff is evaluating the proposals in accordance with the Authority's Sales Rules. FMERA staff released a Request for Proposals (RFP) for a Marina Operator in the interim, and received one proposal. The operator, AP Development Partners, LLC, intends on having the marina open for business as early as July 4, 2014.

Pistol Range

On November 22, 2013 an RFOTP was issued for the Pistol Range. The Pistol Range (Building 2627) is a one story 11,110 sf building, equipped with 10 indoor firing lanes. The range was constructed in 2006. The facility sits on a 1-acre parcel in the Tinton Falls Reuse Area of the former Fort Monmouth. The pistol range's planned 1-acre parcel represents the minimum lot size needed to accommodate required parking and building set-backs. The RFOTP allowed respondents the option to provide alternate proposals that included the purchase of additional adjacent land and/or buildings and the use for non-governmental purposes. Proposals were due on February 24, 2014 and five were received. At the May 21, 2014 meeting of the Authority, the Board approved the recommendation to enter into exclusive negotiations with Kiely Realty Group, LLC, the highest ranked proposer, in accordance with the Authority's Sales Rules.

Charles Wood Firehouse

On December 20th, 2013 an RFOTP was issued for the Charles Wood Firehouse in the Tinton Falls Reuse Area of the Fort. The Firehouse (Building 2560) is a 12,000 sf structure on Corregidor Road, built in 2001. The permitted principal land uses for the 2.3 acre parcel of land and building are office/research, institutional/civic, and open space/recreation. Proposals were due on March 20, 2014 and one proposal was received. Staff has begun evaluating the proposal in accordance with the Authority's Sales Rules.

Fitness Center

On March 14th, 2014 an RFOTP was issued for the Fitness Center in the Oceanport Reuse Area of the Fort. The RFOTP includes the option to purchase the Sports Bubble located on Parcel B in Eatontown and relocating it to the Fitness Center property. The property consists of 7.75 acres of land and three buildings, as well as all of the fitness equipment located within Building 114. The property is intended to be reused as a fitness center as set forth in the Reuse Plan, although other uses will be considered. FMERA has set \$1,950,000 as the minimum bid amount for the property. Proposals were due May 28, 2014, and one proposal was received. Staff has begun evaluating the proposal in accordance with the Authority's Sales Rules.

Main Post Chapel

On March 14th, 2014 an RFOTP was issued for the Main Post Chapel (Building 500) in the Oceanport Reuse Area of the Fort. The property encompasses 5 acres of land and a 16,372 sf structure, consisting of a chapel, an administrative wing, a classroom wing, and a kitchen. The Chapel is intended to be reused as a house of worship, per the Authority's Reuse Plan. The Property is in the Oceanport Horseneck Center and the Historic District, although the structure is not considered historic. FMERA has set \$1,530,000 as the minimum bid amount for the property. Proposals were due on May 9, 2014, and two proposals were received. An evaluation team has begun evaluating the proposals in accordance with the Authority's Sales Rules.

Upcoming RFOTPs

FMERA plans on issuing additional RFOTPs over the next few months, including the Suneagles Golf Course and Parcel B, both in Eatontown, and a 1.5 acre parcel on Satellite Drive in Tinton Falls.

3. Marketing Update

FMERA issued a Request for Proposals (RFP) for Professional Marketing Consultant/Creative Agency Services for Brand Development and Website Design on May 1, 2014. A pre-proposal conference was held on May 9, 2014, proposals were due on June 5, 2014 by noon and nine proposals were received. An evaluation committee has been formed and is currently reviewing the proposals.

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. The level of interest in the Fort property remains high.

