

**Fort Monmouth Economic Revitalization Authority
Board Meeting
April 23, 2019
FMERA Offices, 502 Brewer Avenue, Oceanport, NJ**

MINUTES OF THE MEETING

Members of the Authority present:

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

V – Denotes Voting Member

Members of the Authority not present:

Also present:

- Bruce Steadman, FMERA Executive Director and Secretary
- Ryan Brown, 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, 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 March 20th regular meeting minutes. A motion as made to approve the minutes by Lillian Burry and seconded by Gary Baldwin.

Motion to Approve: LILLIAN BURRY Second: GARY BALDWIN
AYes: 7

WELCOME

Vice-Chairman Robert Lucky welcomed attendees to the Authority's 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 five board actions.

Dr. Lucky noted he would not repeat the protocol regarding the two opportunities for the public to address the Board, with the 3-minute and 5-minute limits, respectively, because he was sure all the attendees were accustomed to it, and that it had not changed from the many previous meetings.

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.

SECRETARY'S REPORT

Bruce Steadman stated that the Board would be entering into Executive Session to discuss contract negotiations. Mr. Steadman stated that the Executive Session minutes are not anticipated to become available to the public until the negotiations are concluded and FMERA determines that the need for confidentiality no longer exists.

TREASURER'S REPORT

Jennifer Lepore, Manager of Accounting, stated that FMERA staff is preparing the first quarter financial and operational summary for 2019. Staff will be meeting to review the quarter and assess the quarter's performance against the 2019 organization goals and budget.

FMERA's independent accounting firm, CliftonLarsonAllen, LLP, completed the 2018 audit and reported their findings to the Audit Committee at their April 10th meeting. The auditors issued an unmodified opinion, with regard to FMERA's financial statements, which is their highest opinion. The Annual Report and the audited financial statements serve as FMERA's Comprehensive Annual Report to meet the requirements of Executive Order No. 37 and the June 2012 and October 2016 Economic Development Conveyance agreements with the Army. Based on the Audit Committee's review, the Committee recommended the presentation of the 2018 Comprehensive Annual Report for Board approval at tonight's meeting.

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

There was no public comment regarding agenda items.

EXECUTIVE DIRECTOR'S REPORT

Kristy Dantes, Director of Facilities and Infrastructure gave the following update:

- FMERA has three water main extension projects in process on the Main Post. The first phase, designated as Phase IIIB, originates on Main Street at Anson Avenue, and will serve the County Homeless Shelter, the Oceanport Municipal Complex, and future development along Murphy Drive. Using a design developed by FMERA and T&M Associates, New Jersey American Water put the project out for bid and has an apparent low bidder. The next phases will follow in the coming months.
- Remedial design continues by the Army Corp. of Engineers and their contractor, AECOM, on the capping of 9 closed landfills totaling approximately 50 acres. Field work will commence in late summer. The project will be completed in two to three years.
- FMERA has accepted a bid for the repair of the former commissary roof, which suffered wind damage in late winter. Work is scheduled to start within a week.
- Presently, the facility and infrastructure team continue to assist the development team, monitoring environmental concerns, and maintaining properties slated for sale or reuse.

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

FMERA continues to make good progress on the Fort's redevelopment. As FMERA starts 2019, about three-quarters of the Fort's 1,126 acres are sold, under contract, in negotiations, or entering the request for proposals process.

- In March, FMERA closed on Parcel C in Tinton Falls, to Lennar Corporation. Lennar will begin work this spring on 243 homes and approximately 58,000 sf of commercial space on the 40-acre site.

