

TO: Members of the Board

FROM: Bruce Steadman
Executive Director and Secretary

DATE: September 25, 2018

SUBJECT: Agenda for Board Meeting of the Authority

1. **Call to Order – Dr. Robert Lucky, Vice-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 – Dr. Robert Lucky, Vice-Chairman**
6. **Secretary’s Report**
 - Appointment of Secretary and Treasurer of the Authority by Vice-Chairman Robert Lucky
 - Appointment of Audit Committee and Real Estate Committee Members by Vice-Chairman Robert Lucky
 - Staff Review of Executive Session Minutes
7. **Treasurer’s Report**
8. **Public Comment Regarding Board Action Items**
9. **Executive Director’s Report:**
 - Update on Requests for Proposals (RFPs) and Contracts
 - Update on Requests for Offers to Purchase (RFOTPs)
 - Update on Marketing Effort
 - Action Items for Next Month
10. **Committee Reports**
 - Audit Committee – Robert Lucky, Chairman
 - Real Estate Committee – Robert Lucky
 - Environmental Staff Advisory Committee – Kenneth J. Kloo, Chairman
 - Historical Preservation Staff Advisory Committee – Jay Coffey, Chairman

- Housing Staff Advisory Committee – Sean Thompson, Chairman
- Veterans Staff Advisory Committee – Lillian Burry, Chairwoman

11. **Board Actions**

- a. Consideration of Approval of Organizational Matters
 - i. Assistant Secretaries of the Authority
 - ii. OPRA Records Custodian and Ethics Liaison
 - iii. Meeting Schedule for October 2018 – September 2019
- b. Consideration of Approval of Staff Advisory Committee Membership
- c. Consideration of Approval of Transmittal to Host Municipalities of Proposed Plan Amendment #11 Permitting Alternative Development Scenario in Oceanport
- d. Consideration of Approval of a Purchase & Sale and Redevelopment Agreement for Squier Hall in Oceanport
- e. 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
- f. Consideration of Approval of Third Amendment to the Purchase & Sale and Redevelopment Agreement for the Pistol Range in Tinton Falls
- g. Consideration of Approval to Make the McAfee Center & Adjacent Parcel in Oceanport Available Through the Offer to Purchase Process

12. **Other Items**

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

- Responses to questions submitted online or in writing

14. **Adjournment**

**Fort Monmouth Economic Revitalization Authority
Board Meeting
August 15, 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
- Teri O’Connor – Monmouth County Administrator – V
- Gary Baldwin –Tinton Falls Borough Council President – V
- Dennis Connelly – Mayor of Eatontown – V
- Patti Cooper – Oceanport Councilwoman – V
- Brian Wilton – Senior Counsel, Authorities Unit, Office of the Governor – V
- Juan Burgos – Finance & Development Manager, NJ Economic Development Authority – V
- Kenneth J. Kloo, Director, Site Remediation Program, NJ Department of Environmental Protection
- 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:

- Sean Gleason, Special Assistant to the Commissioner, NJ Department of Labor & Workforce Development

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 7:00p.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 July 18th regular meeting minutes. A motion as made to approve the minutes by Dennis Connelly and seconded by Gary Baldwin.

Patti Cooper abstained from voting stating she was not at the July meeting.

Motion to Approve: DENNIS CONNELLY Second: GARY BALDWIN
AYes: 6

WELCOME

Vice-Chairman Robert Lucky welcomed attendees to the 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 the Board would consider one board action: 1) Consideration of Approval the First Amendment to the Purchase and Sale Agreement with Triumphant Life Church Assembly of God for the Chapel Parcel in Oceanport.

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.

TREASURER'S REPORT

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

SECRETARY'S REPORT

Bruce Steadman stated the next meeting scheduled for September 19th Board will be the Authority's annual 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, which will serve the former family housing and development along the North side of the Main Post is substantially complete.
- The design of the next two water main projects underway.
- Building 700, the former Recruitment Command building on Saltzman Avenue, has been razed by Army contractors and environmental clean-up actions have commenced.
- The Army Corp. of Engineers will award a contract within the next 30 days, to place a 2-foot vegetative soil cap across nine closed landfills, totaling approximately 50 acres. The Army Corp. anticipates awarding a contract in August with field work commencing in October.
- Two soil removal actions in the Squier Hall Phase II parcel are scheduled to begin in early September and last two weeks. FMERA is diligently working with Army personnel to take possession of the property by late fall.

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

Currently, about 70% of the Fort's 1,126 acres 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 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.

FMERA is in negotiations for the sale of the following 4 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;
- Allison Hall parcel on Oceanport Avenue, planned for retail, office and hotel uses; and
- Barker Circle, located in the historic district in Oceanport, planned for housing, office and retail uses.

Last month the Board approved a contract with AP Development Partners' purchase of the Marina, on Oceanport Creek, which is currently operating as a restaurant and marina.

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 begun reviewing those proposals.

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.

FMERA currently has two Eatontown properties out for RFOTP, the Expo Theater and the Bowling Center. Proposals are due on August 20th.

In Tinton Falls, FMERA has sold 6 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.

FMERA has contracts on another 4 projects in Tinton Falls:

- Fabrications Shops, future flex space on Pinebrook Road;
- Pistol Range, to be renovated and expanded by Kiley Realty;
- The 36-acre Myer Center site, where the Board has approved the assignment of NJEDA's PSA to RWJ Barnabas Health for a new health care campus;
- Parcels C and C1, with Lennar Corporation, which is approved for 288 residential units over the two parcels, and up to 58,000 square feet of retail development. The 2 parcels recently received Planning Board approval, and closings are planned for this summer.

FMERA plans to issue RFOTPs for the 2 remaining Tinton Falls properties, the Pulse Power Building and Building 2719, after Labor Day.

Sarah Giberson, Senior Marketing & Development Officer, stated that FMERA continues to focus on marketing the McAfee Complex and conducting outreach to prospective developers and partners in the technology space.

The Authority hosted a half-day information session & discussion at the McAfee Center on July 25th with interested site-selectors, developers, and industry professionals. More than two dozen people attended and toured the facility.

Attendees expressed a high-level of interest in the development of the McAfee Complex as a technology park or innovation center. Both professionals in the real estate industry and technology sector pointed to information technology and cyber security as opportunities, citing the expanding tech workforce and need to address challenges in a rapidly changing technology landscape. The recent announcement of RWJBH's plans to develop a health campus at the former Myer Center site also sparked conversation surrounding the potential for uses that would support RWJBH's initiatives.

The team is in the process of finalizing the core components of the Requests for Offers to Purchase and intends to issue an RFOTP in early fall, subject to Board approval. FMERA also plans to host a similar event for the 400 Area, planned as a mixed-use transit-oriented development, later this year.

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 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 EDA for their ongoing work on this and other FMERA-related projects. Mr. Steadman thanked Mr. Kloof and the DEP 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 also noted that although this month's agenda is light with regard to Board action items, he stated that he expected that the September Board agenda would have multiple action items and as a result it may be a long meeting. He thanked the Board members for the continued support, advice, and direction.

Dr. Lucky asked for a status of the RPM Development Officers Housing redevelopment.

Dave Nuse stated that on the North Post, 35 of the 68 homes have been released to the broker for sale; 28 of the 35 are under contract; the next group of homes are to be released after Labor Day; and the final group is to be released in spring 2019. On the South Post, 5 of the 48 homes have received Certificates of Occupancy, of the 5 homes, 3 are occupied and market rate and the other 2 are affordable units.

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 1st Amendment to the Purchase and Sale Agreement with Triumphant Life Church. Under the terms of the PSA, the Purchaser had the option to construct a 115-space parking lot on the Property within twelve months of closing. Purchaser engaged in the design process for the parking lot and has indicated to FMERA that it will require an additional seventy-five days to complete construction of the parking lot. Purchaser has also agreed to provide a promissory note to FMERA guaranteeing the completion of the parking lot within that time frame. The Committee reached a consensus and agreed to recommend to the Board for approval.
- Other items of discussion:
 - Riddle Company contract
 - NJAW Tank Location
 - Parcel B
 - Squier Hall
 - Myer Center
 - HabCore
 - Allison Hall
 - Howard Commons
 - Upcoming closings
 - Parcel C & C1
 - JCP&L
 - Eatontown Barracks
 - Update on RFOTPs

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

Kenneth J. Kloo stated that the Committee met on August 6th and discussed the following:

- Update on the Finding of Suitability to Transfer (FOST) for the fourteen Group 2 Environmental Carve-out Sites. The 30-day public comment period has expired with no public comment, and the Army has begun to prepare the deed to FMERA.
- Discussion on the Environmental Carve-out at the Former Auto Craft Shop, Building 1122, which has been demolished. The Army will address two underground storage tanks and the hydraulic lifts, among other items, prior to obtaining a No Further Action determination from the DEP.
- Discussion on the following Carve-out parcels:
 - FMERA has taken ownership of 5.2-acre parcel that includes Squier Hall (Building 283) and Building 288. The Army completed the remediation in the courtyard and has received an unrestricted use NFA

determination from the DEP. The remaining parcel contains two environmental carve-out areas which have been impacted by polycyclic aromatic hydrocarbons (PAHs) in soil, which the Army will remediate.

- The Army has submitted a work plan to the DEP to perform chemical injections at the Former Dry-Cleaning facility in Oceanport. The Army will continue to monitor the site and will receive an NFA when the ground water complies with the remediation standards.
- In January 2018, the Army submitted a Remedial Investigation Report/Remedial Action Workplan for the former AAFES gas station (Building 699) to the DEP for review. The DEP has asked the Army to investigate five hydraulic lifts which were found inside the garage area of the building.
- The Army has begun the PCB hot-spot soil removal at the M2 and M8 landfills. The Army has received proposals for the landfill capping, which will place a two-foot vegetated, soil cap over each of the nine landfills.
- The DEP inspected the potable water and sanitary waste systems on June 19th and FMERA was found to be in compliance.
- The Economic Development Authority demolition activities have begun at the Myer Center and are scheduled to be completed by April 2019. Removal of the asbestos waste and universal wastes have been completed in Quadrant 1, and removal of non-asbestos materials has commenced in Quadrants 2 and 3. The Army has awarded a to remove the concrete vault, excavate impacted soils and perform in-situ groundwater treatment associated with the Neutralization Pit.
- The Phase 1 work on the new water supply system on the Main Post is complete and design work for Phases 2 and 3 is underway. The new sanitary sewer line installation along Sherril Avenue is complete.
- Update on Recent Property Closings and RFOTPs which have been issued and will be issued in 2018.

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

Bruce Steadman, on behalf of Jay Coffey, stated that the Committee did not meet this month.

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

Sean Thompson stated that the Committee met on August 13th and discussed the following:

- Discussion regarding Parcels C & C1. FMERA has executed a PSARA with Lennar Corporation and anticipates closing on the properties in August.
 - Parcel C1 will be developed with up to 49 residential units.
 - Parcel C will be developed to accommodate up to 239 residential units and up to 58,000 sq. ft. of retail development. 20% affordable housing results in 57 units on Parcel C which includes the affordable units for Parcel C1 as well.
- Discussion regarding a Transit Oriented Development (TOD) and the criteria necessary to incorporate at the Fort.
- Discussion regarding Howard Commons status.
- Discussion regarding Suneagles Golf Course. Martelli Signature Homes' proposed redevelopment includes the reuse of the Golf Course; construction of up to 60 residential units within the 10-acre former Megill Housing, and 15 units affordable immediately adjacent.
- Discussion regarding Parcel B. FMERA staff is in negotiations with the second highest proposer. Parcel B will include retail and/or commercial development on the parcel with the number of housing units at 302, with 20% affordable (60 units).
- Discussion regarding the Nurses Quarters in Oceanport. The buildings will be developed as 24 to 34 one and two-bedroom apartments with 20% affordable.
- Discussion regarding the Lodging Area in Oceanport, FMERA executed a PSARA with Somerset Development for 185 townhomes with 20% affordable, and the reuse of the two historical buildings.
- Discussion regarding Barker Circle. FMERA staff is in negotiations with the lead proposer. Barker Circle includes the development of 75 housing units with 20% affordable units.
- Discussion regarding Habcore. FMERA is working with Habcore for potential sites under FMERA's Legally Binding Agreement obligation.

