

**Fort Monmouth Economic Revitalization Authority
Board Meeting
September 25, 2018
FMERA Offices, 502 Brewer Avenue, Oceanport, NJ**

MINUTES OF THE MEETING

Members of the Authority present:

- Robert W. Lucky – Vice-Chairman, Fort Monmouth Economic Revitalization Authority (FMERA) – V
- Lillian Burry – Monmouth County Freeholder Deputy Director – V
- Gary Baldwin – Tinton Falls Borough Council President – V
- Dennis Connelly – Mayor of Eatontown – V
- Jay Coffey – Mayor of Oceanport – V
- Adam Sternbach – Associate Counsel, Authorities Unit, Office of the Governor – V
- Donna Sullivan – Vice President of Real Estate, NJ Economic Development Authority – V
- Kenneth J. Kloo, Director, Site Remediation Program, NJ Department of Environmental Protection
- Sean Gleason, Special Assistant to the Commissioner, NJ Department of Labor & Workforce Development
- Sean Thompson, Director, Division of Local Planning Services, NJ Department of Community Affairs
- William Riviere, Principal Planner, NJ Department of Transportation

V – Denotes Voting Member

Members of the Authority not present:

Also present:

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

The meeting was called to order by Vice-Chairman Robert Lucky at 6:35 p.m., who led the meeting in the Pledge of Allegiance to the Flag of the United States of America.

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

The first item of business was the approval of the August 15th regular meeting minutes. A motion as made to approve the minutes by Donna Sullivan and seconded by Dennis Connelly.

Motion to Approve: DONNA SULLIVAN Second: DENNIS CONNELLY
AYes: 7

WELCOME

Vice-Chairman Robert Lucky welcomed attendees to the Authority's annual meeting. Dr. Lucky stated that copies of the Board package were available at the door, and 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.

Dr. Lucky stated that at the annual meeting, there are Board Actions which occur once per year such as the appointment of the members of the Board Committees and the Chairpersons of each Committee, the appointment of the Secretary, the Treasurer and the other Officers. These actions are in addition to the regular Board action items.

The Vice-Chairman appointed Bruce Steadman as Secretary and David Nuse as Treasurer.

The Vice-Chairman appointed the 2018-2019 Audit Committee Chairman and members and the Real Estate Committee Chairman and members.

The following were named as Committee members:

- Audit Committee Chairman – Robert Lucky
- Audit Committee Members – Dennis Connelly & Kenneth J. Kloo

- Real Estate Committee Chairman – Robert Lucky
- Real Estate Committee Members –Lillian Burry, Jay Coffey and Dennis Connelly

The Vice-Chairman went on to state that there will be two public comment periods at the meeting based on the Authority's public meeting protocol, 3 minutes per speaker for the first for agenda items only, and 5 minutes per speaker for the second for any FMERA business. The Vice-Chairman reiterated his request for the public's cooperation in keeping comments as brief as possible. The Vice-Chairman continued by stating that in his role he is required to conduct an orderly meeting and complete the meeting agenda in a reasonable time period. The Vice-Chairman continued by stating that FMERA continues to welcome the public's constructive comments and ideas. Finally, due to the number of designees at the Board table, Vice-Chairman asked each to introduce himself/herself and his/her affiliation for the benefit of the other attendees.

SECRETARY'S REPORT

Mr. Steadman stated that Sean Thompson has been appointed to the Audit Evaluation Committee.

Mr. Steadman stated that staff continues to review executive session minutes on an annual basis and present an update to the Board at its annual meeting each September, which includes a list of matters no longer deemed confidential. Staff has determined that many items remain sensitive or unresolved, and therefore cannot be made public at this time; however, several items have been resolved and are no longer considered confidential, and these will be posted on the FMERA website.

TREASURER'S REPORT

Jennifer Lepore, FMERA Manager of Accounting, stated that the budget process for 2019 is about to get underway. In the next few weeks, FMERA staff will hold budget sessions and begin drafting the 2019 FMERA Budget. The draft budget will then be presented to the Audit Committee for their review. The budget is scheduled to be brought to the Board for its consideration and approval at the December meeting.

FMERA controls spending to the extent possible, until land sales occur, and proceeds are received, at which point, we determine which projects in our budget can be completed. With the end of the 3rd quarter approaching, FMERA is, and is targeted to remain, on or under budget in all categories through year-end.

FMERA's auctioneers have held 23 auction events to date, including a small lot public auction. FMERA's proceeds from these auctions totaled \$1.2 million.

The RFP for Independent Auditing Services will be issued by the end of the month. Compliant proposals will be reviewed by members of the Evaluation Committee who will then meet to discuss their findings and prepare their report for submittal to the Audit Committee. We anticipate that the Audit Committee, based on their review of the Evaluation Committee's report, will make their recommendation for appointment as the Authority's Independent Auditor to the Board at the December meeting.

PUBLIC COMMENT REGARDING BOARD AGENDA ITEMS (3 minutes re: Agenda Items)

There was no public comment.