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

4. Action Items for Next Month.

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



Approved By: Bruce Steadman

Prepared by: Candice Valente

**ADOPTED
June 18, 2014**

Resolution Regarding
**Approval to Extend the Exclusive Negotiating Period with Kiely Realty Group, LLC for
Russel Hall**

WHEREAS, Russel Hall is a 6.5 acre parcel in the Fort's Main Post Area in Oceanport; and

WHEREAS, the Fort Monmouth Economic Revitalization Authority (FMERA) issued a Request for Offers to Purchase (RFOTP) in connection with the planned redevelopment of the Russel Hall parcel on September 6, 2013; and

WHEREAS, on November 7, 2013, FMERA received one proposal from the Kiely Realty Group, LLC (Kiely); and

WHEREAS, the proposal was distributed to three evaluators, who scored the proposal independently, according to criteria and weightings contained in the RFOTP and the Authority's Sales Rules, and reviewed the proposal for compliance with FMERA's Reuse and Redevelopment Plan (Reuse Plan); and

WHEREAS, the evaluators determined that the Kiely plan was compliant with the Reuse Plan in all aspects other than the institutional office use, which will require an amendment to the Reuse Plan, and recommended FMERA staff proceed with exclusive negotiations; and

WHEREAS, at the Authority's January 15, 2014 meeting, the Board authorized staff to enter into exclusive negotiations with Kiely, based on the recommendation of the evaluation committee; and

WHEREAS, by letter dated June 4, 2014, the Executive Director extended the exclusive negotiating period for an additional thirty days as permitted by the Authority's Sales Rules; and

WHEREAS, at the Authority's May 21, 2014 meeting, the Board authorized FMERA staff to execute a Lease in Furtherance of Conveyance (LIFOC) with the Army for Russel Hall and subsequently enter into a sublease with the Kiely Realty Group for Russel Hall, upon final terms acceptable to the Executive Director and the Attorney General's Office; and

WHEREAS, FMERA staff and Kiely have made significant progress toward the negotiation of a mutually acceptable Purchase and Sale Agreement (PSA) for Russel Hall, 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, 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: June 18, 2014

EXHIBIT 1



MEMORANDUM

TO: Members of the Authority

FROM: Bruce Steadman
Executive Director

RE: Request to Extend the Exclusive Negotiating Period with Kiely Realty Group, LLC for Russel Hall

DATE: June 18, 2014

Request

I am requesting that the Board of Directors extend the exclusive negotiating period with Kiely Realty Group, LLC (Kiely), in accordance with the Authority's Rules for the Sale of Real and Personal Property, for the purpose of negotiating a Purchase and Sale Agreement (PSA) for Russel Hall.

Background

FMERA issued a Request for Offers to Purchase (RFOTP) in connection with the planned redevelopment of the Russel Hall parcel in Oceanport on September 6, 2013. The Russel Hall parcel is approximately 6.5 acres in size, and includes the former Army office building #286, known as Russel Hall, constructed in 1936, consisting of 42,300 square feet, and the accompanying paved and parking areas, and green space. The Fort Monmouth Reuse and Redevelopment Plan (Reuse Plan) calls for the reuse of the building as institutional office space by the Federal Emergency Management Agency. The RFOTP for Russel Hall allowed respondents to submit proposals to redevelop the property into office use, medical use or research use. Bidders were advised that FMERA is willing to undertake to amend the Reuse Plan to allow the property to be redeveloped for commercial office/medical/research use. The RFOTP was advertised in the Asbury Park Press and the Star Ledger, and posted to the FMERA, New Jersey Economic Development Authority (NJEDA) and New Jersey State Business Portal websites. The response date for offers to purchase Russel Hall was November 7, 2013, 62 days after the issuance of the RFOTP. Also, the property is located within the Fort Monmouth National Register Historic District and redevelopment is restricted accordingly.

FMERA received a proposal from one firm: Kiely Realty Group, LLC (Kiely), of Long Branch, New Jersey. Kiely's proposal, as submitted, 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. The Kiely proposal was distributed to three evaluators, who scored the proposal independently, according to criteria and weightings contained in the RFOTP and the Authority's Sales Rules.