- Discussion regarding the total number of housing units set forth in the Reuse Plan for Oceanport at 720. With the projects on the drawing board at present, the balance to be constructed in the 400 area is in the range of 225-250^{+/-}.
- Mr. Thompson noted that there was a brief discussion regarding the time it takes to get building permits in the Borough of Oceanport, and that delays may be attributed to the limited number of inspectors in the Borough and the fact that they only work part-time.

Councilperson Cooper stated that some of the delays associated with the RPM project were because RPM had not completed certain punch-list tasks that had to be completed before a final inspection could be conducted.

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

Bruce Steadman, on behalf of 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 the First Amendment to the Purchase & Sale Agreement with Triumphant Life Church Assembly of God for the Chapel Parcel in Oceanport.

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

The resolution is attached hereto and marked Exhibit 1.

A motion was made by Dennis Connelly and was seconded by Juan Burgos.

Juan Burgos asked how the value of the Promissory Note was determined.

Dave Nuse stated that the amount was determined by the estimated construction cost would be for each the 115 parking spaces.

Motion to Approve: DENNIS CONNELLY Second: JUAN BURGOS
AYes: 7

OTHER ITEMS

There were no other items before the Board.

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

Linda Zucaro of Tinton Falls stated that at the Housing Staff Advisory Committee meeting, of which she is a member, there was an update on the lottery that RPM Development held in February for the Officers Housing South Post affordable units, and in particular that all of the affordable units associated with the RPM project had been allocated as a result of this lottery. Ms. Zucaro stated that as a member of the Monmouth County A Team, which advocates for more affordable housing in Monmouth County, she was pleased to know, and would report to her group, that there was strong interest by affordable-housing seekers in the greater Fort Monmouth community, and that RPM had conducted a successful lottery of all its affordable housing units.

There being no further business, on a motion by Dennis Connelly seconded by Teri O'Connor and unanimously approved by all voting members present, the meeting was adjourned at 7:45p.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
August 15, 2018

**Resolution Regarding
First Amendment to Purchase and Sale Agreement with Triumphant Life Church Assembly of God for
the Chapel Parcel in Oceanport**

WHEREAS, in September 2016, FMERA issued a Request for Sealed Bids to Purchase (“RFB”) for the Chapel Parcel in Oceanport, an approximately 5.0-acre parcel that contains Building 500 and is located on the Main Post Area of Fort Monmouth (“Property”) in the Oceanport Horseneck Center land use district and the Fort’s Historic District although the structure itself is non-contributing and not considered historic; and

WHEREAS, responses to the RFB were due on October 7, 2016 and one compliant response was received from Triumphant Life Church Assembly of God (“Triumphant Life”), a registered 501(c)(3) non-profit corporation.

WHEREAS, FMERA and Triumphant Life entered into a certain Purchase and Sale Agreement dated as of January 6, 2017 (“PSA”) whereby FMERA agreed to sell and Purchaser agreed to purchase the Property.

WHEREAS, FMERA and Triumphant Life closed on the sale of the Property on February 27, 2017

WHEREAS, Triumphant Life utilizes the Property as a house of worship and community outreach center; and the project will result in the creation of an additional ten part-time jobs at Fort Monmouth within eighteen months of completion of initial renovation and receipt of a certificate of occupancy; and

WHEREAS, the PSA approved by the Board included the following terms which will remain unchanged: Triumphant Life paid \$1,000,000 for the Property; closing occurred within thirty days of satisfaction of the conditions precedent to closing, which included Triumphant Life completing due diligence and receipt of a final remediation document; and FMERA conveyed the property to Triumphant Life in as-is condition, but with clear title and subject to the Army’s on-going obligations under CERCLA to address any pre-existing contamination that may exist on the property; and

WHEREAS, Section 54(c) of the PSA provided Purchaser with the option to construct a 115-space parking lot on the Property within twelve months of closing. The parking lot shall be subject to review by the State Historic Preservation Officer (“SHPO”) and the Purchaser agrees any exterior renovation on the Property shall complement the architecture and design styles of the adjacent National Register Historic District and FMERA will have the right to repurchase the property if construction is not timely commenced and completed; and

WHEREAS, Triumphant Life will incur a minimum investment of approximately \$500,000 to complete the Project and will also be obligated to create 10 permanent, part-time jobs at the property within eighteen months of completing the initial renovation and receipt of certificate of occupancy; and

WHEREAS, the PSA was executed on January 6, 2017 and Triumphant Life closed on the Chapel property on February 27, 2017. Under the Executive Director’s discretion to administer the Board-approved PSA and under Section 6(c) of the PSA, which provides for an additional six months to complete the Project, the time period for construction of the parking lot was extended until August 27, 2018; and

WHEREAS, Purchaser engaged in the design process for the parking lot and has indicated to FMERA that it will require an additional seventy-five days to complete construction of the parking lot by November 10, 2018. Purchaser has also agreed to provide a promissory note in the amount of \$115,000 to FMERA guaranteeing the completion of the parking lot within that time frame. FMERA staff believes that this time period is reasonable and recommends extending the construction time for approximately seventy-five days to allow for Triumphant Life to complete the construction of its parking lot; and

WHEREAS, the Purchaser has indicated to FMERA that they will be unable to create ten (10) part-time jobs within eighteen (18) months of completing the initial renovation and receipt of certificate of occupancy, therefore FMERA staff recommends extending the job creation timeline by twelve (12) months; and

WHEREAS, FMERA and Triumphant Life have continued negotiations in order to work through the parking lot design and construction, and meeting the job creation requirements of Section 6(c) of the PSA where negotiations have led to an amendment to the PSA as described in the attached memorandum; and

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

WHEREAS, the Real Estate Committee has reviewed this request and recommends that it be forwarded to the Board for approval.

THEREFORE, BE IT RESOLVED THAT:

1. The Authority approves the First Amendment with Triumphant Life Church Assembly of God for the Chapel Parcel in Oceanport, 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 Agreement.

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: August 15, 2018

EXHIBIT 1

MEMORANDUM

TO: Members of the Board

FROM: Bruce Steadman

DATE: September 25, 2018


SUBJECT: Executive Session Items
For Informational Purposes Only

As the Members are aware, the Open Public Meetings Act provides exceptions to public session for certain matters, such as ongoing real estate negotiations, litigation strategy, attorney-client confidential information, or personnel matters. For this reason, from time to time, the Board goes into Executive Session for these matters.

In compliance with New Jersey's Open Public Meetings Act, the Board first adopts a resolution at its public meeting indicating what matters will be discussed in Executive Session and when the minutes of the Executive Session will be disclosed to the public.

Many items remain sensitive or unresolved and therefore cannot be made public at this time; however, after a review by staff, several items have been resolved and are no longer considered confidential. Attached, for the Board's information, is a chart outlining the resolved items from the past five years.

Staff will continue to review executive session items on an annual basis and present an update to the Board at its annual meeting each September, which will include a list of matters no longer deemed confidential. As is the current practice, if a request is made for information on an Executive Session item in the interim, staff, in consultation with the Attorney General's Office, will review the request to determine if the item can be made public at that time.


Bruce Steadman

ATTACHMENT
Prepared by: Regina McGrade

ATTACHMENT

[The attachment that the preceding memo refers to has been removed from this full agenda.]

MEMORANDUM

TO: Members of the Board

FROM: Bruce Steadman
Executive Director

DATE: September 25, 2018

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 Requests for Proposals (RFPs) and Other Contracts; Update on Requests for Offers to Purchase (RFOTPs); Update on Marketing Effort; and Action Items for Next Month.

Treasurer's Report

1. 2019 Budget Overview

The budget process for 2019 is about to get underway. In the coming weeks, the 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 2019 FMERA 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.

2. Independent Auditing Services Request for Proposals

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 Authority's December meeting.

Executive Director's Report

1. Update on Utilities, RFPs and Contracts

- The sanitary line installation along Sherrill Avenue is complete.

- The design of the next two water main projects is 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 expanding 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.

2. Update on RFOTPs

The following is a town-by-town summary of the status of our redevelopment projects.

In **Oceanport**, FMERA closed on the Fitness Center on September 26, 2017 enabling Fort Partners, LLC, to renovate and expand the facility to emphasize basketball, fitness, and swimming programs, medically based fitness and wellness programs, and individualized and group training and classes, along with related and ancillary uses including a pro shop and health café. On August 16, 2017 FMERA closed on a 13-acre parcel on Murphy Drive in Oceanport, where the Borough purchased the property for their new municipal complex. FMERA closed on the Russel Hall building and associated property on June 23, 2017. TetherView Property Management, LLC, a private cloud computing services company relocated from New York to the 40,000 square-foot former Garrison Headquarters building. The company had been occupying the building under a lease prior to the closing and has already completed extensive renovations for new and current tenants. Russel Hall currently houses a variety of businesses including tech companies, medical offices, and an architecture firm, among others. FMERA closed on the Main Post Chapel on February 27, 2017 when Triumphant Life Assembly of God Church purchased the approximately 16,372 square foot building for use as a house of worship. FMERA also closed on the Officer Housing parcels on January 13, 2017 with RPM Development. The company is renovating the 116 historic housing units, creating 68 market-rate for sale units, and 48 rental units; twenty (20%) percent of the total units will be available to low- and moderate-income households. Residents are beginning to occupy the rental units and the for-sale units will see their first occupants this fall. FMERA sold the Dance Hall parcel to AP Development Partners/Regional Development Group on April 4th. The developer plans to renovate the Dance Hall as a microbrewery, coffee house, and banquet facility.

Also in Oceanport, FMERA has executed or approved contracts on the following three parcels:

- Building 501, an approximately 1.7-acre site identified for conveyance to Family Promise of Monmouth County via a Legally Binding Agreement (LBA). The finalized LBA, a supporting

Administrative Letter and a Purchase and Sale Agreement with the company were approved by the Board at the September 2017 meeting.

- Lodging Area, a 15-acre site located on Parkers Creek, where the Board approved a PSARA with Somerset Development, LLC at the May 16th Board meeting calling for up to 185 new and renovated housing units.
- Marina, currently operating as a marina/public boat ramp and restaurant. At FMERA's July Board meeting, the Board approved a PSARA with AP Development Partners, LLC.

FMERA is in negotiations for the sale and redevelopment of the following four properties:

- Nurses Quarters, a 24-unit residential complex on Main Street adjacent to the former Patterson Army Hospital.
- Squier Hall Complex, an approximately 31-acre site currently under negotiations with the sole bidder, where the RFOTP called for office/research, institutional/civic (including educational) and/or open space/recreation uses. The future developer has secured a commitment from a state university for use of the site, contingent upon an executed PSARA with FMERA. Squier Hall is eligible for the National Register of Historic Places and will be retained. FMERA anticipates presenting a recommendation to the Board to approve a PSARA with the prospective purchaser at tonight's meeting.
- Allison Hall, the 13-acre parcel which includes the reuse of the historic building, as well as retail, office/research & development and open space/recreation uses. FMERA anticipates presenting a recommendation to the Board to approve a PSARA with the prospective purchaser this fall.
- Barker Circle, an approximately 19.5-acre parcel in the historic district which includes the repurposing of buildings 205, 206, 207, 208, and 287, as well as the Main Post Firehouse and Kaplan Hall, for residential, office and other commercial uses.

FMERA issued the following RFOTPs on May 8, 2018:

- The Commissary, the 53,700± sf former Army supermarket; and the Post Exchange (PX) complex, a series of four circa 1970 wood-frame buildings totaling 45,626± sf, along with Building 812, a 5,563± sf building constructed in 1941 for use by the Army Service Corps;
- The Warehouse District, consisting of five general purpose administrative buildings (Buildings 909 through 913) constructed in 1943 and two circa 1954 warehouse buildings (975 and 976) totaling 77,589± sf; and
- The Post Office Area, including the 7,641± sf former Post Office (Building 1005), constructed in 1971; Tickets & Tours (Building 1010), a 2,600± sf building constructed in 1970; Building 800, a 14,964± sf administration and classroom building dating to 1942; and Building 801, the 9,267± sf recreation equipment checkout facility built in 1941.
- Parties bidding on the Commissary and PX and/or the Warehouse District will have the option of also bidding on the 1000 Area Parking parcel, a 5± acre lot that will provide off-street parking for the buildings that adjoin it. Proposals for all properties were due on July 16th.