EXECUTIVE DIRECTOR'S REPORT

Kristy Dantes, Director of Facilities and Infrastructure gave the following update on Utilities and Infrastructure, RFPs and Contracts:

Utilities and Infrastructure:

- The sanitary line installation along Sherrill Avenue is complete.
- The design of the next two water main projects are at 90% and will then be sent to New Jersey American Water (NJAW) for review.
- The Army Corp. of Engineers will place a 2-foot vegetative soil cap across 9 closed landfills, totaling approximately 50 acres, starting in December. The Army will award the contract within the next month, and the work will be complete by the end of 2019.
- Two soil removal actions in the Squier Hall Phase II parcel are complete. The Army Corp. of Engineers has completed the Remedial Action Completion Report (RACR), which is seeking an unrestricted use or No Further Action (NFA) from the NJDEP. Upon receipt of the NFA, the Army will proceed to publish the FOST for a 30-day comment period. FMERA is diligently working with Army personnel to take possession of the property by late fall.
- At the site of the former Building 700, the former Recruitment Command building on Saltzman Avenue, the Army has completed the first round of chemical injections to remediate impacted ground from a former dry-cleaning facility.
- At the Myer Center, demolition of quadrant 1 is underway. Removal of ACM and universal waste in quadrant 4 is on-going.
- Verizon has completed the install of over 11,000 linear feet of conduit on the Eastern main post. This conduit will hold fiber lines to serve the North and South housing areas with telecommunication services, internet, and FIOS cable. Verizon plans on expending their network Western in the coming months.
- The Facilities Team and the Chenega On-Site Maintenance Team have begun preparing to winterize buildings planned for sale or reuse. These properties are regularly inspected and maintained ensure optimal efficiency and market value.

Dave Nuse, Director of Real Estate Development and Deputy Executive Director, gave an overview on property sales and RFOTPs:

Currently, about 74% of the Fort's 1,126 acres developable acreage is sold, under contract, in negotiations, or entering the request for proposals process.

In Oceanport, FMERA has sold 8 properties to date:

- Patterson Army Hospital, on Main Street, owned and operated by AcuteCare Health System;
- Officer Housing units, sold to RPM Development and currently being marketed;
- Main Post Chapel, sold to Triumphant Life Church;
- Russel Hall, the former Garrison Headquarters building, sold to TetherView;
- Oceanport Municipal Complex; 13-acre property on Murphy Drive sold to the Borough of Oceanport;
- Fitness Center, sold to FM Partners and currently undergoing renovations;
- Monmouth County Homeless Shelter, a 3-acre property on Murphy Drive that Monmouth County broke ground on in August;
- Dance Hall, a 16,000 square-foot building on Brewer Avenue, sold to Regional Development Group for commercial uses (a microbrewery, coffee house and event space).

Also in Oceanport, FMERA is under contract to convey Building 501, located next to the Main Post Chapel, to Family Promise of Monmouth County. FMERA has signed a contract to sell the Lodging Area, a 15-acre site on Parkers Creek planned for 185 residential units, to Somerset Development. Last month, the Board approved a contract with AP Development Partners for the purchase of the Marina, on Oceanport Creek, which is currently operating as a restaurant and marina.

At tonight's meeting, staff will be requesting approval to sign a contract to sell the Squier Hall Complex, a 27-acre site containing historic Squier Hall to KKF University Enterprises, LLC for educational and open space uses.

FMERA is in negotiations for the sale of the following 3 Oceanport properties:

- Nurses Quarters, a 24-unit residential complex on Main Street adjacent to the former Patterson Army Hospital;
- Squier Hall Complex, a 27-acre site containing historic Squier Hall, currently under negotiations with the sole bidder, zoned for office/research, educational and open space uses;
- Barker Circle, located in the historic district in Oceanport, planned for housing, office and retail uses.

FMERA received multiple proposals on the Commissary & PX, the Warehouse District and the Post Office Area on July 16th, covering a combined 25 acres, and staff has initiated meetings with the highest scoring bidders. Staff will be requesting approval at tonight's meeting to issue an RFOTP for a 50-acre tech. park site including the McAfee Center in early fall.

In Eatontown, FMERA has sold the former Army Motor Pool to Monmouth County, and has executed agreements for the sale of the following properties:

- Eatontown Barracks, 6 buildings across from the Bowling Center on the Main Post, that Kenneth Schwartz will acquire this spring to redevelop into an arts and cultural center use;
- Suneagles Golf Course, where Martelli Development proposes to renovate Gibbs Hall and construct 75 residential units. The golf course would be protected by a 40-year deed restriction.

Staff is in discussions regarding the following Eatontown properties:

- Parcel B, the planned site of a mixed-use town center, where FMERA is in negotiations with the second-ranked bidder;
- Building 1123 and adjacent land at the corner of Avenue of Memories and Wilson Avenue, which will provide facilities for the Borough of Eatontown;
- And the Howard Commons site on Pinebrook Road, approved for up to 275 new homes. Site conditions at Howard Commons continue to be challenging, and we hope to have additional information to share at next month's meeting.

On August 20th we received two proposals on the Expo Theater and one proposal for the Bowling Center. Those proposals are currently under review.

In Tinton Falls, FMERA has sold 7 properties:

- Parcel E, where Commvault has constructed its world headquarters;
- Building 2525, the home of Aaski Technology and the Kiely Companies;
- Child Development Center, the site of Trinity Hall High School, which is constructing an expansion that will double the size of the facility;
- the Recreation Center and Swimming Pool, operated by the Monmouth County Park System, along with the former Shopette and Gas Station site on Hope Road;
- Charles Wood Fire Station on Corregidor Road, representing Commvault's first expansion on the Fort;
- Parcel C-1, where FMERA sold 34-single-family building lots to Lennar Corporation on September 24th.

FMERA plans to issue RFOTPs for the 2 remaining Tinton Falls properties, the Pulse Power Building and Building 2719, within the next 30 days.

Sarah Giberson, Senior Marketing & Development Officer, stated that FMERA's Marketing & Development Team is focused on promoting the redevelopment of the McAfee Complex and is in the process of fleshing out the details of a project-specific marketing plan. Initiatives include: the refinement of a highly-targeted prospect list; participation in relevant events such as RealShare NJ, numerous NJ Chamber of Commerce events, and New Jersey Tech Council's Tech Day; and scheduling tours with relevant industry groups such as ULI and CoreNet, among others. Members of the Real Estate Team will also be attending the Governor's Conference on Housing and Economic Development, as well as the International Economic Development Council conference, this October. Over the next few weeks, the team plans to finalize the Requests for Offers to Purchase for the McAfee Complex and intends to issue an RFOTP later this fall, subject to Board approval.