- FMERA plans to close in April with Family Promise, the non-profit purchaser of Building 501 on Malterer Avenue in Oceanport. Family Promise will operate a daytime counselling and assistance center for families in need.
- Staff expects to sell the Pistol Range and the Fabrication Shops in Tinton Falls, the Artist Live/Work Barracks and the Golf Course in Eatontown, and the Marina and Squier Hall in Oceanport to our contract purchasers this year.
- FMERA issued Requests for Offers to Purchase (RFOTPs) on the Pulse Power Building and Building 2719 in Tinton Falls on April 11th. The properties are slated for commercial redevelopment. Proposals are due on June 10th. Please visit our website, www.fortmonmouthnj.com to review our open RFOTPs in greater detail
- FMERA is planning on issuing two RFOTPs/RFBs on or about May 1st: - The Expo Theater in Eatontown and the Fort's cell tower in Oceanport.
- Staff is in discussions and/or negotiations over 8 parcels, including Parcel B, Howard Commons and the Bowling Center in Eatontown, and Barker Circle, the Nurses Quarters, the Commissary, the Warehouse District and the Post Office Area in Oceanport. Staff hopes to bring these projects to the Board for contract approval this spring and summer.

Please visit FMERA's website, www.fortmonmouthnj.com, for more information on our projects and our Requests for Offers to Purchase.

Sarah Giberson, Senior Marketing & Development Officer, stated that as noted on tonight's agenda, FMERA has completed its comprehensive Annual Report, which will be made available to the public in early May, subject to Board approval. Hard copies will be available at the FMERA Board's May meeting.

FMERA will continue to market the Expo Theater, McAfee Complex, the 400 Area to qualified leads including developers, site selectors and other organizational decision-makers. RFOTPs for these properties are expected to be made available throughout the Spring and Summer of 2019.

The development team continues to schedule speaking engagements and tours with various professional groups and organizations, including Monmouth University's Kislak Real Estate Institute; AFCEA, which focuses on information technology, communications, and electronics for the defense, homeland security and intelligence communities; and the New Jersey Alliance for Action (Monmouth County Chapter), whose mission is to improve New Jersey's economy through the promotion of capital construction and infrastructure investment. Additionally, FMERA plans to host the Commercial Real Estate Women of New Jersey (CREW) for a presentation and tour, kicking off at the Marina, in late May. Special thanks to FMERA's outside marketing consultant, the Riddle Team, for helping to organize this event.

Mr. Steadman thanked Mr. Kloof and the NJDEP for their ongoing support of the redevelopment of the Fort, through their work with the Army on various environmental projects that the Army has underway, and on several other projects including water, sewer, and others.

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.

Action Items for Next Month.

- a) Continued work with the N.J. Department of Environmental Protection and U.S. Army to identify and resolve environmental issues of concern
- b) Continued meetings and tours with interested prospective employers and investors
- c) Continued outreach to our stakeholders in the 3 host municipalities, the County and others
- d) Continued collaboration with the NJEDA Trenton Office on marketing and business development opportunities
- e) Continued work on the water, sewer, and electric system improvements.

Mayor Talerico thanked Bruce Steadman and Dave Nuse for attending the Eatontown Industrial Park Association (EIPA) meeting on April 9th. Mayor Talerico stated that over sixty companies attended and were given an update on the Fort's redevelopment. FMERA will be hosting an EIPA meeting and tour in the coming months.

Mr. Steadman noted that Senator Gopal convened a meeting to discuss implementation issues associated with the new law regarding Liquor Licenses for Fort Monmouth property. The meeting was attended by numerous people and groups, including FMERA, and also including Mayor Coffey and Mayor Talerico.

Lillian Burry noted that she recently attended an event at Gibbs Hall and said that the facility was a great place to hold such events, and she said there is expectation that the new owner will be investing in renovations to the building. She inquired whether a liquor license would be issued to the new owner. Mr. Steadman responded that the new owner would be determining the need for a liquor license based on forecasted use of the Gibbs Hall facility in the future.

COMMITTEE REPORTS

1. AUDIT COMMITTEE (ROBERT LUCKY, CHAIRMAN)

Robert Lucky stated that the Committee met on April 10th and discussed the following.

- Discussion regarding the Authority's 2018 Comprehensive Annual Report. The Authority presents the Annual Report of accomplishments and activities in support of the revitalization and redevelopment of Fort Monmouth. The Annual Report is combined with the audited financial statements and serves as FMERA's comprehensive annual report for 2018. The independent accounting firm of CliftonLarsonAllen LLP has issued an unmodified opinion with regard to the 2018 financial statements which is their highest opinion. The Committee reached a consensus and agreed to recommend to the Board for approval.