Because only one proposal was received, the evaluators reviewed the Kiely proposal for compliance with the Reuse Plan in all aspects other than the institutional office vs. commercial office issue mentioned above. The evaluators agreed that the Kiely proposal was compliant with the Reuse Plan in all other aspects, and recommended to FMERA staff that we proceed to exclusive negotiations.

At the Authority's January 15, 2014 meeting, the Board authorized staff to enter into exclusive negotiations with Kiely. Pursuant to the Sale Rules, Kiely made an additional deposit of 10% of the proposed purchase price to be credited to Kiely at closing and executed a letter agreement confirming that the forty-five day exclusive negotiations period commenced on April 22, 2014. As provided under the Sale Rules, the negotiations are exclusive in that FMERA agrees not to consider any other proposals and cease negotiations with any other parties for the purchase of the property and instead negotiate with Kiely in good and reasonable faith for the purchase and sale of Russel Hall. Kiely agrees to terminate negotiations and discussions for the purchase of other competing property during the exclusive negotiating period. Both parties agree to keep all negotiations confidential to the extent permissible under New Jersey law. By letter dated June 4, 2014, the Executive Director extended the exclusive negotiating period for an additional thirty days, as permitted by the Sale Rules.

Additionally, at the May 21, 2014 meeting of the Authority, the Board authorized FMERA staff to: (i) execute a Lease in Furtherance of Conveyance (LIFOC) with the Army for Russel Hall; and (ii) enter into a sublease with the Kiely Realty Group for Russel Hall, all upon final terms acceptable to the Executive Director and the Attorney General's Office. The sublease will enable Kiely to apply for site plan and other approvals from the Borough of Oceanport, and to obtain financing and building permits in advance of closing. FMERA staff and Kiely have made significant progress toward the negotiation of a mutually acceptable PSA for Russel Hall, and staff believes that there is a likelihood that further negotiation will result in agreement over business terms. Consequently, staff is requesting that the Board authorize a sixty (60) day extension of the exclusive negotiating period. The conclusion of the sixty (60) day extension will be on or about September 4, 2014.

In addition to successfully completing negotiations, FMERA's execution of a contract to sell the Russel Hall property to Kiely will be contingent upon final approval of the terms and conditions of sale by the FMERA Board at a future date, in the Board's sole and absolute discretion, and FMERA's execution of a Phase 2 Economic Development Conveyance Agreement with the Army.

The Real Estate Committee recommends that the Board of Directors extend the exclusive negotiations period with Kiely, in accordance with the Authority's Rules for the Sale of Real and Personal Property, for the purpose of negotiating a PSA for Russel Hall.

Recommendation

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

A handwritten signature in blue ink that reads "Bruce Steadman". The signature is written in a cursive style and is positioned above a solid black horizontal line.

Bruce Steadman
Executive Director

Prepared by: Katie Hodes

**ADOPTED
June 18, 2014**

Resolution Regarding
Approval to terminate the Offer to Purchase process with regard to Parcel V-1 on Fort Monmouth's Main Post without awarding a purchase contract and return the deposits with accrued interest to the bidders

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, Parcel V-1 is an approximately 10 acre parcel located along Alexander Avenue in the Eatontown portion of the former Fort; and

WHEREAS, an appraisal report prepared for FMERA valued Parcel V-1 at \$1.39 million; and

WHEREAS, based on staff recommendations, and with the Real Estate Committee's concurrence, as well as the Veteran Staff Advisory Committee's interest to establish a veteran's community on the former Fort, the Board authorized proceeding with the offer to purchase process at the May 2013 meeting of the Authority; and

WHEREAS, on September 6, 2013, FMERA publically issued a Request for Offers to Purchase (RFOTP) for Parcel V-1, with proposals due on December 6, 2013; and

WHEREAS, proposals were received from two entities and an evaluation committee consisting of FMERA staff and one representative from the Army independently reviewed the proposals; and

WHEREAS, both bidders proposed paying nominal consideration to acquire and redevelop the property; and

WHEREAS, the evaluation committee met and concluded that further negotiation with either party would not result in purchase terms beneficial to FMERA; and

WHEREAS, the FMERA Real Estate Committee recommends that the Board of Directors authorize the FMERA Staff to terminate the Offer to Purchase process for Parcel V-1.