FMERA also continues to explore all opportunities to reinvigorate innovation and create job opportunities at the Fort. With support from Monmouth County, FMERA will be partnering with NJIT and its affiliate, NJII to participate in a "Tech Cluster Readiness & Feasibility Assessment" to determine the tech sectors that should be targeted in connection with the on-going redevelopment of Fort Monmouth. This initiative is made possible through the Innovation Challenge program, offered by the EDA. We'd like to express our gratitude to both Freeholder Lillian Burry and Monmouth County Director of Planning Ed Sampson for their overwhelming support of this initiative. The County's decision to partner with NJIT, its affiliate NJII, and FMERA indicates the significance of this grant and its potential impact on the Fort and its surrounding communities.

Please visit our website, www.fortmonmouthnj.com, for more information and to sign up for our monthly digital newsletters.

Bruce Steadman gave an update on FMERA action items:

- Continued work with the N.J. Department of Environmental Protection and U.S. Army 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 noted the many projects that are currently under construction and that there will continue to be construction traffic over the next several months as these projects are developed. He asked the Board members and the public to be alert as they travel through the Fort property. He noted that such construction activity should increase over the next 6 to 18 months. Mr. Steadman thanked Mr. Kloo and the NJDEP for their ongoing support of the redevelopment of the Fort through their relationship with the Army on various environmental projects that the Army has underway. Mr. Steadman thanked the Boroughs of Oceanport, Eatontown, and Tinton Falls and the County of Monmouth for their continued support and excellent working relationships on various operational issues. He noted that the EDA abatement and demolition project at the Myer Center in Tinton Falls is reportedly going well and on schedule, and thanked Tom Catapano of the EDA for his successful management of the project to date, and EDA for their ongoing work on this and other FMERA-related projects.

a) AUDIT COMMITTEE (ROBERT LUCKY, CHAIRMAN)

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

b) REAL ESTATE COMMITTEE (ROBERT LUCKY)

Robert Lucky, stated that the Committee met on July 10th and discussed the following:

- Discussion regarding the transmittal of Plan Amendment #11 permitting alternative development scenario in Oceanport to the 3 host boroughs. The amendment permits the reuse of Allison Hall as office, retail and/or commercial uses and the reuse of Bldgs. 199 and 210 and transfers the residential element of the Allison Hall parcel to the lodging area. The Committee reached a consensus and agreed to recommend to the Board for approval.

- Discussion regarding the PSARA for Squier Hall in Oceanport. The committee discussed the terms of the PSARA with KKF University Enterprises, where KKF will renovate Squier Hall for lease to NJ City University for a baccalaureate completion site for upper division educational coursework. The Committee reached a consensus and agreed to recommend to the Board for approval.
- Discussion regarding the First Amendment to the PSA and an Assignment & Assumption Agreement for Parcel F-1 (Myer Center) in Tinton Falls. The Committee discussed the terms of the Amendment and the Agreement between FMERA, NJEDA and RWJBH. RWJBH submitted an unsolicited offer to purchase the property to develop a health campus on the Property. The Committee reached a consensus and agreed to recommend to the Board for approval.
- Discussion regarding the Third Amendment to the PSARA for the Pistol Range in Tinton Falls, the Committee discussed the terms of the Third Amendment which provides for 2 additional 3-month approval extensions. The Committee reached a consensus and agreed to recommend to the Board for approval.
- Discussion regarding the approval to make the McAfee Center & Additional Properties available through the Offer to Purchase Process. The McAfee Center is located in the Oceanport Reuse Area. FMERA staff believes that the highest and best use for the McAfee Center parcel is the development of a mixed-use, technology campus. FMERA is currently in discussions with a technology-focused university regarding a potential incubator or accelerator space within one of the McAfee Center's outbuildings. The Committee reached a consensus and agreed to recommend to the Board for approval.
- Other items of discussion:
 - a. HabCore Letter of Interest
 - b. Municipal Boundary – Eatontown & Oceanport
 - c. Parcel B Site Plan
 - d. Upcoming closings
 - Parcel C & C1
 - JCP&L
 - Eatontown Barracks
 - e. Update on RFOTPs

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

Kenneth J. Kloo stated that the Committee did not meet this month but will be meeting on October 1st.

d) HISTORICAL PRESERVATION STAFF ADVISORY COMMITTEE (JAY COFFEY, CHAIRMAN)

Jay Coffey stated that the Committee did not meet this month but will be meeting in October.

e) HOUSING STAFF ADVISORY COMMITTEE (SEAN THOMPSON, CHAIRPERSON)

Sean Thompson stated that the Committee did not meet this month but will be meeting in October.

f) VETERANS STAFF ADVISORY COMMITTEE (FREEHOLDER DIRECTOR LILLIAN BURRY, CHAIRPERSON)

Lillian Burry stated that the Committee did not meet this month.

BOARD ACTIONS

A) The first item before the Board was Consideration of Approval of Organization Matters.

Sarah Giberson read a summary of the Board memo.

The resolution is attached hereto and marked Exhibit 1.

A motion was made by Jay Coffey and was seconded by Dennis Connelly.

Motion to Approve: JAY COFFEY Second: DENNIS CONNELLY

AYes: 7

B) The second item before the Board was Consideration of Approval of Staff Advisory Committee Membership.

Christine Bell, Senior Planning & Development Officer, read a summary of the Board memo.