FMERA's evaluation committee has reviewed and scored proposals for all four parcels and anticipates beginning negotiations with the highest-ranked bidder for each of the properties in the coming weeks.

In **Eatontown**, FMERA is in negotiations with the second-ranked bidder on Parcel B. The Authority's RFOTP called for the development of a mixed-use town center along Route 35 totaling approximately 250,000 square feet of retail and 302 housing units.

Also in Eatontown, FMERA has approved or executed contracts on two parcels:

- Eatontown Barracks, 6 buildings on Semaphore Avenue on an approximately 4.4-acre parcel, where FMERA entered into a PSARA with Kenneth Schwartz for the development of a commercial arts-related project, including studio, performance and gallery space, as well as short-term residential units for artists.
- Suneagles Golf Course, where FMERA has executed a PSARA with Martelli Development, LLC, to maintain and upgrade the existing Golf Course, renovate historic Gibbs Hall, and construct 75 new housing units. Martelli will continue to operate the course in the interim so it can remain open to the public as the redevelopment progresses.

Staff is in discussions with the Borough of Eatontown for potential reuse of Building 1123, a former general office building at Avenue of Memories and Wilson Avenue, by the Borough's Department of Public Works. Staff expects to present a recommendation to the Board at an upcoming meeting.

FMERA issued the following RFOTPs on June 22, 2018:

- Expo Theater, an 18,883sf entertainment facility built in 1968, previously used as a live theater and cinema; and adjacent properties, including Dean Field and portions of the M3, M5, and M4 landfills, as optional sub-parcels.
- The Bowling Center, an approximately 2.8-acre parcel including Building 689, is an approximately 17,599 sf, 20-lane bowling alley and Building 682, a 4,720-sf wood frame building to be demolished by the selected bidder.

Proposals were due August 20, 2018 at 12:00pm. FMERA's evaluation committee is in the process of reviewing and scoring proposals for all both parcels and anticipates beginning negotiations with the highest-ranked bidder for each of the properties this fall.

In **Tinton Falls**, FMERA closed on Parcel F-3 on February 23, 2017. The Monmouth County Park System purchased the property to develop in conjunction with the adjacent Fort Monmouth Recreation Center and Swimming Pool. The former gas station and convenience store site, located along Hope Road, will allow the County to expand services and public open space amenities currently offered at the Recreation Center. FMERA closed on the Fort Monmouth Recreation Center on February 23, 2018, which had previously been leased by Monmouth County. FMERA closed on the Charles Wood Fire Station on May 22, 2018, transferring the property to Commvault Systems, Inc. for use as corporate office and training space.

FMERA has approved or executed contracts on another three projects in Tinton Falls:

- Parcels C and C1, with Lennar Corporation, approved for 288 residential units over the two parcels, and up to 58,000 square feet of retail development, was recently approved by the Borough's Planning Board. Closings are expected in the coming weeks.
- Fabrications Shops (Pinebrook Road Commerce Center), 45,000 square feet of light industrial and flex office space buildings along Pinebrook Road for sale to Pinebrook Commerce Center, LLC, which is slated to close imminently.
- Pistol Range and Satellite Road Parcel, with Kiely Realty Group for the reuse and upgrading of the former Pistol Range, and additional office and commercial uses on the combined approximately 5-acre parcel.

FMERA intends to issue the following RFOTPs:

- Pulse Power, a special purpose facility consisting of 15,690 sf of administrative offices and 10,786 sf of dry lab and testing space.

- Building 2719, consisting of 6,574 sf of administrative space and a 2,448 high-bay garage constructed in 2006.

On June 26, 2017, the New Jersey Economic Development Authority (EDA) issued an invitation to bid on the abatement, demolition and site improvements for the former Myer Center and the adjacent building 2705. Bids were due on July 28th and 9 bids were received. EDA reviewed the submitted bids and has selected Tricon to provide remediation and demolition services. On September 20th, 2017, the Board approved a Purchase and Sale Agreement with EDA for the approximately 36-acre parcel. Work began in January 2018 and is anticipated to be completed in early 2019. Information regarding the abatement and demolition of the former Myer Center and Building 2705 is available on our website, www.fortmonmouthnj.com.

On June 12, 2018, the EDA Board authorized the execution of an Agreement to Assign the Purchase and Sale Agreement among EDA, FMERA and RWJ Barnabas Health (RWJBH) for the sale of the approximately 36-acre Parcel F-1 in Tinton Falls. RWJBH has indicated that it plans to create a health campus on the property.

At the Authority's June's meeting, the Board approved the execution of an Agreement to Assign among FMERA, EDA and RWJBH providing for the assignment of a Purchase and Sale Agreement between FMERA and EDA for Parcel F-1.

3. Marketing Update

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.

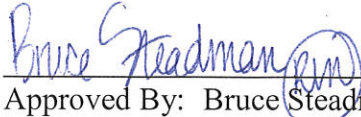
FMERA also continues to explore all opportunities to reinvigorate innovation and create job opportunities at the Fort. With support from Monmouth County, FMERA will be partnering with NJIT and its affiliate, NJII to participate in a "Tech Cluster Readiness & Feasibility Assessment" to determine the tech 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.

4. Action Items for Next Month.

- 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
- Continued work on the water, sewer, and electric system improvements


Approved By: Bruce Steadman

Prepared by: Sarah Giberson

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

MEMORANDUM

TO: Members of the Board

FROM: Dr. Robert Lucky
Vice-Chairman

DATE: September 25, 2018

SUBJECT: Annual Meeting

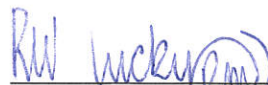
The Fort Monmouth Economic Revitalization Authority's By-Laws provide that an annual reorganization meeting be held in September of each year. Although one of the purposes of this meeting is to appoint a Vice-Chairperson of the Authority for the coming year, at this time two public Board member position remain vacant. According, I am recommending that I continue to as Vice-Chairman and acting Chairman until the open Board positions are filled.

The By-Laws of the Authority also provide for the appointment of one or more Assistant Secretaries. Specifically, the By-Laws state that the Authority may by resolution appoint one or more Assistant Secretaries and provides them with the power to perform any and all duties as Secretary, by request of the Secretary or if he is absent or disabled. Therefore, I am hereby recommending re-appointing Regina McGrade, Office Administrative Manager as an Assistant Secretary and I am recommending appointing Kara Kopach, Manager of Real Estate Development as Assistant Secretary.

I am also asking the Board to reaffirm the appointment of Marcus Saldutti as OPRA Records Custodian and the appointment of Fred Cole as Ethics Liaison Officer.

In addition, attached is a proposed schedule of the monthly Board meetings for October 2018 – September 2019.

Therefore, I am seeking your approval for the following actions: 1) Appointment of Assistant Secretaries, 2) the reaffirmation of OPRA Records Custodian and Ethics Liaison Officer, and 3) monthly Board meeting schedule.



Dr. Robert Lucky, Vice-Chairman

ATTACHMENT

FORT MONMOUTH ECONOMIC REVITALIZATION AUTHORITY
2018 -2019 Board Meeting Calendar

DATE	TIME	LOCATION
Wednesday, October 17, 2018	7:00 PM	FMERA Office 502 Brewer Avenue Oceanport, NJ 07757
Wednesday, December 12, 2018	7:00 PM	FMERA Office 502 Brewer Avenue Oceanport, NJ 07757
Wednesday, January 16, 2019	7:00 PM	FMERA Office 502 Brewer Avenue Oceanport, NJ 07757
Wednesday, February 20, 2019	7:00 PM	FMERA Office 502 Brewer Avenue Oceanport, NJ 07757
Wednesday, March 20, 2019	7:00 PM	FMERA Office 502 Brewer Avenue Oceanport, NJ 07757
Wednesday, April 17, 2019	7:00 PM	FMERA Office 502 Brewer Avenue Oceanport, NJ 07757
Wednesday, May 15, 2019	7:00 PM	FMERA Office 502 Brewer Avenue Oceanport, NJ 07757
Wednesday, June 19, 2019	7:00 PM	FMERA Office 502 Brewer Avenue Oceanport, NJ 07757
Wednesday, July 17, 2019	7:00 PM	FMERA Office 502 Brewer Avenue Oceanport, NJ 07757
Wednesday, August 21, 2019	7:00 PM	FMERA Office 502 Brewer Avenue Oceanport, NJ 07757
Wednesday, September 18, 2019	7:00 PM	FMERA Office 502 Brewer Avenue Oceanport, NJ 07757

Please note that all meeting dates, times and locations are subject to change.



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

MEMORANDUM

TO: Members of the Board

FROM: Bruce Steadman

DATE: September 25, 2018

SUBJECT: Staff Advisory Committee Membership Criteria

Request

The Fort Monmouth Economic Revitalization Authority (FMERA) staff is asking that the Board reaffirm the Staff Advisory Committee (SAC) membership criteria and authorize the FMERA Executive Director to work with the SAC Chairs to fill or reappoint the membership of each committee accordingly.

Background

The four (4) Staff Advisory Committees (SAC) are Environmental, Housing, Veterans, and Historical Preservation. The SACs were established to assist FMERA, such as by providing advice to the FMERA staff. The Committees are charged with making recommendations to staff on how best to move Fort Monmouth's redevelopment effort forward within the context of their area of expertise. Each SAC is chaired by a FMERA board member and is made up of selected members of the community impacted by the closing of Fort Monmouth. 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. Meetings are scheduled by the FMERA staff in consultation with the SAC Chairs, the frequency and timing of which is to be determined based on specific issues confronting the staff in each of the subject areas.

In 2012 FMERA staff developed SAC membership criteria, which helped to standardize and focus experience and expertise requirements for prospective SAC members. The objective is to ensure that FMERA has a knowledgeable and balanced SAC membership, capable of providing timely and sound advice to the FMERA staff regarding the subject matter of the committee. It is important that subject matter experts, and parties involved in various segments of the community and marketplace, participate on the committees, to give FMERA staff access to current and creative thinking in each of the SAC subject matter areas.



Attached hereto is a description sheet for each of the four SACs, including a mission statement.

Recommendation

In summary, the FMERA staff is asking that the Board reaffirm the Staff Advisory Committee (SAC) membership criteria and authorize the FMERA Executive Director to work with the SAC Chairs to fill or reappoint the membership of each committee accordingly, which membership shall be at the pleasure of the Board.


Bruce Steadman

Prepared by: Regina McGrade

Environmental Staff Advisory Committee
Mission Statement

The Environmental Staff Advisory Committee will serve in an advisory role to the FMERA staff and board. Members of the Committee will review and discuss environmental issues related to the closing of Fort Monmouth. The Environmental Staff Advisory Committee will be charged with recommending how best to move Fort Monmouth's redevelopment effort forward within the context of their area of expertise.

The Committee will be made up of at least one board member, as well as select members of the public who have knowledge and expertise in the committee's subject matter. The Staff Advisory Committee will be chaired by a member of the FMERA Board and will have at least one member of the Authority's staff assigned to it. The Committee Chair will regularly provide reports to the FMERA Board based on the Committee's findings.

Chair: Commissioner of Environmental Protection (Kenneth J. Kloo as the current designee)

Category

- representing Tinton Falls
- representing Oceanport
- representing Eatontown
- representing County
- university or college educator by trade
- contractor or developer by trade
- real estate professional
- national advocacy group

Historical Preservation Staff Advisory Committee
Mission Statement

The Historical Preservation Staff Advisory Committee will serve in an advisory role to the FMERA staff. Members of the Committee will review and discuss historical preservation issues related to the redevelopment of Fort Monmouth. The Historical Preservation Staff Advisory Committee will be charged with recommending how best to move Fort Monmouth's redevelopment effort forward within the context of their area of expertise.