THEREFORE, BE IT RESOLVED THAT:

1. For the reasons expressed in the attached memorandum, the Authority approves terminating the Parcel V-1 Request for Offers to Purchase process without awarding a purchase contract.

2. The Authority authorizes the Executive Director to take all necessary actions to effectuate the termination of the Parcel V-1 Request for Offers to Purchase process, including returning the deposit with any accrued interest to the bidder.

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

ATTACHMENT

Dated: June 18, 2014

EXHIBIT 2



MEMORANDUM

TO: Members of the Authority

FROM: Bruce Steadman
Executive Director

RE: Closing out the Offer to Purchase Process for Parcel V-1 on the Main Post

DATE: June 18, 2014

Request

I am requesting that the Board of Directors authorize the Fort Monmouth Economic Revitalization Authority (FMERA) staff to terminate the Offer to Purchase process with regard to Parcel V-1 on Fort Monmouth's Main Post to be used as a veteran's community, without awarding a purchase contract and return the deposits with accrued interest to the bidders, in accordance with FMERA's approved sales rules.

Background

Parcel V-1 is an approximately 10-acre parcel, located along Alexander Avenue in the Eatontown portion of the former Fort. It is bounded by the Motor Pool to the west, which is currently subleased by Monmouth County, former Lane Hall to the east, a small lake to the south, and Alexander Avenue to the north. The parcel was used for various activities when the Post was active, including recreational use. Currently, the parcel is vacant. Based on an appraisal report prepared for FMERA, Parcel V-1 is valued at \$1.39 Million.

The Fort Monmouth Reuse and Redevelopment Plan (the Reuse Plan) shows the parcel as open space and therefore use for a veteran's community project would require a plan change amendment. The Parcel is located on the Main Post and is a Phase 2 property. FMERA and the U.S. Army are currently negotiating a Phase 2 Economic Development Conveyance (EDC) agreement.

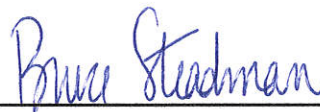
Based on staff's recommendation and with the Real Estate Committee's concurrence, the Board authorized proceeding with the offer to purchase process for Parcel V-1 at the May 2013 meeting of the Authority. The Board's decision took into account the Authority's Veteran Staff Advisory Committee's (VSAC) desire to establish a veteran's community on the former Post, as well as local veterans groups interest in doing the same, and interest from at least one provider of homeless veteran's housing that had expressed interest in financing and constructing such a project at the former Fort.

Accordingly, on September 6, 2013, FMERA publically issued an RFOTP for Parcel V-1, with proposals due on December 6, 2013. Two proposals were received – one from Solider On, Inc. and the other from RPM Development Group. An evaluation team comprised of FMERA staff and one representative of the U.S. Army was formed to review and score each of the proposals. Both bidders proposed paying nominal consideration to acquire and redevelop the property into a veteran’s community. Following a meeting of the evaluation committee it was concluded that further negotiation with either party would not result in purchase terms beneficial to FMERA due to each of the proposer’s purchase prices being significantly below the appraised value of the property. As a result, staff does not anticipate selling Parcel V-1 at this time, and requests that the Committee recommend the termination of the RFOTP process to the full Board. Staff will continue to explore possibilities for creating a veteran’s community on Fort Monmouth.

The Real Estate Committee recommends that the Board of Directors authorize the FMERA staff to terminate the Offer to Purchase process with regard to Parcel V-1 on Fort Monmouth’s Main Post without awarding a purchase contract and return the deposits with accrued interest to the bidders, in accordance with FMERA’s approved sales rules.