The resolution is attached hereto and marked Exhibit 2.

A motion was made by Jay Coffey and was seconded by Lillian Burry.

Motion to Approve: JAY COFFEY Second: LILLIAN BURRY

AYes: 7

C) The third item before the Board was Consideration of Approval of Transmittal to Host Municipalities of Proposed Plan Amendment #11 permitting alternative development scenario in Oceanport.

Christine Bell read a summary of the Board memo.

The resolution is attached hereto and marked Exhibit 3.

A motion was made by Jay Coffey and was seconded by Lillian Burry.

Bruce Steadman conducted a roll call vote.

Name	Yes	No	Abstain
Robert Lucky	X		
Lillian Burry	X		
Dennis Connelly	X		
Jay Coffey	X		
Vito Perillo	X		
Adam Sternbach	X		
Donna Sullivan	X		

Motion to Approve: JAY COFFEY Second: LILLIAN BURRY

AYes: 7

D) The fourth item before the Board was Consideration of Approval of a Purchase & Sale and Redevelopment Agreement for Squier Hall in Oceanport.

Kara Kopach, Manager of Real Estate Development, read a summary of the Board memo.

Mayor Vito Perillo noted that in 1942, as an 18-year old, he served in the Army Signal Corps located in Squier Hall.

The resolution is attached hereto and marked Exhibit 4.

A motion was made by Donna Sullivan and was seconded by Jay Coffey.

Motion to Approve: DONNA SULLIVAN Second: JAY COFFEY
AYes: 7

E) The fifth item before the Board was Consideration of Approval for the First Amendment to the Purchase and Sale Agreement and an Assignment and Assumption Agreement for Parcel F-1 in Tinton Falls.

Kara Kopach read a summary of the Board memo.

Lillian Burry remarked that the RWJ/Barnabus plan for redevelopment of the Myer Center parcel is a fantastic plan for the future of health care and for that section of Tinton Falls.

The resolution is attached hereto and marked Exhibit 5.

A motion was made by Vito Perillo and was seconded by Lillian Burry.

Motion to Approve: VITO PERILLO Second: LILLIAN BURRY
AYes: 7

F) The sixth item before the Board was Consideration of Approval of the Third Amendment to the Purchase & Sale and Redevelopment Agreement for the Pistol Range in Tinton Falls.

Kara Kopach read a summary of the Board memo.

The resolution is attached hereto and marked Exhibit 6.

A motion was made by Lillian Burry and was seconded by Donna Sullivan.

Motion to Approve: LILLIAN BURRY Second: DONNA SULLIVAN
AYes: 7

G) The seventh item before the Board was Consideration of Approval to Make the McAfee Center & Adjacent Parcel in Oceanport available through the Offer to Purchase Process.

Kara Kopach read a summary of the Board memo.

The resolution is attached hereto and marked Exhibit 7.

A motion was made by Dennis Connelly and was seconded by Jay Coffey.

Motion to Approve: DENNIS CONNELLY Second: JAY COFFEY
AYes: 7

OTHER ITEMS


There were no other items before the Board.

PUBLIC COMMENT REGARDING ANY FMERA BUSINESS (5 minutes re: any FMERA business)

There was no public comment.

There being no further business, on a motion by Donna Sullivan seconded by Dennis Connelly and unanimously approved by all voting members present, the meeting was adjourned at 7:40p.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
September 25, 2018

Resolution Regarding the
**Appointment of the Assistant Secretaries, Reaffirmation of OPRA Records Custodian and
Ethics Liaison, and Approval of October 2018 – September 2019 Meeting Dates**

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 Authority’s By-Laws provide that an annual reorganization meeting be held in September of each year.

THEREFORE, BE IT RESOLVED THAT:

1. The Authority approves the designation of the Real Estate Development Manager and the Office Administration Manager as Assistant Secretaries.
2. The Authority affirms the appointment of Marcus Saldutti as OPRA Records Custodian and the appointment of Fred Cole as Ethics Liaison Officer.
3. The Authority approves the October 2018 – September 2019 Meeting Dates attached hereto.
4. 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: September 25, 2018

EXHIBIT 1

ADOPTED
September 25, 2018

Resolution Regarding
Staff Advisory Committee Membership Criteria

WHEREAS, the Authority has established four staff advisory committees: Environmental, Historical Preservation, Housing and Veterans; and

WHEREAS, these Committees (“Staff Advisory Committees” or “SAC”) were established to assist FMERA, such as by providing advice to FMERA staff on how best to move Fort Monmouth’s redevelopment effort forward within the context of their area of expertise; and

WHEREAS, while the SACs provide important insight and information to the staff for the benefit of the staff as it manages the issues associated with the redevelopment of the Fort property, there is no formal action taken at SAC meetings; and

WHEREAS, each SAC is chaired by a FMERA board member; and

WHEREAS, FMERA staff developed SAC membership criteria in 2012, which helped to standardize and focus experience and expertise requirements for prospective SAC members; and

WHEREAS, the objective is to ensure that FMERA has a knowledgeable and balanced SAC membership, capable of providing timely and sound advice to FMERA regarding the subject matter of the Committee.

THEREFORE, BE IT RESOLVED THAT:

1. For the reasons expressed in the attached Board memorandum, the Authority reaffirms the Staff Advisory Committee (SAC) membership criteria attached to the Board memorandum, selects the identified committee chairs, and authorizes the FMERA Executive Director and the SAC Chairs to fill the membership of each Committee accordingly, which membership shall be at the pleasure of the Board.