The Committee will be made up of at least one board member, as well as select members of the public who have knowledge and expertise in the committee's subject matter. The Staff Advisory Committee will be chaired by a member of the FMERA Board and will have at least one member of the Authority's staff assigned to it. The Committee Chair will regularly provide reports to the FMERA Board based on the Committee's findings.

Chair: Mayor Jay Coffey

Category

- representing Tinton Falls
- representing Oceanport
- representing Eatontown
- representing County
- university or college educator by trade
- contractor or developer by trade
- real estate professional
- national advocacy group

Housing Staff Advisory Committee
Mission Statement

The Housing Staff Advisory Committee will serve in an advisory role to the FMERA staff. Members of the Committee will review and discuss housing issues related to the closing of Fort Monmouth. The Housing Staff Advisory Committee will be charged with recommending how best to move Fort Monmouth's redevelopment effort forward within the context of their area of expertise and guidelines potentially imposed by state mandates.

The Committee will be made up of at least one board member, as well as select members of the public who have knowledge and expertise in the committee's subject matter. The Staff Advisory Committee will be chaired by a member of the FMERA Board and will have at least one member of the Authority's staff assigned to it. The Committee Chair will regularly provide reports to the FMERA Board based on the Committee's findings.

Chair: Commissioner of Community Affairs (Sean Thompson as the current designee)

Category

- representing Tinton Falls
- representing Oceanport
- representing Eatontown
- representing County
- university or college educator by trade
- contractor or developer by trade
- real estate professional
- national advocacy group

FMERA Veterans Staff Advisory Committee
Mission Statement

The Veterans Staff Advisory Committee will serve in an advisory role to the FMERA staff. Members of the Committee will review and discuss veterans issues related to the closing of Fort Monmouth. The Veterans Staff Advisory Committee will be charged with recommending how best to move Fort Monmouth's redevelopment effort forward within the context of their area of expertise.

The Committee will be made up of at least one board member, as well as select members of the public who have knowledge and expertise in the committee's subject matter. The Staff Advisory Committee will be chaired by a member of the FMERA Board and will have at least one member of the Authority's staff assigned to it. The Committee Chair will regularly provide reports to the FMERA Board based on the Committee's findings.

Chair: Lillian Burry

Category

- representing Tinton Falls
- representing Oceanport
- representing Eatontown
- representing County
- university or college educator by trade
- contractor or developer by trade
- real estate professional
- national advocacy group

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

MEMORANDUM

TO: Members of the Board

FROM: Bruce Steadman
Executive Director

RE: Approval of Transmittal to Host Municipalities of Proposed Plan Amendment #11 Permitting an Alternative Development Scenario with respect to Allison Hall in Oceanport

DATE: September 25, 2018

Request

I am requesting that the Board approve the transmittal to the three host municipalities of the proposed Plan Amendment #11 to the Fort Monmouth Reuse and Redevelopment Plan (Reuse Plan) that would permit an alternative development scenario in regard to Allison Hall in Oceanport.

Background

In 2008, the Fort Monmouth Reuse and Redevelopment Plan (Reuse Plan) was completed and accepted by the U.S. Department of Housing and Urban Development and the U.S. Department of Defense and serves as the Plan for the redevelopment and revitalization of Fort Monmouth to be implemented by FMERA. FMERA's enabling legislation, P.L. 2010 c. 51 (the Act), the Land Use Rules subsequently adopted in 2013, N.J.A.C. 19:31C-3 et seq. (Land Use Rules), and the Reuse Plan contemplate that amendments to the Reuse Plan would be required from time to time. Specifically, the Act authorizes FMERA "to adopt, revise, adjust, and implement ... any aspect of the plan."

Reuse Plan amendments allow FMERA to respond to opportunities that arise through the Request for Offers to Purchase (RFOTP) process. The amendment is required to be a report or statement with proposals that include the following:

1. Objectives, assumptions, and standards on which the plan is based;
2. The relationship to Statewide, county and municipal planning objectives;
3. Proposed land uses; and
4. Any significant relationship to municipal and county plans as well as the State Development and Redevelopment Plan.

According to the Land Use Rules, the FMERA Board shall consider the following as guidance when reviewing a proposed amendment:

1. Whether the proposed amendment would result in a material change in the overall development yield or affordable housing obligations of the host municipality, or would result in any negative impact to the Authority's obligations pursuant to the Fair Housing Act of 1985;
2. Whether the proposed amendment would result in any significant adverse impact on other areas of Fort Monmouth;
3. Whether the proposed amendment would substantially impair the intent and purposes of the Reuse Plan;
4. Whether the proposed amendment would have any negative impact to the Authority's obligations pursuant to the Base Realignment and Closure Act (BRAC) and any agreement with the U.S. Army conveying Fort Monmouth property to the Authority; and
5. Whether the proposed amendment would have significant adverse infrastructure ramifications different from those envisioned in the Reuse Plan.

In accordance with the Act and the Land Use Rules, prior to approving an amendment to the Plan, the amendment must be transmitted to the governing body of each host municipality for a 45-day comment period, at the end of which each municipality may provide FMERA with a written report containing the municipality's recommendations. Staff will review the report from each host municipality and prepare a preliminary analysis with reasons for accepting or not accepting the recommendations. This report shall be presented to the Board for its consideration and approval.

Development Contemplated under the Reuse Plan

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. The development 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.

With respect to Allison Hall, 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. The Reuse Plan intended that the Allison Hall parcel would be part of the mixed use (i.e. retail, office and residential uses) Oceanport Horseneck Center along Oceanport Avenue. This portion of the Reuse Area would serve as a gateway to the area, and specifically the Fort Monmouth Historic District. The Allison Hall Parcel was specifically intended for mixed-income apartments and retail and professional offices. Along Parkers' 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 which would be located to the west of the Allison Hall parcel. The Reuse Plan 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.

The Proposed Reuse Plan Amendment

The attached proposed Plan Amendment #11 prepared by the Authority's planning consultant, Phillips Preiss Grygiel, Leheny, Hughes, LLC (PPGLH) and FMERA's Senior Planning and Development Officer, would permit the following:

- The demolition of Buildings #196 and #359 and the Building #210 extension;
- The relocation of the loading dock for Building #210;
- The reuse of Buildings #209 and #210 for office, retail and/or commercial uses and the reuse of the ground floor of Building #210 for restaurant use;
- The development of ±100,000 square feet of office space in one office building to accommodate one office end user or up to ±60,000 square feet of business lofts and up to ±30,000 square feet

of retail space south of Signal Avenue along Oceanport Avenue. The retail space may have one drive-thru window for a coffee shop, bank, or pharmacy in a location established and approved by FMERA to complement the existing historic district housing.

- The option to reuse Building #199 for office, retail, and/or commercial uses with identified façade improvements as discussed with FMERA; or to demolish building 199 and develop on the site in the same location a ±55,000 square foot hotel of up to 3 stories and 110 rooms.
- 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 (2) entrances from Oceanport Avenue to the Subject Parcel between Signal Avenue and Hildreth Avenue, subject to approvals by the County and municipality.
- A maximum permitted floor area ratio (FAR) of 0.37
- A minimum setback of 15 feet from Barton Avenue

While 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 #11 transfers the residential units proposed on the Allison Hall parcel to the Lodging parcel and permits the boutique hotel on the Allison Hall parcel.

Staff has reviewed the Amendment with regard to the criteria in the Land Use Rules, in N.J.A.C. 19:31C-3.27(c)(5), for reviewing a proposed amendment and proposes the following conclusions:

1. This Amendment continues to allow for the reuse of the 36,665 sq. ft. Allison Hall as office space, but in addition to office space, also permits retail and commercial uses. The Amendment would permit 25,000 sq. ft. of office, retail and commercial uses in Building 210, with the first floor dedicated only to restaurant use and the mandatory demolition of the Building #210 extension. All 10,700-gross square footage in Building #199 may be reused for office, retail or commercial uses. Alternatively, this Amendment also 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, this 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. This 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. As to the portions of the Oceanport Reuse Area 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 compromise the overall Reuse Plan goals and objectives. 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 subject parcel with the surrounding uses. Thus, the Reuse Plan would remain a rational coordinated land use plan.
4. This Amendment is consistent with the Authority's BRAC obligations and the existing Phase 2 Economic Development Conveyance (EDC) agreement with the Army by aligning planned uses with actual market-driven responses to RFOTPs.

5. The proposed Amendment provides flexibility to more effectively attract potential non-residential users than envisioned in the Reuse Plan for the Oceanport area of the Fort. As indicated in the Reuse Plan, impacts on the existing gas, electric, water, wastewater and telephone utilities are to be evaluated at site plan review for a specific project.

In order for the Authority to begin the public process required before the Board considers approval or disapproval of the Amendment to the Plan, FMERA staff is requesting approval to transmit the attached proposed Amendment # 11 to the governing body of each of the three host municipalities.

The Real Estate Committee has reviewed the request to transmit to the Host Municipalities of Proposed Plan Amendment #11 permitting an alternative development scenario with respect to Allison Hall in Oceanport and recommends Board approval.

Recommendation

In summary, I am requesting that the Members of the Board approve the transmittal to the three host municipalities of the proposed Amendment #11 to the Reuse Plan that would permit alternative development scenarios in Oceanport.


Bruce Steadman

Attachment: Proposed Reuse Plan Amendment #11
Prepared by: Christine Bell

**Amendment #11 to the
*Fort Monmouth Reuse and Redevelopment Plan***

Prepared for:
The Fort Monmouth Economic Revitalization Authority

By:

Fort Monmouth Economic Revitalization Authority
PO Box 267
Oceanport, NJ 07757

September 25, 2018

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I. Introduction and Planning Rationale

Pursuant to P.L.2010, c. 10 (N.J.S.A. 52:271-18 et. seq.), the Fort Monmouth Economic Revitalization Authority ("FMERA") is considering amending the *Fort Monmouth Reuse and Redevelopment Plan* (the "*Reuse Plan*" and "*Plan*") to provide the option for an alternative development scenario on a parcel (the "Subject Parcel" "Property") on the former Fort Monmouth property in the Borough of Oceanport, New Jersey ("Oceanport Reuse Area") known as the "Allison Hall Parcel".

The Allison Hall Parcel is a ±12.134-acre parcel of land located on Barton and Signal Avenues in the Oceanport Reuse Area. The parcel is bordered by Oceanport Avenue to the east. It is currently improved with Building #209 which is a ±36,665 gross square foot building known as Allison Hall. Allison Hall was constructed in 1928 and was built as the hospital for Fort Monmouth but was later renovated several times to serve as office space. Allison Hall is listed as a contributing building in the Fort Monmouth Historic District. Other buildings on the parcel include Buildings #196, #199, #210 and #359. None of these buildings are listed as contributing historic buildings in the Fort Monmouth Historic District. The extant buildings on the parcel total ±88,129 square feet.

The *Reuse Plan* envisioned that Allison Hall would be reused as office space and the remaining buildings onsite, i.e., Buildings #196, #199, #210 and #359, would be demolished. The *Reuse Plan* planned that the Allison Hall parcel would be part of the mixed-use (i.e., retail, office and residential uses) Oceanport Horseneck Center along Oceanport Avenue. This portion of the Reuse Area would serve as a gateway to the Reuse Area, and specifically the Fort Monmouth Historic District. Along Parkers' Creek would be a scenic waterfront promenade that would be extended from Oceanport Avenue to link with the adjacent planned lodging area containing a boutique hotel and officer housing developments that would be located to the west of the Allison Hall parcel. The *Reuse Plan* 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.

This amendment to the Reuse Plan contemplates the reuse of Building #209 for office, retail uses, and/ or commercial, uses as permitted in Table 1 of this amendment. This amendment also permits the reuse of Buildings #210 and #199 for office, retail, and/or commercial uses as defined in Table 1. While the Reuse Plan identified the adjacent Lodging parcel as the site of a boutique hotel, this amendment transfers the residential element of the Allison Hall site to the Lodging parcel and permits the boutique hotel on the Allison Hall parcel. Given its' proximity to Oceanport Avenue, it was determined that the Allison Hall parcel would provide better access and be better suited to a boutique hotel use.