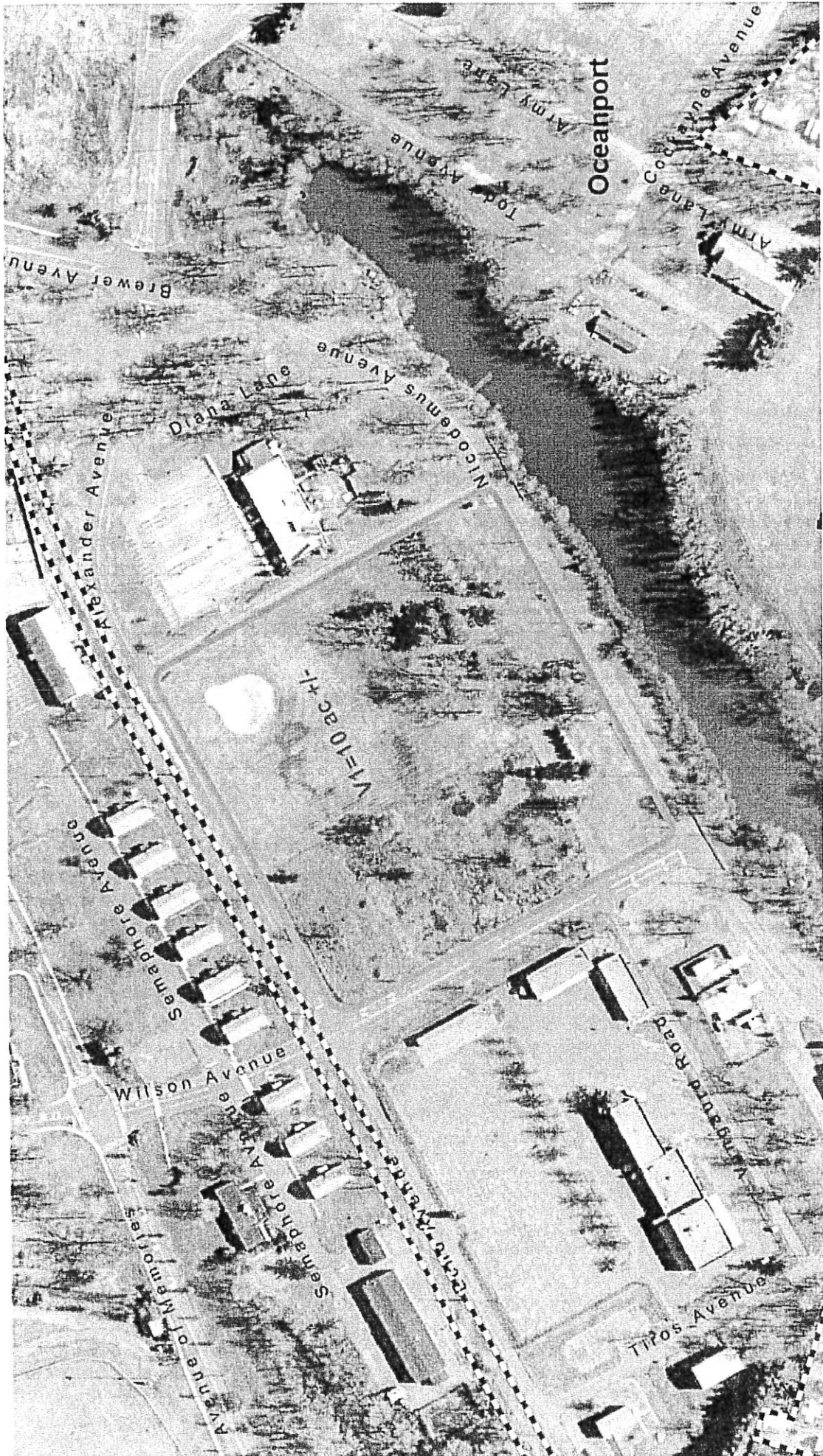
Recommendation

I am requesting that the Board of Directors authorize the Fort Monmouth Economic Revitalization Authority (FMERA) staff to terminate the Offer to Purchase process with regard to Parcel V-1 on Fort Monmouth’s Main Post to be used as a veteran’s community, without awarding a purchase contract and return the deposits with accrued interest to the bidders, in accordance with FMERA’s approved sales rules.