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: September 25, 2018

EXHIBIT 2

ADOPTED
September 25, 2018

**Resolution Regarding
Transmittal to Host Municipalities of Proposed Eleventh Plan Amendment Permitting
Alternative Development Scenario in Oceanport**

WHEREAS, the FMERA Act, P.L. 2010, c.51, in N.J.S.A. 52:27I-26(c), and the Land Use Rules, in 19:31C-3.27(c), authorize FMERA to amend the plan from time to time as development progresses; and

WHEREAS, pursuant to the Land Use Rules, FMERA must transmit any proposed Reuse Plan amendment to the governing body of the three municipalities for a 45-day comment period and then consider any comments prior to the Board approving or disapproving the amendment; and

WHEREAS, the Reuse Plan envisions the redevelopment of the Oceanport Reuse Area for approximately 1.75 million square feet of non-residential space and 720 residential units which would include a high-tech/green-industry cluster, education/medical campus, a neighborhood center, a boutique hotel and spa, and expansive green space including the historic Parade Ground; and

WHEREAS, the Reuse Plan envisioned that Allison Hall would be reused as office space and the remaining buildings onsite, Buildings 196, 199, 210 and 359 would be demolished and that the Allison Hall parcel would be part of the mixed-use Oceanport Horseneck Center along Oceanport Avenue; and

WHEREAS, this portion of the Reuse Area would serve as a gateway to the area, and specifically the Fort Monmouth Historic District where Allison Hall was specifically intended for mixed-income apartments and retail and professional offices and along Parker Creek would be a scenic waterfront promenade which would be extended from Oceanport Avenue to link with the adjacent planned Lodging Area containing a boutique hotel and Officer Housing developments and the Reuse also anticipated that Signal Avenue would be open from Oceanport Avenue and that a second entrance from Oceanport Avenue between Signal Avenue and the main gate at Hildreth Avenue would be created; and

WHEREAS, the proposed Amendment #11, prepared by the Authority's planning consultant, Phillips Preiess, Grygiel, Leheny, Hughes, LLC (PPGLH) and FMERA's Senior Planning and Development Officer would permit alternative uses as described in the attached memorandum; and

WHEREAS, the Reuse Plan identified the adjacent Lodging parcel as the site of the boutique hotel, it has been determined that the Allison Hall parcel would provide better access and be better suited to accommodate a boutique hotel use given its proximity to Oceanport Avenue, therefore the proposed Plan Amendment transfers the residential units proposed on the Allison Hall parcel to the Lodging parcel and permits the boutique hotel on the Allison Hall parcel; and

WHEREAS, staff has reviewed the proposed Amendment #11 with regard to the criteria for reviewing a proposed amendment and reached the following conclusions: (1) this Amendment continues to allow for the reuse of Allison Hall as office space, but in addition to office space, also permits retail and commercial uses; permits 25,000 sq. ft. of office, retail and commercial uses in Building 210, with the first floor dedicated only to restaurant use, the relocation of the loading dock, and the mandatory demolition of the Building #210 extension. Building #196 and #359 are to be demolished. All 10,700-

gross square footage in Building 199 may be reused for office, retail, or commercial uses; and permits the option to demolish Building 199 and develop a ±55,000 square foot hotel of up to 3 stories and 110 rooms at the same location. In the undeveloped section of the parcel, the Amendment permits either a) an additional ±100,000 square feet of office uses in one office building to accommodate one office end user, or b) up to ±60,000 sq. ft. of business lofts and ±30,000 sq. ft. of retail uses, of which the retail uses were anticipated in the Reuse Plan; permits one drive-thru window for a coffee shop, bank, or pharmacy in a locations established and approved by FMERA to complement the existing historic district housing; the creation of an entrance from Oceanport Avenue to Signal Avenue; the creation of a 12-foot-wide promenade along Parkers' Creek which is designed in a complementary, coordinated style to the adjacent Lodging Parcel's 12-foot-Riverwalk; two entrances from Oceanport Avenue to the Subject Parcel between Signal Avenue and Hildreth Avenue, subject to the approvals by the County and the municipality; a maximum permitted floor area ratio (FAR) of .37; a minimum setback of 15 feet from Barton Avenue. The Amendment does not impact the permitted 720 residential dwelling units defined in the Reuse Plan for the Oceanport Reuse Area, but rather transfers a portion of those units to the adjacent Lodging site in the Oceanport Reuse Area; (2) this Amendment affects only the Oceanport Reuse Area, and as to the portions modified or impacted by the Amendment; the Amendment provides land use options that affords FMERA with the necessary flexibility to respond to changed circumstances in a manner that does not comprise the overall Reuse Plan goals and objectives and the potential offered by this Amendment to increase non-residential tax ratables for the Borough of Oceanport would lessen the burden on local residents; (3) this Amendment would maintain the overarching land use concepts, objectives and principles of the Reuse Plan and addresses the relationship of the new uses at the parcel; (4) this Amendment is consistent with the Authority's BRAC obligations and the negotiations related to the Phase 2 Economic Development Conveyance Agreement with the Army by aligning planned uses with the actual market-driven responses to RFOTPs; and (5) this Amendment provides flexibility to more effectively attract potential non-residential users to the Oceanport area of Fort; and

WHEREAS, the Real Estate Committee has reviewed the proposed plan change Amendment #11 and recommends approval of the transmittal of the proposed amendment to the governing body of each host municipality.

THEREFORE, BE IT RESOLVED THAT:

1. For the reasons expressed in the attached memorandum, the Authority approves the transmittal to the governing body of each of the three host municipalities of the proposed attached Amendment #11 to the Fort Monmouth Reuse and Redevelopment Plan that would permit an alternative development scenario in the Oceanport Reuse Area.