This amendment does not purport to delete any provisions of the *Reuse Plan* but rather supplements the Plan by proposing alternative development scenarios for the Subject Parcel. Under N.J.A.C. 19:31C-3.19(a)(1), principal land uses permitted in the *Reuse Plan* are specifically permitted under the Land Use Rules. Thus, this amendment is incorporated into the Land Use Rules for the Reuse Area in a manner similar to an “overlay zone,” whereby an alternative set of requirements are superimposed on the area allowing for alternative land use scenarios to be realized. With regard to the alternative land use scenario, the overlay zoning provides alternative opportunities for development that do not apply unless the land is developed in accordance with the purposes for which the overlay zoning is adopted.

This amendment is consistent with the planning objectives and principles articulated in the *Reuse Plan* and is necessary to fulfill the Authority’s main objectives—specifically job creation and economic development. The fiscal impacts associated with the base closure relative to the local property tax base and local and regional employment will continue to be felt so long as the former Fort properties remain fallow and unproductive.

The Fort Monmouth *Reuse and Redevelopment Plan* involved years of careful consideration and study as well as an extensive effort to draw input from local residents, the three host municipalities and the County, State and Federal government. As such, this amendment does not change the underlying Plan vision for the Oceanport Reuse Area. Instead, it provides land use options that affords FMERA with the necessary flexibility to respond to changed circumstances in a manner that does not compromise the overall *Reuse Plan* goals and objectives.

The following chapter describes the nature and scope of the amendment, while succeeding chapters discuss its relationship to the elements, objectives and planning principles of the *Reuse Plan*, as well as to FMERA’s own directive, and to relevant State, County and municipal planning objectives.

II. Scope of the Reuse Plan Amendment

The Fort Monmouth properties in Oceanport total approximately 419 acres and are bounded generally by New Jersey Transit's North Jersey Coast Line, Main Street and Oceanport Creek to the south, Parkers Creek to the north, and the former Fort properties in Eatontown to the west. The Reuse Plan envisions redevelopment of this area for approximately 1.75 million square feet of non-residential space and 720 residential units. Such development 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.

The Allison Hall Parcel is a ±12.134-acre parcel of land located on Barton and Signal Avenues in the Oceanport Reuse Area. The parcel is bordered by Oceanport Avenue to the east, Hildreth Avenue and Russel Avenue to the South, Barton Avenue and the Lodging Parcel to the west, and Parkers Creek to the north. It is currently improved with Building #209, which is a ±36,665 gross square foot building known as Allison Hall. Allison Hall is listed as a contributing building in the Fort Monmouth Historic District. Other buildings on the parcel include Buildings #196, #199, #210 and #359. None of these buildings are listed as contributing historic buildings in the Fort Monmouth Historic District. The extant buildings on the parcel total ±88,129 square feet.

The *Reuse Plan* envisioned that Allison Hall would be reused as office space and the remaining buildings onsite, i.e., Buildings #196, #199, #210 and #359, would be demolished. The *Reuse Plan* planned that the Allison Hall parcel would be part of the mixed-use (i.e., retail, office and residential uses) Oceanport Horseneck Center. The Reuse Plan envisioned the Allison Hall parcel would contain offices, medium density residential, and mixed uses. Along Parkers' 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 which would be located to the west of the Allison Hall parcel. The *Reuse Plan* 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.

This amendment would permit the following on the subject parcel:

- The demolition of Buildings #196 and #359 and the Building #210 extension.
- The relocation of the loading dock for Building #210.
- The reuse of Buildings #209 and #210 for office, retail uses and/or commercial uses and the reuse of the ground floor of Building #210 for restaurant use; as specified in Table 1.

- The development of a) $\pm 100,000$ square feet of office space in one building or b) up to 60,000 square feet of business lofts¹ and up to $\pm 30,000$ square feet of retail space south of Signal Avenue along Oceanport Avenue. The retail space may have up to one drive-thru window for a coffee shop, bank, or pharmacy in a location established and approved by FMERA to complement the existing historic district housing.
- The option to either reuse Building #199 for office, retail, and/or mixed-use uses as specified in Table 1 with identified façade improvements as discussed with FMERA or demolish building 199 and develop on the site in the same location a $\pm 55,000$ square foot hotel of up to 3 stories and 110 rooms.
- 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 complimentary coordinated style to the adjacent Lodging Parcel's 12-foot Riverwalk.
- Two (2) entrances from Oceanport Avenue to the Subject Parcel between Signal Avenue and Hildreth Avenue, subject to approvals by the County and municipality.
- A maximum permitted floor area ratio (FAR) of 0.37
- Minimum setback of 15 feet from Barton Avenue

The Subject Parcel lies in the Horseneck Center Development District as delineated in the Land Use Rules (N.J.A.C. 19-31C-3). For this parcel the bulk requirements for office, mixed-use and retail uses in the Center Districts shall apply. These requirements are as follows:

- Maximum permitted height two (2) stories/30 feet for retail buildings and three (3) stories/45 feet for buildings containing office uses.
- Maximum permitted lot coverage of 75 percent.
- Minimum rear lot line setbacks for new: commercial buildings of 20 feet; convenience and lifestyle retail of 25 feet; and office/research of 25 feet.

Please see *Figure 1: Location of Amendment #11 in the Oceanport Reuse Area* which shows the location of this amendment in the context of the larger Oceanport Reuse Area. Please also see *Figure 2: Detailed View of Amendment #11 in the Oceanport Reuse Area* which focuses on the Subject Parcel. Please also see *Table 1: Allison Hall Parcel*

¹ Business Lofts is a subset of office uses and is defined as a physical space designed to accelerate the growth and success of entrepreneurial companies through an array of business support services that could include small business-appropriate physical space, capital, coaching, common services, and networking connections

Use Schedule by Building. This amendment maintains the development concepts and plans articulated in the Reuse Plan.

DRAFT



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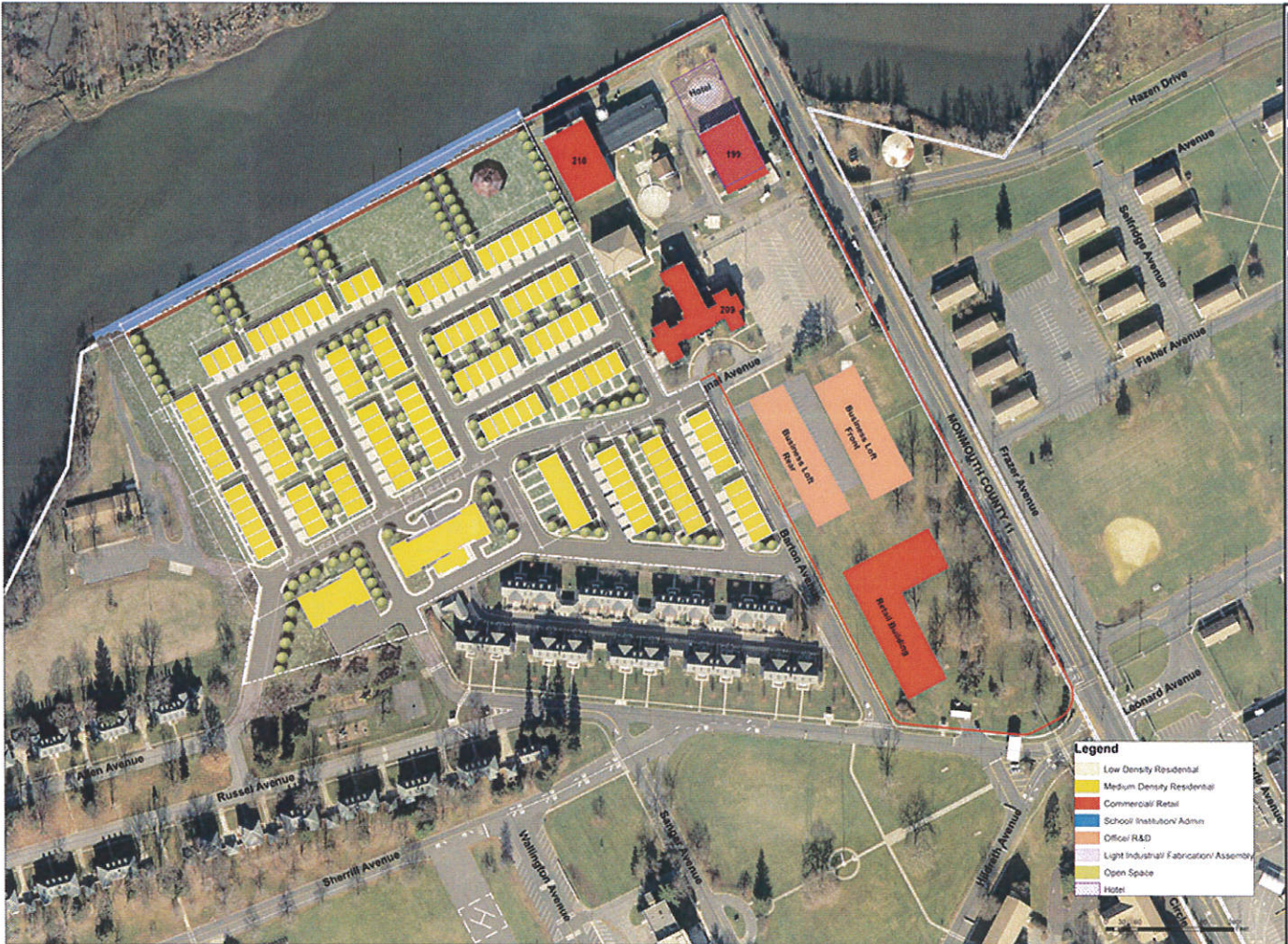


**Figure 1: Location of
 Amendment #11 in the
 Oceanport Reuse Area
 Fort Monmouth, NJ**

Legend
 [Red outline] Parcel
 [White outline] Fort Monmouth Boundary

For conceptual purposes only. Boundaries subject to formal survey. Parcel lines do not account for existing or future Rights-of-Way, easements or potential environmental carve-outs.

Prepared by: CLS 02/26/2018
 FILE: FORTMONMOUTH02262018.mxd



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**Figure 2: Detailed View of
 Amendment #11 in the
 Oceanport Reuse Area
 Fort Monmouth, NJ**

- Legend**
- Low Density Residential
 - Medium Density Residential
 - Commercial Retail
 - School/Institution/Admin
 - Office R&D
 - Light Industrial/Fabrication/Assembly
 - Open Space
 - Hotel

For Conceptual Purposes Only
 Acreages subject to final
 survey. Parcel lines do not
 account for existing or future
 Rights-of-Way, easements or
 potential environmental carve-outs