Bruce Steadman
Executive Director

Attachment Parcel Map
Prepared by: Katie Hodes



Oceanport

V-10 ac. xl.

Brewer Avenue

Diana Lane

Alexander Avenue

Semapore Avenue

Wilson Avenue

Semapore Avenue

Avenue of Memories

Edna Avenue

Tapos Avenue

Virginia Road

Tod Avenue

Army Lane

Army Lane

Cooper Avenue

Army Lane

**ADOPTED
June 18, 2014**

Resolution Regarding
**Approval to Make the Satellite Drive Parcel 1 Available through the Offer to Purchase
Process**

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 and section 9(bb) “[t]o purchase at any sale, upon such terms and at such prices as it determines to be reasonable, and take title to the property, real, personal, or mixed, so acquired and similarly sell, exchange, assign, convey or otherwise dispose of any property”; and

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

WHEREAS, Satellite Drive Parcel 1 is approximately a 1.5 acre parcel in the Tinton Falls area of the former Fort; and

WHEREAS, the parcel is located north of the Pinebrook Commerce Center parcel and east of the Pistol Range parcel, increasing the potential for redevelopment of this unused land, set aside as open space in the Reuse and Redevelopment Plan (“Reuse Plan”); and

WHEREAS, FMERA intends to create a public roadway connecting Satellite Road to Pearl Harbor Avenue, shifting the highest and best use of this parcel away from open space; and

WHEREAS, FMERA staff has received inquiries about this parcel from one or more interested parties; and

WHEREAS, an amendment to the Reuse Plan is needed for the area due to the sale of the Pistol Range to a private developer as well as the potential retail component of the Pistol Range, and a proposal for the Satellite Drive Parcel 1 that includes any use other than open space will require an additional amendment; and

WHEREAS, Authority staff recommends proceeding with the Request for Offer to Purchase (RFOTP) process for the Satellite Drive Parcel 1 in Tinton Falls; and

WHEREAS, the Real Estate Committee has reviewed and discussed making the

Satellite Drive Parcel 1 available through the offer to purchase process and recommends it to the full Board of Directors for approval.

THEREFORE, BE IT RESOLVED THAT:

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

ATTACHMENT

Dated: June 18, 2014

EXHIBIT 3



MEMORANDUM

TO: Members of the Authority

FROM: Bruce Steadman
Executive Director

RE: Making Available the Satellite Drive Parcel 1 in the Charles Wood Area through the Offer to Purchase Process

DATE: June 18, 2014

Request

I am requesting that the Board of Directors authorize the Fort Monmouth Economic Revitalization Authority (FMERA) staff to make the Satellite Drive Parcel 1 in Fort Monmouth's Charles Wood Area available through the offer to purchase process, in accordance with FMERA's approved sales rules.

Background

The former Fort Monmouth property includes a 1.5 acre parcel just north of the Pinebrook Commerce Center parcel and just east of the Pistol Range parcel. This parcel, referred to as Satellite Drive Parcel 1, was envisioned to remain open space in the Fort Monmouth Reuse and Redevelopment Plan (the Reuse Plan). The property is located within Parcel F, which is a Phase One property in FMERA's June 25, 2012 Economic Development Conveyance Agreement with the Army.

The Board of Directors approved the Rules for the Sale of Real and Personal Property (the Sale Rules) at the August 17, 2011 Meeting of the Authority. In accordance with Section 19:31C-2.5(a) of the Sale Rules, before advertising a particular parcel of real property and accompanying personal property as being available for sale through the Offer to Purchase process, the Board shall review and approve a recommendation of the Director and FMERA to offer the property for sale through the Offer to Purchase process. In its determination to use the Offer to Purchase process, the Board also may consider various factors including, but not limited to, purchase price, jobs to be created and timing, to determine whether the offer to purchase process will enhance the economic value to FMERA or Fort Monmouth. After the RFOTP is issued and offers are received and negotiated, the Director and FMERA staff shall present a recommendation to the Board to accept an offer, to terminate negotiations regarding offers, or to take other appropriate action.