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: September 25, 2018

EXHIBIT 3

Resolution Regarding
Approval of a Purchase and Sale Agreement & Redevelopment Agreement (“PSARA”) with KKF University
Enterprises, LLC for the Squier Hall Complex

WHEREAS, Squier Hall is a two-story, 76,538 sf administration building located on Sherrill Avenue on the Main Post and was constructed in 1935, where the building is eligible for the National Register of Historic Places and is slated for office, research & development or educational use in the Fort Monmouth Reuse Plan; and

WHEREAS, Squier Hall is part of a complex of seven buildings totaling 153,835 sf and covering approximately 28.6 acres (the Property) and FMERA acquired a total of a ±5.73-acre portion of the overall property containing Squier Hall and Building 288 from the Army and staff anticipates that the Army will transfer a second ±6.1 acre tract containing the balance of the buildings by year end 2018 and the remaining land, a ±16.9 acre environmental carve-out consisting of portions of the M8 and M18 landfills (the Phase III Parcel), will likely be transferred to FMERA in 2019; and

WHEREAS, the Reuse Plan identifies Building 288 to be demolished and replaced with a new Monmouth County homeless shelter, the County however has opted to build its new shelter at an alternate location on the Fort and accordingly, in July 2016 the Board adopted Plan Amendment #6 which allowed for the development of a homeless shelter on Murphy Drive and the demolition of Building 288 or its renovation for an alternative use; and

WHEREAS, at the August 2014 meeting the Board authorized staff to offer the Squier Complex, which also included two optional parcels for sale through the Offer to Purchase process (an approximately sixteen-acre parcel with two delineated landfills and the adjacent Building 555) for sale through the Request for Offers to Purchase (RFOTP) process; and

WHEREAS, FMERA received one proposal in response to its April 29, 2016 RFOTP from KKF which was deemed compliant and recommended proceeding with negotiations for a PSARA, and KKF’s proposal did not include an offer to purchase Building 555, which was an optional property in the RFOTP, but did include an offer to purchase the sixteen-acre parcel with two delineated landfills; and

WHEREAS, KKF’s proposal calls for the renovation of Squier Hall for lease to New Jersey City University for a baccalaureate completion site for upper division educational coursework similar to the University’s current programming at the Wall Higher Education Center, known as NJCU Monmouth, and those programs, primarily including nursing, national security studies and business would be relocated to Squier Hall; and

WHEREAS, in the future, KKF may develop a residence hall and possible future additional academic buildings on site to accommodate the newly establish student body of 800 students, and potentially use the Phase III Parcel for parking and recreational uses subject to future Redevelopment Agreements; and

WHEREAS, KKF will invest a minimum of \$10,440,748 in renovating approximately 46,000 sq. ft of Squier Hall and demolishing the other buildings, and because all existing buildings on the site other than Squier Hall would be demolished and because the use for Phase III is limited to open space, redevelopment of the Phase II and Phase III Parcels will require a Reuse Plan amendment and separate Redeveloper Agreements; and

WHEREAS, negotiations with KKF have resulted in the attached PSARA where KKF will pay \$2,500,000 for the entirety of the property, and in the event that KKF closes on the property by phase, the purchase price will be allocated as follows: \$1,500,000 for Phase I parcel; \$700,000 for the Phase II parcel; and \$300,000 for the Phase III parcel and KKF proposes to renovate Building 283, Squier Hall, and demolish Buildings 288, 291, 292, 293, 295, and 296 and KKF will take all necessary measures to ensure the National Register Historic preservation covenants on the Property for Squier Hall are observed; and

WHEREAS, closing will occur within forty-five days of satisfaction of the conditions precedent to closing or twenty days after all title and environmental obligations are satisfied, whichever is later, and the conditions precedent to closing include: KKF completing due diligence and obtaining all approvals necessary to develop the Project; and amendment to the Reuse Plan to accommodate the Project; and the consent of the NJEDA Board; and

WHEREAS, the Phase I and II closings are not contingent on the sale of the Phase III parcel. The parties will endeavor to satisfy these Phase I contingencies within twelve (12) months of the expiration of the due diligence period. The parties will endeavor to satisfy these Phase II contingencies within twelve (12) months of the expiration of the later of the due diligence period or the adoption of the Reuse Plan Amendment. KKF will have the option of extending its twelve (12) month approval period for both Phase I & II by two additional extension periods (six (6) and twelve (12) months) for an additional eighteen (18) months if it has not obtained them within the initial timeframe so long as KKF is proceeding in good faith. FMERA will convey the property to KKF in as-is condition, but with clear title and subject to the Army's on-going obligations under CERCLA to address pre-existing contamination that may exist on the property; and

WHEREAS, KKF will commence construction of the Project (Phases I and II) no later than ninety days of receipt of the earlier of (a) receipt of the respective Squier Hall approvals for the phase, or (b) the end of the respective Approval Period, provided that the commencement date shall be no earlier than the respective Squier Hall closing. KKF will complete construction of each phase within three years of commencing construction for that phase; and

WHEREAS, FMERA will have a right to repurchase the Property if construction is not timely commenced or completed. KKF shall make a minimum capital investment in the Project of \$10,440,748. KKF estimates that it will create approximately fifty-eight temporary construction related jobs in connection with the Project, and that the project will create a minimum of seventy permanent full- or part-time jobs within forty-eight (48) months of closing or pay a penalty of \$1,500 for each permanent job not created; and

WHEREAS; KKF will also be responsible funding a new sewer main running west from the Property along Sherrill Avenue and connecting to a meter pit in the M8 landfill, a distance of approximately twenty-two hundred (2,200) feet; and

WHEREAS, based on the redevelopment provisions of the PSARA between FMERA and KKF, staff concludes that the essential elements of a redevelopment agreement between FMERA and KKF are sufficiently addressed and that it is not necessary for FMERA to enter into a separate redevelopment agreement with KKF for its redevelopment of the Squier Hall Complex; and

WHEREAS, the attached PSARA is in substantially final form between FMERA and KKF and the final terms of the PSARA are subject to the approval of FMERA's Executive Director and the Attorney General's Office; and

WHEREAS, the Real Estate Committee has reviewed the proposed PSARA and recommends Board approval.