Table 1: Amendment #11 Use Schedule by Building

Name	Definition (from FMERA land use rules and/or plan amendments)	Retail Building	Business Loft 1 (front)	Business Loft 2 (rear)	Hotel	210 first floor	210 2 nd floor	Allison Hall	Building 199	Comments
Bar/ Tavern/ Banquet Facility		X			X	X	X	X		The first floor of 210 should be focused on a restaurant use on the water. A bar/ tavern is allowable ancillary to the principal restaurant use.
Coffee House w/ food, with(out) outdoor seating, with drive thru		X						X		Only one drive thru will be permitted in the retail area. If a bank or pharmacy uses that drive thru, a coffee shop is permitted, but cannot have a drive thru.
Craft Production*	A commercial use that involves the production of arts, crafts, foods, beverages or other product with on-site production and assembly of goods primarily involving the use of hand tools and/or small-scale equipment. Craft production establishments are compatible and are often co-located with retail sales and service uses. This use category includes but is not limited to coffee roasting and alcoholic beverage production. Establishments engaged in the craft production of alcoholic beverages including craft wineries, craft breweries, and craft distilleries shall be limited to no more than 10,000 gallons of product per year for brewpubs; 20,000 gallons for craft distilleries; and 300,000 gallons for microbreweries. (RUA 4)	X	X	X		X	X	X	X	*Craft production will be permitted on site as a conditional use. Proposed craft production uses shall not give off noxious odors. Additionally, if permitted on the first floor of 210, it must exist within a restaurant as an ancillary use. Craft production in Allison Hall is not to include the production of food or beverage products.
Financial Institution with(out) drive thru		X	X			X			X	Only one drive thru will be permitted in the retail area of the site.
Health Club/ Instructional Studios	establishments that provide facilities for aerobic exercises, running and jogging, exercise equipment, game courts, swimming facilities, and saunas, showers, massage rooms, and lockers.	X	X	X	X	X		X	X	
Hotel	a building providing temporary lodging to the general public, and which may include additional facilities and services, such as restaurants, meeting rooms, entertainment facilities, personal services, health clubs, spas, and retail stores and services.				X			X		
Liquor Store		X								
Office General/ Professional	a room, group of rooms, or building used for conducting the affairs of a business, profession, service, industry, or government and generally furnished with desks, tables, files, and communication equipment and where no manufacturing, assembling, or fabricating takes place.		X	X		X		X		
Office Medical	offices including, but not limited to, medical, dental, and veterinary offices and clinics.	X	X	X		X		X		Retail Building limited to medical or dental office
Office R & D	an establishment engaged in industrial or scientific research and product design that primarily involves the use of computers and other related office equipment in an office setting. The facility may also include administrative services related to product design or sales. Such facilities may include "wet" labs or places with running water, gases, special ventilation devices, chemicals, special heating, and electrical or electronic equipment, or use of animals or human subjects under controlled conditions.		X	X		X		X	X*	To be approved in 199 as a conditional use
Outdoor Dining/ Patio/ Terrace/ Porch	any part of a food establishment located outdoors, not used for any other purposes, and open to the sky, with the exception that it may have a retractable awning or umbrellas, and may contain furniture, including tables, chairs, railings, and planters that are readily movable.	X			X	X				
Business Offices	Business offices whose operations are designed to attract and service customers or clients on the premises, including, but not limited to, insurance agents; travel agencies; realtor; finance companies; and tax preparation services.	X	X	X		X		X		
Personal Services	personal service establishments, having as their primary function the rendering of a service to a client within a building; limited to the following: dry cleaners and laundry services, photography studios, beauty shops, barber shops, shoe repair shops, printing services, watch, clock, and jewelry repair shops, travel agencies, photocopying and duplicating, certified professional fitness training centers, tailoring shops, interior decorating services, mail centers	X	X			X		X		
Pharmacy with(out) Drive Thru		X							X	Only one drive thru will be permitted in the retail area of the site.
Recreation Facilities	a place designed and equipped for the conduct of sports and leisure-time activities.	X	X	X	X			X	X	
Restaurant Fast Casual (w/o drive thru)		X								
Restaurant, Full Service	an establishment in which the principal use is the service of preparing food and/or beverages for consumption on the premises. All service of prepared food and/or beverages for consumption shall require customers to order at a table, booth, or dining counter with service by the waiter or waitress at said table, booth, or dining counter. Restaurants may have a combination of seating options, including indoor, outdoor, both indoor/outdoor, or no seating. The establishment may have a separate area, or lounge, where alcoholic beverages are served without full food service, provided the area is accessory to the primary use in square feet or sales.	X			X	X	X	X		
Restaurant, Take out		X				X		X		This can be ancillary to a full service restaurant in 210 and Allison Hall.
Retail, Convenience	smaller-scale businesses selling primarily food products, household items, newspapers and magazines, candy, and beverages, and a limited amount of freshly prepared foods such as sandwiches and salads for off-premises consumption.	X								
Retail, General	retail trade limited to the following: paint, glass, and wallpaper stores; hardware stores; variety stores; meat and seafood markets; candy, nut, and confectionery stores; apparel and accessory stores; home furniture furnishings and equipment stores; drug stores; florists; tobacco stores; optical goods stores; antique stores; delicatessen/ prepared food take-out stores; ice cream parlor; retail bakery without seating	X							X	
Retail, Entertainment/ Recreational	uses including bowling alleys, cinemas, and live performance theaters	X						X	X	

Name	Definition (from FMERA land use rules and/or plan amendments)	Retail Building	Business Loft 1 (front)	Business Loft 2 (rear)	Hotel	210 first floor	210 2 nd floor	Allison Hall	Building 199	Comments
Retail, Lifestyle	unenclosed retail center featuring national specialty stores and restaurants (not drive-thru), with convenient and easily accessible parking and a pedestrian-friendly ambiance	X						X	X	
Retail, Specialty	businesses selling a single category of merchandise or a number of closely related categories	X	X	X				X	X	Allowed in business lofts only as ancillary to craft production.
Specialty Education		X	X	X			X	X	X	
Warehouse (limited to 20% of any unit)	any structure designed for, or used permanently for, the storage of goods and materials, light as-sembly, and distribution of materials.		X	X						
Warehouse (limited to 50% of any unit)	any structure designed for, or used permanently for, the storage of goods and materials, light as-sembly, and distribution of materials.		X	X						
Adult/ Child Day Care Services								X		
Private or Non-Profit Club								X	X	
Post Office		X	X							

III. Relationship to Elements, Objectives and Principles of the *Reuse Plan* and FMERA Directive

Relationship to Reuse and Redevelopment Plan Elements

In considering the impacts of the *Reuse Plan* amendment, the following *Reuse Plan* elements were considered: land use and circulation, infrastructure, environmental issues, historic preservation and community impacts. The relationship between the amendment and these Plan elements are described below.

Land Use and Circulation

Total Non-Residential Square Footage Yield

This amendment continues to allow for the reuse of the ±36,665 square foot Allison Hall as office space but in addition to office space also permits retail and commercial uses. As compared to the *Reuse Plan*, this amendment would permit ±25,000 square feet of office, retail, and commercial uses in Building #210, with the first floor dedicated only to restaurant uses; as well as 10,700 gross square footage in Building #199. This amendment also 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. Furthermore, this amendment permits a) an additional ±100,000 square feet of office uses in one building or b) up to 60,000 square feet of business lofts and retains the ±30,000 square feet of retail and commercial uses that were anticipated in the *Reuse Plan*.

Total Residential Development Yield

This amendment permits 720 residential dwelling units, which is the same number of residential units as was contemplated in the *Reuse Plan* and subsequent amendments to the Oceanport Reuse Area.

Compatibility with Surrounding Land Uses

The uses contemplated in this amendment are compatible with the surrounding land uses anticipated in the *Reuse Plan* and subsequent amendments. Although initially a hospital building for the Fort, Allison Hall has been renovated several times to serve as office space. This amendment contemplates that the building will be reused for office, retail and commercial uses, as specified in Table 1. Buildings #196 and #359 and the Building #210 extension will be demolished. The extant Buildings #199 and #210 will be reused for uses similar in nature to Building #209, as specified in Table 1. This amendment also permits a) an additional ±100,000 square feet of office uses in one building or b) up to 60,000 square feet of business lofts and retains the ±30,000 square feet of retail/mixed uses that was anticipated in the *Reuse Plan*.

These uses are compatible with the uses contemplated for Allison Hall. Additionally, the location of these buildings on Oceanport Avenue is consistent with the uses contemplated in the Oceanport Village Center in the *Reuse Plan*. A schedule of the permitted uses for each building on the site can be found in Table 1.

Circulation

The roadway configurations contemplated for Signal Avenue in this amendment are consistent with the “Transportation Circulation Improvement Goals” established in the *Reuse Plan*. However, the *Reuse Plan* did contemplate another entrance from Oceanport Avenue between Signal Road and Hildreth Avenue. This new entrance would connect Barton Avenue to Oceanport Avenue. This amendment permits two additional entrances along Oceanport Avenue, as well as entrances on Barton and Russel Avenues. This amendment does not preclude the creation of an entrance from Oceanport Avenue to another location than was envisioned in the Plan. As such, this amendment would not adversely impact any of the “Transportation Circulation Improvement Goals” established in the *Reuse Plan*. Furthermore, this amendment contemplates the creation of a 12-foot-wide promenade along Parkers’ Creek.

Open Space

The “Recreation Plan in 2028” contemplated some areas of open space between the creek and the Oceanport Village Center. This amendment allows for a similar sized area of open space along the creek towards the center of the parcel. As such, this amendment does not impact any active recreation or open space contemplated in the *Reuse Plan*. Additionally, this amendment contemplates the creation of a 12-foot-wide promenade along Parkers’ Creek which is consistent with the *Reuse Plan*.

Sustainability

This amendment would not preclude incorporation of any of the sustainability measures outlined in the *Reuse Plan* and is consistent with all other development contemplated on the former Fort properties. Specifically, preservation and reuse of Allison Hall, as well as the temporary reuse of Buildings #199 and permanent reuse of Building #210 would further the *Reuse Plan*’s green building sustainability goal to maximize the adaptive reuse of existing buildings and infrastructure.

Infrastructure

As indicated in the *Reuse Plan*, impacts on the existing gas, electric, water, wastewater and telephone utilities servicing Fort Monmouth will have to be evaluated at site plan review for a specific project. This assessment is unaffected by the amendment.

Traffic

There may be an increase in traffic generated by the additional square footage associated with this amendment. An increase in non-residential square footage on the Allison Hall Parcel over that which was contemplated in the *Reuse Plan* may be offset by a decrease in total non-residential square footage on other parcels in the Oceanport Reuse Area. A detailed traffic analysis would be prepared as part of any site plan review related to the reuse and/or development of this parcel. Any necessary traffic mitigation would be addressed at that time.

Environmental Issues

The portions of this parcel anticipated to be developed by this amendment are not environmentally constrained per Geographic Information System (GIS) layers provided by the New Jersey Department of Environment Protection (NJDEP). Any environmentally constrained areas within the Allison Hall Parcel would be preserved and protected accordingly.

Historic Preservation

Building #209 is part of the Fort Monmouth Historic District and will be preserved as part of this amendment. The reuse of Buildings #199 and #210, as well as the potential for a ±55,000 square foot hotel of up to 3 stories and 110 rooms and ±100,000 square feet of office uses in one building or up to 60,000 square feet of business lofts, and ±30,000 square feet of retail and mixed uses is not expected to have any adverse impacts on the Fort's historic resources.

Community Impacts and Affordable Housing

As noted in the *Reuse Plan*, the host communities, including Oceanport, rely on taxation for the largest portion of their municipal revenues. The Fort's closure, and the resulting loss of Defense contractor jobs is expected to result in a larger share of the tax burden falling to residential property owners. The potential offered by this amendment to increase non-residential tax rates; this would, therefore, lessen the burden on local residents.

The commercial/retail uses contemplated for the Allison Hall Parcel in this amendment typically generate more positive fiscal impacts for a municipality, i.e., generate more tax revenues, than do other land uses, including residential development. Additional non-residential square footage on the Subject Parcel are expected to have a positive fiscal impact on the tax base of Oceanport. The commercial/retail uses would not generate an increase in the number of school children. Because no change in the total residential development yield is envisioned, there would be no di-

rect impact on the construction of affordable housing as delineated in the *Reuse Plan*.

Relationship to Objectives and Principles of the Reuse Plan

The amendment would fulfill the objectives and planning principles outlined in the *Reuse Plan*. Those planning objectives articulated in the *Reuse Plan* include the following:

- *Be consistent with State, County, and Municipal planning policies.* The amendment is consistent with State, County, and Municipal planning policies, as set forth in the ensuing chapter.
- *Focus on business retention and attraction, job replacement, and employee training.* This amendment would provide for increased flexibility to aid FMERA in its efforts to attract suitable businesses that wish to relocate to Fort Monmouth and that have the potential to replace jobs lost when the Fort closed.
- *Be founded on market and economic analysis.* This amendment responds to the marketplace by permitting an alternative development scenario designed to attract non-residential users to the Oceanport Reuse Area.
- *Leverage Fort assets (people, infrastructure, location).* The amendment affords FMERA with an opportunity to leverage existing assets through the Reuse of Buildings 199, 209, and 210 within the Oceanport Reuse Area and to attract new non-residential uses that generate much-needed local employment and tax rates.
- *Be a green community model.* Preservation of Building #209 and other extant buildings furthers the Plan's green building sustainability goal to maximize the adaptive reuse of existing buildings and infrastructure.