Authority staff recommends proceeding with the offer to purchase process for Satellite Drive Parcel 1 rather than Sealed Bids. This recommendation is based on several factors. First, the property's location directly adjacent to two parcels currently under negotiation increases the

potential for redevelopment of this unused land. FMERA intends to create a public roadway connecting Satellite Road to Pearl Harbor Avenue. Once completed, the highest and best use of this particular parcel would no longer be open space, as initially envisioned in the Reuse Plan. This parcel could potentially serve as an addition to the Pistol Range parcel or to the Pinebrook Commerce Center parcel, or could also serve as a stand-alone, buildable site for a commercial developer. Secondly, potential purchasers of the property have expressed interest to FMERA staff. Staff believes the Request for Offer to Purchase (RFOTP) process may allow greater flexibility for selecting the scenario that would enhance the economic value of the property to FMERA and the Army. Staff would like to build on this momentum to continue the redevelopment of Parcel F. Accordingly, staff believes that negotiation with respondents may be necessary to ensure that the value of the property, and adjacent tracts, are maximized and that redevelopment at this property is compatible with adjacent tracts. FMERA will be submitting an amendment to the Reuse Plan due to the sale of the Pistol Range to a private developer as well as the potential retail component envisioned at the Pistol Range. This plan amendment will incorporate any changes necessary to the surrounding area, including the Satellite Drive Parcel 1, and may also allow commercial use of this property.

The Real Estate Committee recommends that the Board of Directors authorize FMERA staff to make the Satellite Drive Parcel 1 available through the offer to purchase process.

Recommendation

In summary, I am requesting that the Board of Directors authorize the Fort Monmouth Economic Revitalization Authority (FMERA) staff to make the Satellite Drive Parcel 1 in Fort Monmouth's Charles Wood Area available through the offer to purchase process, in accordance with FMERA's approved sales rules.



Bruce Steadman
Executive Director

Attachments: Proposed Parcel Map
Prepared by: Candice Valente



1.5 AC

y Avenue

02632

02631

ADOPTED
June 18, 2014

Resolution Regarding
**Approval to Select The Auctioneers Group, LLC, for Professional Auctioneering Services
for Personal Property**

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, the Army has agreed to convey Personal Property contained within the Phase 1 Economic Development Conveyance property to FMERA via a Bill of Sale associated with the Deed for the Phase 1 properties; and

WHEREAS, this Personal Property can be sold along with the buildings or sold via a competitive bidding process; and

WHEREAS, on December 6, 2013, FMERA issued an RFP for Professional Auctioneering Services for Personal Property; and

WHEREAS, the proposals were due on February 21, 2014, and no proposals were received; and

WHEREAS, FMERA staff contacted the two potential bidders who had attended the pre-proposal conferences in an attempt to determine whether an agreement could be reached and neither of the potential bidders was agreeable to the terms that limited any recovery of expenses to auction proceeds; and

WHEREAS, a local auctioneer, The Auctioneers Group, LLC, contacted FMERA staff indicating interest in providing professional auctioneering services for FMERA and indicating that they were agreeable to the proposed terms regarding expense recovery; and

WHEREAS, after two meetings and site visits FMERA requested a proposal from The Auctioneers Group; and

WHEREAS, FMERA staff and The Auctioneers Group have agreed on the terms of the proposal for the Professional Auctioneering Services; and

WHEREAS, the Real Estate Committee has reviewed and discussed entering into a contract with The Auctioneers Group and recommends approving the selection; and

WHEREAS, at a future Board meeting, FMERA staff will ask the Board to approve standard procedures for conducting auction events, standard terms and conditions of sales, ethical restrictions on who can bid at auction events and a delegation of operating

authority to complete sales of personal property to the highest responsible bidder.