THEREFORE, BE IT RESOLVED THAT:

1. The Authority approves the selection of KKF University Enterprises, LLC in response to the April 29, 2016 RFOTP, on terms substantially consistent to those set forth in the attached memorandum and the attached Purchase and Sale Agreement and Redevelopment Agreement (PSARA) and with final terms in substantially the same form acceptable to the Executive Director and the Attorney General's Office, and authorizes the Executive Director to execute the PSARA and take any necessary actions to effectuate the selection of Somerset Development as the purchaser.

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: September 25, 2018

EXHIBIT 4

Resolution Regarding
First Amendment to Purchase and Sale Agreement and an Assignment and Assumption
Agreement for Parcel F-1 in Tinton Falls

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, in 2017 FMERA and NJEDA began to explore how the two authorities could work together to facilitate development of the Myer Center Parcel (“Parcel F-1”) as NJEDA possesses substantial and significant experience managing large scale demolition and redevelopment projects across the state and has experience in undertaking redevelopment projects; and

WHEREAS, FMERA’s enabling legislation authorized it to enter into designated redevelopment agreements with NJEDA for property within Fort Monmouth allowing for NJEDA’s active role in the redevelopment effort; and

WHEREAS, in September 2017, the Members authorized the execution of a Purchase and Sale Agreement (“PSA”) between FMERA and NJEDA for the property, an approximately 36.3-acre parcel in the Tinton Falls section of the Fort and authorized FMERA’s execution of a mortgage on the Property in the amount of NJEDA’s estimated investment (\$7,328,771) to reposition the Property for sale and redevelopment; and

WHEREAS, in February 2018, Robert Wood Johnson Barnabas Hospital (“RWJBH”) submitted an unsolicited offer to NJEDA to purchase the property for an amount not to exceed \$8 million where RWJBH intends to develop a health care campus on the property; and

WHEREAS; after negotiations among RWJBH, NJEDA and FMERA (the “Parties”), and the approval of the NJEDA and FMERA Boards, the parties executed an Agreement to Assign in August 2018 which includes the terms detailed in the attached memorandum; and

WHEREAS, the Parties have now finalized the Assignment and the PSA Amendment, and the Parties agree to waive the PSA amendment as a condition precedent to the Assignment, as NJEDA now desires to first assign to RWJBH, and RWJBH desires to first assume from NJEDA, NJEDA’s rights, title, and interest in the PSA; and

WHEREAS, executing the Assignment first will enable FMERA and RWJBH to execute the PSA Amendment directly and the validity of the Assignment will be expressly contingent upon the execution of the PSA Amendment, which will take place immediately thereafter and both documents will be executed by the Parties at the time of Closing; and

WHEREAS, because the PSA was an agreement between two state entities, NJEDA and FMERA, it did not include certain standard contract provisions of FMERA’s Purchase and Sale Agreements with private developers and RWJBH, as a private developer, intends to take on the Assignment, a PSA Amendment is necessary to incorporate FMERA’s standard contract provisions, and

to reflect that the PSA Amendment will be executed by FMERA and RWJBH, not NJEDA and the PSA Amendment also incorporates the terms contained in the August 2018 Agreement to Assign, as applicable, and as a condition of closing, RWJBH will be obligated to enter into a redevelopment agreement with FMERA detailing its pre-and post-closing development obligations; and

WHEREAS, if the closing between RWJBH and FMERA does not occur, the PSA will remain in effect between FMERA and NJEDA. In order to preserve the status quo between NJEDA and FMERA under the PSA, FMERA and NJEDA have agreed that all time periods and deadlines in the PSA be tolled, with the exception of NJEDA's requirement to pay the Homeless Trust Fund contribution no later than five years from the effective date of the PSA; and

WHEREAS, the attached First Amendment to the Purchase and Sale Agreement and the Assignment and Assumption Agreement are in substantially final form and the final forms of the two documents will be subject to the approval of the Executive Director and the Attorney General's Office; and

WHEREAS, the Real Estate Committee has reviewed the First Amendment to the Purchase and Sale Agreement and an Assignment and Assumption Agreement and recommends Board approval.

THEREFORE, BE IT RESOLVED THAT:

1. The Board authorizes the execution of an First Amendment to the Purchase and Sale Agreement and an Assignment and Assumption Agreement for Parcel F-1 in Tinton Falls in the Tinton Falls Reuse Area.

2. This resolution shall take effect immediately, but no action authorized herein shall have force and effect until ten (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 ten (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: September 25, 2018

EXHIBIT 5

**Resolution Regarding
Third Amendment to Purchase and Sale & Redevelopment Agreement with Fort Monmouth Realty
Urban Renewal, LLC for the Pistol Range, the Fire and Police Training Area and the Satellite Road
Parcel in the Tinton Falls Reuse Area**

WHEREAS, on November 12, 2015, the FMERA Board approved a Purchase and Sale Agreement and Redevelopment Agreement (PSARA) with Kiely Realty Group, LLC for approximately 5 acres of property in the Tinton Falls Reuse Area; and