The amendment further advances a number of key planning principles from which the overall concepts in the *Reuse Plan* were devised:

Principle #1: Decreasing Density West to East & Creating Mixed-Use Live/Work/Leisure Centers. The amendment contemplates the mix of uses in buildings that has been in existence at this location for many years in a manner that promotes these planning principles. Additional development on this parcel is also expected to contain a mix of uses.

Principle #2: Link centers & increase mobility with connected transit infrastructure serving the region and the Fort. The amendment does not preclude the potential to create an extensive system of bikeways, pedestrian trails and sidewalks as envisioned in the *Reuse Plan*.

- Principle #3: Enhance auto mobility and redevelopment capacity with targeted roadway infrastructure improvements.* This amendment does not preclude the enhancement of auto mobility and redevelopment capacity with targeted roadway infrastructure improvements as set forth in the *Reuse Plan*.
- Principle #4: Combine open space, habitat, and water resources to establish a continuous Blue – Green belt.* The amendment does not preclude the creation of an open space network consisting of environmentally sensitive areas, including wetlands, watercourses, and habitats. This development contemplates the creation of a 12-foot-wide promenade along Parkers' Creek.
- Principle #5: Utilize the Blue – Green belt as an armature for enhanced bicycle and pedestrian mobility throughout the Fort.* The amendment would not preclude the development of the bike path or trails envisioned as part of the *Reuse Plan*. This development contemplates the creation of a 12-foot-wide promenade along Parkers' Creek.
- Principle #6: Remove Fort boundaries & extend existing land uses to reconnect the Fort to the communities.* The amendment contemplates connecting Barton Avenue to Oceanport Avenue through Signal Avenue which would entail removing a fenced-in gate.
- Principle #7: Leverage existing Fort Monmouth assets (People, Buildings, Technology, and Infrastructure).* The amendment affords FMERA with an opportunity to leverage existing assets of the Oceanport Reuse Area, i.e., Building 209, 199, 210 to attract new office, retail and/or mixed-use tenants that generate much-needed local employment and tax ratables. The amendment would not involve the removal of any buildings identified in the *Reuse Plan* as being required for preservation.

In summary, the amendment is consistent with the *Reuse Plan* elements, objectives and planning principles.

Relationship to FMERA Directive

To implement the *Fort Monmouth Reuse and Redevelopment Plan*, the New Jersey State legislature empowered the Fort Monmouth Economic Revitalization Authority (FMERA) to adopt any modifications or amendments to the *Reuse Plan* and adopt development and design guidelines and land use regulations to implement the plan.

Pursuant to P.L.2010, c. 10 (N.J.S.A. 52:271-18 et. seq.), FMERA's purpose is the following:

to oversee, administer, and implement the [Reuse Plan] as provided in this act, in a manner that will promote, develop, encourage, and maintain employment, commerce, economic development, and the public welfare; to conserve the natural resources of the State; to provide housing, including housing to address identified needs related to homelessness; and to advance the general prosperity and economic welfare of the people in the host municipalities, the county, and the entire State by cooperating and acting in conjunction with other organizations, public and private, to promote and advance the economic use of the facilities located at Fort Monmouth.

The *Reuse Plan* amendment would advance both FMERA's stated purpose and the public welfare, by promoting, developing, encouraging and maintaining employment and economic development, and it would advance the public welfare by furthering the adaptive reuse of an existing facility and roadway network at the Fort.

IV. Relationship to State, County and Municipal Planning Objectives

State Development and Redevelopment Plan (SDRP)

On March 1, 2001, the State Planning Commission readopted the State Development and Redevelopment Plan (SDRP). In the SDRP, the Oceanport Reuse Area is classified as Planning Area 1, Metropolitan Planning Area (PA-1). The SDRP defines Metropolitan Planning Areas as areas that “provide for much of the state’s future redevelopment; revitalize cities and towns; promote growth in compact forms; stabilize older suburbs; redesign areas of sprawl; and protect the character of existing stable communities.” The amendment is well-reconciled with the guiding policies and policy objectives of the adopted SDRP for the Planning Area 1, Metropolitan Planning Area.

Consistent with the goals for the PA-1, the amendment promotes the type of redevelopment needed to transform this area of the Oceanport Reuse Area, into a vibrant, mixed-use community with compact development that will ensure efficient utilization of scarce land resources while also carefully protecting the character of surrounding communities. Also, in accordance with the objectives for PA-1, the amendment allows for redevelopment in a location well served by existing transportation networks, which is consistent with the plans for the Oceanport Reuse Area.

Monmouth County Open Space Plan

The Monmouth County Open Space Plan, adopted by the Monmouth County Planning Board in August 2006 as an element of the Monmouth County Growth Management Guide, specifically advocates the acquisition of a portion of the Fort Monmouth property as a new County park site. To fulfill this acquisition, Monmouth County filed a Notice of Interest for park and recreation lands within Fort Monmouth. The County subsequently filed an application to the National Park Service’s Federal Lands to Park Program for a Public Benefit Conveyance, which was endorsed by the three host municipalities of Eatontown, Oceanport and Tinton Falls. This amendment is not inconsistent with the County’s goals for open space in the Oceanport Reuse Area.

Fort to Village Plan: A Vision for Oceanport’s Fort Monmouth

Although the development of the former Fort properties in Oceanport will be governed by the land use regulations and design guidelines adopted by FMERA, as a point of information, the former Fort properties in Oceanport are included within the “master plan” for Fort Monmouth, i.e., the *Reuse and Redevelopment Plan*. However, a vision for the redevelopment of the fort is provided in ***Fort to Village Plan: A Vision for Oceanport’s Fort Monmouth***. This document was incorporated as an amendment to the Master Plan

which was adopted by the Oceanport Planning Board on April 23, 2008. The Plan envisioned Allison Hall and surrounding buildings as part of a unique resort hotel, spa and/or conference facility. The plan envisioned the buildings along Oceanport Avenue south of Signal Avenue to be part of a Village Center and specifically part of a consolidated municipal complex. However, Oceanport has purchased 13 acres of land along Murphy Drive on Fort Monmouth and has plans to relocate its municipal complex to this new location. The plan also envisioned a walkway along Parker's Creek. This amendment permits a hotel use in close proximity to Parkers' Creek, as well as a walkway along the creek. The amendment also permits a mix of uses along Oceanport Avenue, which is consistent with the concept of a Village Center at that location.

Oceanport Zoning

The study area lies within the Borough's R-1: Single-Family Residential District under the municipality's current zone plan. This designation permits single-family detached dwellings, parks and playgrounds, municipal buildings, libraries and public schools. The minimum lot size is 30,000 square feet, the maximum height is two stories, or thirty-five feet and the maximum density is 1.5 dwelling units per acre.

V. Conclusion

The subject amendment, referred to as Amendment #11 to the *Fort Monmouth Reuse and Redevelopment Plan*, maintains the land use concepts and plans articulated in the *Reuse Plan*. However, the amendment permits alternative development scenarios for the Oceanport Reuse Area.

This amendment is consistent with the objectives and principles in the *Reuse Plan*, as well as State, County and Municipal planning objectives. Furthermore, the amendment advances the public welfare, particularly with regard to promoting, developing, encouraging and maintaining employment. Lastly, the amendment provides flexibility for FMERA to more effectively attract potential non-residential users to the Oceanport Reuse Area, thereby enabling it to fulfill its statutory mandate to create new jobs, regenerate the local tax base and advance the general prosperity and welfare of the people most impacted by the Fort's closure.

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

MEMORANDUM

TO: Members of the Board

FROM: Bruce Steadman
Executive Director

RE: Purchase and Sale & Redevelopment Agreement with KKF University Enterprises, LLC for the Squier Hall Complex

DATE: September 25, 2018

Request

I am requesting that the Board approve the Purchase and Sale & Redevelopment Agreement (PSARA) with KKF University Enterprises, LLC (KKF) for the sale and redevelopment of the Squier Hall Complex (the Project) in the Oceanport Reuse Area.

Background

Squier Hall, also known as Building 283, is a two-story, 76,538 sf administration building located on Sherrill Avenue on the Main Post. Constructed in 1935, 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 and Redevelopment Plan (Reuse Plan). Squier Hall is part of a complex of seven buildings (283, 288, 291, 292, 293, 295 and 296) totaling 153,835 sf and covering approximately 28.6 acres (the Property). FMERA acquired a ±5.73-acre portion of the overall Property (the Phase I Parcel) containing Squier Hall and Building 288 from the Army this past spring. Staff anticipates that the Army will transfer a second approximately ±6.1-acre tract containing the balance of the buildings (the Phase II Parcel) by year-end 2018. 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.

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. 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 alternate use.

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: 1. An approximately sixteen (16) acre parcel with two delineated landfills, and 2. The adjacent Building 555. Building 555 is a circa 1941 semi-permanent administrative and general-purpose building targeted for demolition in the Reuse Plan, to be replaced by office or high-tech industry uses. Running along Sherrill Avenue from Malterer to



Irwin Avenue, Building 555 and its parking encompass approximately 3.5 acres. FMERA received one proposal in response to its April 29, 2016 Request for Offers to Purchase (RFOTP) from KKF. An evaluation committee reviewed the proposal and found it to be compliant with the RFOTP, and recommended proceeding with negotiations for a PSARA. KKF's proposal did not include an offer to purchase Building 555, which was an optional property in the RFOTP.

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. Those programs, primarily including nursing, national security studies and business, would be relocated to Squier Hall. In the future, KKF may develop a residence hall and possible future additional academic buildings on site to accommodate the newly established student body of up to 800 students, and potentially use the Phase III Parcel for parking and recreational uses. KKF will invest a minimum of \$10,440,748 in renovating approximately 46,000 sq. ft of Squier Hall and demolishing the other buildings. 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.

The sole member of KKF University Enterprises, LLC was Kimberly J. Kaye-Fried. However, Ms. Kaye-Fried's ownership interest was transferred and her interest in KKF was assigned to Robert M. Kaye on January 31st, 2018. KKF University Enterprises, LLC, as the transitional familial successor to Robert M. Kaye, will be relying upon the strength of The Statement of Financial Condition of Robert M. Kaye relative to the Project's equity requisites, completion guarantee requirements, and in securing financing commitments. KKF will purchase the Property in a cash transaction.

Purchase and Sale & Redevelopment Agreement

FMERA staff is pleased to report that negotiations with KKF have resulted in terms that it wishes to present for the Board's consideration. Pursuant to the terms of the PSARA, KKF will pay \$2,500,000 for the entirety of the Property. In the event that KKF closes on the Property by phase, the purchase price will be allocated as follows: \$1,500,000 for the Phase I parcel; \$700,000 for the Phase II parcel; and \$300,000 for the Phase III parcel. KKF proposes to renovate Building 283, Squier Hall, and demolish Buildings 288, 291, 292, 293, 295 and 296. KKF shall take all necessary measures to ensure the National Register historic preservation covenants on the Property for Squier Hall are observed.

Closing will occur within forty-five (45) days of satisfaction of the conditions precedent to closing or twenty (20) days after all title and environmental obligations are satisfied, whichever is later. The conditions precedent to Phase I and Phase II closing(s) include: KKF completing due diligence and obtaining all approvals necessary to develop the Project; an amendment to the Reuse Plan to accommodate the Project; and the consent of the NJEDA Board. The Phase I and II closings are not contingent on the sale of the Phase III parcel. The conditions precedent to Phase III closing include: KKF completing due diligence and the consent of the NJEDA Board. 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.

KKF will commence construction of the Project (Phase I and Phase II) no later than ninety (90) 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 (3) years of commencing construction for that phase. 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 (58) temporary construction related jobs in connection with the Project, and that the project will create a minimum of seventy (70) 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.

KKF will also be responsible for 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.