THEREFORE, BE IT RESOLVED THAT:

1. The Authority authorizes the selection of The Auctioneers Group, LLC, for Professional Auctioneering Services for Personal Property and authorizes the Executive Director to take all necessary actions to effectuate the selection.

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: June 18, 2014

EXHIBIT 4



MEMORANDUM

TO: Members of the Board of Directors

FROM: Bruce Steadman
Executive Director

RE: Selection of Professional Auctioneering Services for Personal Property

DATE: June 17, 2014

Summary

I am requesting the Members to consider approving the selection of The Auctioneers Group, LLC for Professional Auctioneering Services for Personal Property.

Background

Governor Christie signed P.L. 2010 c. 51 on August 17, 2010 to create the Fort Monmouth Economic Revitalization Authority (FMERA or the Authority). The economies, environment, and quality of life of the host municipalities, Monmouth County, and the State will benefit from the efficient, coordinated, and comprehensive redevelopment and revitalization of Fort Monmouth.

In accordance with the federal Base Realignment and Closure law, Fort Monmouth was closed September 15, 2011. The Army has agreed to convey Personal Property contained within the Phase 1 Economic Development Conveyance property to FMERA via a Bill of Sale associated with the Deed for the Phase 1 properties. This Personal Property can be sold along with the buildings or sold via a competitive bidding process. To ensure fair and open competition, FMERA is engaging an Auctioneering Professional to conduct auctions.

On December 6, 2013, FMERA issued an RFP for Professional Auctioneering Services for Personal Property. A mandatory pre-proposal conference was held on December 17, 2013, with one potential bidder in attendance. On January 10, 2014, FMERA issued an Addendum to the RFP scheduling a second mandatory pre-proposal conference for January 28, 2014. The second pre-proposal conference was attended by one additional potential bidder. The proposals were due by 12:00 Noon on February 21, 2014 and no proposals were received. FMERA staff contacted both potential bidders who had attended a pre-proposal conference in an attempt to determine whether an agreement could be reached. Neither of these two potential bidders was agreeable to the terms we were proposing that limited any recovery of expenses to auction proceeds, therefore staff did not pursue either firm further. Subsequently a local auctioneer, The Auctioneers Group, LLC, contacted FMERA staff indicating interest in providing professional auctioneering services for FMERA. The Auctioneers Group LLC also indicated they were agreeable to the proposed terms regarding expense recovery. After two meetings and site visits FMERA requested a

proposal from The Auctioneers Group, LLC. Based on the proposal received from The Auctioneers Group, FMERA and The Auctioneers Group have agreed on the following terms:

1. All expense and fees due The Auctioneer Group will be netted out of sales proceeds as they are paid by the buyer. FMERA will not expend any funds to cover expenses.
2. The commission will be set at 45% for the first three auction events held. Commission on subsequent auctions will be set at 35%.
3. Minimum Advertising expense for the first three auction events is \$5,000 each and \$3,500 each for subsequent auctions.
4. Minimum Labor expense for the first three auction events is \$5,000 each and \$3,000 each for subsequent auctions.
5. The Auctioneer Group may terminate the contract for convenience after the first three auctions are completed.

At a future Board meeting, staff will ask the Board to approve standard procedures for conducting auction events, standard terms and conditions of sales, ethical restrictions on who can bid at auction events and a delegation of operating authority to complete sales of personal property to the highest responsible bidder all of which will be developed with input from The Auction Company and the Attorney General's Office.

The Real Estate Committee recommends that the Board of Directors approve the selection of The Auctioneers Group, LLC for Professional Auctioneering Services for Personal Property.

Recommendation

In summary, I am requesting the Members' approval to enter into a contract with The Auctioneers Group LLC for Professional Auctioneering Services for Personal Property.



Bruce Steadman

Prepared by: Rick Harrison