WHEREAS, the PSARA was executed on February 26, 2016 and has been amended twice, the First Amendment provided for the Assignment of the PSARA from Kiely Realty Group, LLC to Fort Monmouth Realty Urban Renewal, LLC, successor in interest to Fort Monmouth Realty, LLC and the Second Amendment provided that the Fort Monmouth Realty Urban Renewal, LLC's ("FMRUR") irrevocably consents to the closing of the Transfer Agreement by FMERA and JCP&L and to the granting by FMERA of an easement to JCP&L thereunder with respect to the location, use, operation, maintenance, repair, and/or replacement of the portions of the Charles Wood Distribution System currently located on or under the property to be conveyed to FMRUR pursuant to the PSARA; and

WHEREAS, pursuant to the terms of the PSARA, closing will occur within thirty (30) days of satisfaction of the conditions precedent to closing, which includes FMRUR obtaining all approvals necessary to develop the project, and FMRUR was given an initial six (6) month approval period with the option of extending this time period for two (2) additional six (6) month periods if it has not obtained approvals within the initial six (6) month timeframe, provided it is proceeding in good faith, for a total period of time not to exceed eighteen months from the expiration of the Due Diligence Period; and

WHEREAS, the Due Diligence Period began on December 27 2016 and ended on April 26, 2017. Under the Executive Director's authority as granted by the Board in approving the PSARA, Purchaser was provided both six (6) month extensions upon expiration of the initial six (6) month timeframe as they have pursued their pre-closing approvals in good faith, which include FMERA MCR approval, Tinton Falls site plan approval, and NJ State Police and ATF approvals; and

WHEREAS, although FMRUR has continued to pursue said approvals in order to expedite the timeline of redevelopment for the Pistol Range site, the Approval Period is set to expire on October 22, 2018, therefore the Purchaser has asked FMERA to provide two additional three-month approval extensions from the end of the Approval Period to continue to pursue all approvals; and

WHEREAS, all other material terms of the PSARA as presented to the Board will remain unchanged. The attached First Amendment to the PSARA is in substantially final form and the final terms of the amendment will be subject to the approval of FMERA's Executive Director and the Attorney General's Office; and

WHEREAS, the Real Estate Committee has reviewed the Third Amendment to the PSARA and recommends Board approval.

THEREFORE, BE IT RESOLVED THAT:

1. The Authority approves the Third Amendment to the Purchase and Sale Agreement & Redevelopment Agreement with Fort Monmouth Realty Urban Renewal, LLC for the Pistol Range, the Fire and Police Training Area and the Satellite Road Parcel in the Tinton Falls Reuse Area, on terms substantially consistent to those set forth in the attached memorandum and with final terms acceptable to the Executive Director and the Attorney General's Office, and authorizes the Executive Director to execute the amendment and take any

necessary actions to effectuate the amendment.

2. This resolution shall take effect immediately, but no action authorized herein shall have force and effect until ten (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 ten (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: September 25, 2018

EXHIBIT 6

ADOPTED
September 25, 2018

**Resolution Regarding
Approval to Make the McAfee Center & Adjacent Property (Tech South) 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) “to sell, exchange, assign, convey or otherwise dispose of any property” upon such terms and at such prices as it determines to be reasonable; and

WHEREAS, in accordance with Section 19:31C-2.5(a) of FMERA’s Rules for the Sale of Real and Personal Property, “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 [staff] to offer the property for sale through the offer to purchase process”; and

WHEREAS, the McAfee Center is an approximately 89,492-square foot, two-story building which consists of office and raised floor lab space, an anechoic chamber and high bay warehouse space which was previously used as a research and development center; and

WHEREAS, the McAfee Center parcel also includes Buildings 601, 602, 603, and six additional outbuildings located between Telegraph and Sherril Avenues in the Oceanport Reuse Area, where the approximately 23.76± acre parcel is surrounded by planned arts, entertainment, recreational and educational uses; and

WHEREAS, the Fort Monmouth Reuse and Redevelopment Plan (Reuse Plan) contemplates the reuse of the McAfee Center as research and development facility where the property is located in the Green Tech Campus development district which is intended as a multi-use are, including office/research, institutional/civic, and open space/recreational uses; and

WHEREAS, FMERA’s mission is to create jobs and reinvigorate the regional economy, staff believes that the highest and best use for the McAfee Center parcel is the development of a mixed-use, technology campus and that the McAfee Center be adaptively reused for a technology anchor and that the remaining outbuildings be offered for either reuse or demolition and redevelopment; and

WHEREAS, FMERA is currently in discussions with a technology-focused university regarding a potential incubator or accelerator space within one of the McAfee Center’s outbuildings, and the RFOTP will reserve FMERA’s right to retain ownership of one of the McAfee Center’s outbuildings for lease or license to a public university or other entity, with the selected redeveloper receiving an option to purchase that building; and

WHEREAS, FMERA staff recommends that an approximately 23.48+/- acre parcel located across Saltzman Avenue and referred to as “Tech South” be offered as an additional, optional parcel where the parcel is currently zoned for civic and open-space use and would therefore be subject to a Reuse Plan amendment; and

WHEREAS, the redevelopment of land and buildings on Fort Monmouth for uses other than those currently contemplated in the Reuse Plan is subject to Board approval of a Reuse Plan amendment or a use variance because the RFOTP would allow offers with uses different than those in the Reuse Plan; and

WHEREAS, the Real Estate Committee has reviewed and discussed making of the McAfee Center and Adjacent Property (Tech South) available through the offer to purchase process and recommends to the Board for approval.

THEREFORE, BE IT RESOLVED THAT:

1. The Authority approves making the McAfee Center and adjacent property (Tech South) available through the offer to purchase process.
2. The Authority Authorizes the Executive Director to take all necessary actions to effectuate the issuance of the Requests for Offer to Purchase and the notices 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 ten (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 ten (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: September 25, 2018

EXHIBIT 7