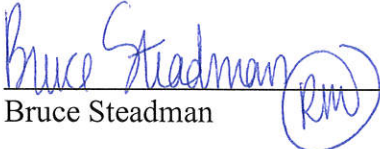
Based on the redevelopment provisions of the PSARA between FMERA and KKF, staff concludes that the essential elements of a redevelopment agreement between FMERA and KKF are sufficiently addressed and that it is not necessary for FMERA to enter into a separate redevelopment agreement with KKF for its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

Attached is a substantially final form of the PSARA between FMERA and KKF. The final terms of the PSARA are subject to the approval of FMERA's Executive Director and the Attorney General's Office.

The Real Estate Committee has reviewed the request and recommends Board approval of the PSARA.

Recommendation

In summary, I am requesting that the Board authorize the execution of a Purchase and Sale Agreement & Redevelopment Agreement with KKF University Enterprises, LLC for the Squier Hall Complex in Oceanport.


Bruce Steadman

Attachments: Purchase and Sale & Redevelopment Agreement
Proposed Parcel Map

Prepared by: Kara A. Kopach & David E. Nuse

ATTACHMENT

[The attachment that the preceding memo refers to has been removed from this full agenda.]

ADOPTED
September 25, 2018

**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

MEMORANDUM

TO: Members of the Board

FROM: Bruce Steadman
Executive Director

RE: First Amendment to the Purchase and Sale Agreement and an Assignment and Assumption Agreement for Parcel F-1 in Tinton Falls

DATE: September 25, 2018

Request

I am requesting that the Members of the Board approve the execution of an Assignment and Assumption Agreement (“Assignment”) among FMERA, the New Jersey Economic Development Authority (“NJEDA”) and RWJ Barnabas Health, Inc. (“RWJBH”) providing for the assignment of the October 30, 2017 Purchase and Sale Agreement (“PSA”) between FMERA and NJEDA for Parcel F-1, an approximately 36.3-acre parcel in the Tinton Falls Reuse Area (the “Property”) and the execution by FMERA and RWJBH of a First Amendment to the PSA (“PSA Amendment”).

Background

Last year, FMERA and NJEDA staff began to explore how the two authorities could work together to facilitate development of the Property. NJEDA possesses substantial and significant experience managing large scale demolition and redevelopment projects across the state. Because of NJEDA’s experience and expertise in undertaking redevelopment projects, 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.

In September 2017, the Members authorized the execution of the PSA between FMERA and NJEDA for the Property, an approximately 36.3-acre parcel in the Tinton Falls section of the Fort that includes Building 2700, also known as the Myer Center, and Building 2705, the former Night Vision Lab. The September 2017 resolution also 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.

In February of this year, RWJBH submitted an unsolicited offer to NJEDA to purchase the Property for an amount not to exceed \$8 million. RWJBH intends to develop a health campus on the Property, which currently includes:

- An Ambulatory Care Center
- A medical office building
- A Cancer Institute of New Jersey Cancer Center
- A System Business Office
- Campus space for future medical and health facilities

After negotiations among RWJBH, NJEDA and FMERA (jointly the “Parties”) and the approval of the NJEDA and FMERA Boards, the Parties executed an Agreement to Assign on August 10, 2018 that included the following terms:

1. At closing, NJEDA will assign to RWJBH the PSA between FMERA and NJEDA for (a) all of NJEDA’s actual and documented costs to reposition the Property for sale, including, but not limited to, cost of professional services, the demolition, site improvements, and other environmental investigation and remediation activities occurring at the Property plus (b) five percent (5%) of these costs, however, in no event shall the Assignment Price and Homeless Trust Fund Contribution exceed \$8 million.
2. The Homeless Trust Fund Contribution, \$727, 996.50, will be paid directly to FMERA by RWJBH at closing; this amount is included in the \$8 million maximum.
3. At execution of the Agreement, RWJBH will post a deposit with its title company equal to 15% of NJEDA’s estimated cost to reposition the Property for sale.
4. As preconditions to the assignment and closing, RWJBH may perform its own title and survey investigation and due diligence and obtain necessary project approvals. The Approval Period duration is 18 months from the effective date of the Agreement with two 6-month extensions (subject to a \$50,000 non-refundable deposit per extension).
5. Conditions precedent to the assignment and closing include an Amendment to the PSA, a Redevelopment Agreement between FMERA and RWJBH, and an amendment to the Fort Monmouth Reuse and Redevelopment Plan.

The Parties have now finalized the Assignment and PSA Amendment. 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. Executing the Assignment first will enable FMERA and RWJBH to execute the PSA Amendment directly. The validity of the Assignment will be expressly contingent upon the execution of the PSA Amendment, which will take place immediately thereafter. Both documents will be executed by the Parties at the time of Closing.

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 redevelopers. Now that RWJBH, as a private redeveloper, 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. The PSA Amendment also incorporates the above-referenced terms contained in the August 2018 Agreement to Assign, as applicable. Additionally, 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.

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 will be tolled, with the exception of NJEDA's requirement to pay the Homeless Trust Fund contribution no later than five (5) years from the Effective date of the PSA.

Attached to this memo in substantially final form are the First Amendment to the Purchase and Sale Agreement and the Assignment and Assumption Agreement. The final forms of the two documents will be subject to the approval of the Executive Director and the Attorney General's Office.

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

Recommendation

In summary, I am requesting that the Board authorize the execution of an Assignment and Assumption Agreement among FMERA, the NJEDA and RWJBH providing for the assignment of the October 30, 2017 Purchase and Sale Agreement between FMERA and NJEDA to RWJBH, and a First Amendment to Purchase and Sale Agreement between FMERA and RWJBH for Parcel F-1 in the Tinton Falls Reuse Area.


Bruce Steadman

Attachments: Assignment and Assumption Agreement
First Amendment to Purchase and Sale Agreement

Prepared by: David E. Nuse

ATTACHMENT

[The attachment that the preceding memo refers to has been removed from this full agenda.]



ADOPTED
September 25, 2018

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 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

MEMORANDUM

TO: Members of the Board

FROM: Bruce Steadman
Executive Director

RE: 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.

DATE: September 25, 2018

Request

I am requesting that the Board approve the execution of the Third Amendment to the Purchase and Sale & Redevelopment Agreement (“PSARA”) with Fort Monmouth Realty Urban Renewal, LLC, (“FMRUR” or “Purchaser”) providing for an additional extension of the Approval Period, as defined in the PSARA.

Background

On November 12, 2015 the Members authorized the execution of the PSARA between FMERA and Kiely Realty Group, LLC, for the Property, consisting of: 1) the Pistol Range a/k/a Building 2627, situated on approximately 1 acre; 2) the Fire and Police Training Area, including Building 2628, situated on approximately 2.3 acres; and 3) the Satellite Road Parcel, an approximately 1.5 acre tract of land, all located on Fort Monmouth, Tinton Falls, New Jersey. The PSARA was executed on February 26, 2016 and has since been amended twice. The First Amendment, executed on August 15, 2018, 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. The Second Amendment, executed on August 24, 2018, provided that the Fort Monmouth Realty Urban Renewal, LLC’s 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.

Pursuant to the terms of the PSARA, Closing will occur within 30 days of satisfaction of the conditions precedent to closing, which includes FMRUR obtaining all approvals necessary to develop the project. 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 (18) months from the expiration of the Due Diligence Period. The Due Diligence Period began on December 27, 2016 once the final survey was delivered to FMRUR 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. Although FMRUR has continued to pursue said approvals in order expedite the timeline of redevelopment for the Pistol Range site, the Approval Period is set to expire on October 22, 2018. Therefore, Purchaser has asked FMERA to provide two (2) additional three (3) month approval extensions from the end of the Approval Period to continue to pursue All Approvals.

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. The final terms of the amendment will be subject to the approval of FMERA's Executive Director and the Attorney General's Office.

The Real Estate Committee has reviewed the Third Amendment to the PSARA and recommends to the Board for approval.

Recommendation

In summary, I am requesting that the Board approve the proposed Third Amendment to the PSARA with Fort Monmouth Realty Urban Renewal, LLC providing for an additional extension of the Approval Period, as defined in the PSARA.



Bruce Steadman

Attachment: Third Amendment to Purchase and Sale & Redevelopment Agreement
Prepared by: Kara A. Kopach

ATTACHMENT

[The attachment that the preceding memo refers to has been removed from this full agenda.]

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

MEMORANDUM

TO: Members of the Board

FROM: Bruce Steadman
Executive Director

RE: Making the McAfee Center & Adjacent Property (Tech South) Available through the Offer to Purchase Process

DATE: September 25, 2018

Request

I am requesting that the Board approve the Fort Monmouth Economic Revitalization Authority (FMERA) staff to make the McAfee Center and adjacent properties in portions of Fort Monmouth's Eatontown and Oceanport's Reuse Areas available through the offer to purchase process, in accordance with FMERA's approved Sales Rules.

The McAfee Center & Adjacent Property (Tech South)

The McAfee Center, also known as Building 600, 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. Built in 1997, the facility was previously used as a research and development center. The McAfee Center parcel also includes Buildings 601, an approximately 16,000-square-foot office and warehouse space constructed in 1997; 602, an approximately 6,000-square-foot storage building constructed in 1997; 603, an approximately 11,000-square-foot office and warehouse space constructed in 2006; and six (6) additional outbuildings (616, 620, 671, 675, 676, and 677). Located between Telegraph and Sherrill Avenues in the Oceanport Reuse Area, the approximately 23.76± acre parcel is surrounded by planned arts, entertainment, recreational and educational uses.

The Fort Monmouth Reuse & Redevelopment Plan (Reuse Plan) contemplates the reuse of the McAfee Center as a research and development facility. The property is included in the Green Tech Campus development district in the Fort's Reuse Plan. This district is intended as a multi-use area, including office/research, institutional/civic, and open space/recreational uses.

In keeping with FMERA's mission to create jobs and reinvigorate the regional economy, FMERA staff believes that the highest and best use for the McAfee Center parcel is the development of a mixed-use, technology campus. Staff recommends 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. The development of a technology campus is both consistent with the Reuse Plan as well as complementary to the growing technology community at Fort Monmouth.

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. Consequently, 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.

Potential purchasers will have the option to include additional land in their proposal. 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. The Tech South parcel is currently zoned for civic and open-space use and would therefore be subject to a Reuse Plan amendment. Staff recommends that allowable uses for both the McAfee Center parcel and the Tech South parcel consist of the following: scientific, engineering and/or information technology-related use; retail use that is consistent with or complementing the technology campus; office use; active and/or passive open space; and a limited number of residential units as defined by the Request for Offers to Purchase, not to exceed the remaining residential allotment of the respective borough. The McAfee Center parcel, along with the Tech South parcel, consists of a total of approximately 47± available acres as depicted on the attached map.

The redevelopment of land and buildings on Fort Monmouth for uses other than those currently contemplated in the Reuse Plan is subject to separate Board approval of a Reuse Plan amendment or a use variance. In this instance, because the Request for Offers to Purchase (RFOTP) would allow offers with uses different than those in the Reuse Plan, the RFOTP will state that changes in use will be subject to a Reuse Plan amendment or a use variance.

The Board approved the Rules for the Sale of Real and Personal Property (the Sales Rules) at the August 17, 2011 Meeting of the Authority. In accordance with Section 19:31C-2.5(a) of the Sales 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 that 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 the McAfee Center and Adjacent Property (Tech South) rather than sealed bids. This recommendation is based on several factors. First, potential purchasers have expressed interest to FMERA staff in acquiring and redeveloping the property for office/R&D uses. Second, given the need for a Reuse Plan amendment and the potential to jointly develop the McAfee Center and Tech South parcels, the

offer to purchase process would allow for greater flexibility in selecting the scenario that would maximize the development potential and economic value of this property.

The Real Estate Committee reviewed the staff's request to make the McAfee Center and Adjacent Property (Tech South) available through the offer to purchase process and recommended that the request be presented to the Board for approval.

Recommendation

In summary, I am requesting that the Board approve Fort Monmouth Economic Revitalization Authority staff to make the McAfee Center and Adjacent Property (Tech South) in Fort Monmouth's Eatontown and Oceanport Reuse Areas available through the offer to purchase process, in accordance with FMERA's approved Sales Rules.


Bruce Steadman

Attachments: Parcel Map
Prepared by: Sarah Giberson