2. REAL ESTATE COMMITTEE (ROBERT LUCKY)

Robert Lucky stated that the Committee met on April 9th and discussed the following:

- Discussion regarding the approval of Plan Amendment #13 regarding the Squier Hall parcel in Oceanport. The Committee reviewed the comments received from the Boroughs and the responses compiled by the Authority's planner PPG in response to Oceanport's comments. The Committee reached a consensus and agreed to recommend to the Board for approval.
- Discussion regarding a Service Agreement MOU between FMERA and TRWRA. FMERA and TRWRA seek to enter into this Service Agreement MOU to establish the terms and conditions under which the TRWRA will provide necessary and ongoing service in the form of transportation and treatment of sewage for FMERA. The Committee reached a consensus and agreed to recommend to the Board for approval.
- Discussion regarding an MOU with TRWRA which will confirm the mutual understanding and intention between the FMERA and TRWRA regarding the interagency agreement for funding and construction of the necessary new Pump Station, Force Main and East Interceptor to provide sewer service for the eastern portion of the Fort located within the Borough of Oceanport. The Committee reached a consensus and agreed to recommend to the Board for approval.
- Discussion regarding Approval of an Agreement with New Jersey American Water (NJAW) to install new water mains on the Main Post. The Committee reached a consensus and agreed to recommend to the Board for approval.

Other Issues

- Plan Amendment #14
- Squier/NJCU
- Nurses Quarters
- Parcel B
- Howard Commons
- Update on RFOTPs

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

Kenneth J. Kloo stated that the Committee met on February 4th and discussed the following:

- Discussion regarding Carve-out Parcels Update
 - a) Former Dry-Cleaning Facility – Army has completed the collection of two rounds of chemical injections and ground water samples. The preliminary results indicate that there are no soil vapors of concern for downgradient structures. The Army will complete a Feasibility remediation report which will indicate the final treatment system.
 - b) Neutralization Pit at Myer Center – Army removed the underground vault and contaminated soils and is working on an NFA request for soils which was submitted to the DEP in February. The Army performed two rounds of ground water chemical injections in March. The groundwater area will be monitored for two years for compliance, and then a No Further Action (NFA) by the DEP may be issued.
 - c) Former AFFES Gas Station – The Army has completed a Remedial Action Work Plan for the site. The Army proposes to dismantle and remove the existing treatment system. Soil vapor extraction and air sparge wells will be closed out. The Army will remove the oil from the five hydraulic lifts which are found inside the garage area of Building 699. FMERA has asked the Army to remove the lifts due to the unknown condition of the vessels and the immediately adjacent subsurface soil.
 - d) Building 1122 & 1123 – The Army submitted a Remedial Action Work Plan to the DEP in March. The carveout is located at Building 1122, the former auto craft shop, which has been demolished. The two underground storage tanks (USTs) have received NFAs from the DEP. The Army will prepare a Remedial Investigation & Feasibility Study (RIFS) to also address the hydraulic lifts, a fuel oil spill, and two storage sheds.
 - e) Commissary/PX Parcel:
 - 1) Parcel 55 – Army has completed soil and concrete remediation and has received an NFA from the DEP.
 - 2) Parcel 57 – Army is currently preparing a RIFS and may perform remedial actions prior to issuing a FOST and transferring title to FMERA.
 - 3) Parcel 64 – Army has received an NFA for groundwater in April 2017. The Army is currently preparing an NFA request for site soils.
 - f) Landfill Capping Project – Army has awarded a contract for the capping of the nine landfills, which will place a 2-foot vegetative soil cap across all the landfills beginning with the M2 and M8 landfills.
- Update on Myer Center Demolition Project. The EDA demolition of the four quadrants has been completed as well as the removal of the asbestos and universal wastes.
- Discussion regarding Allison Hall. The developer's contractor has performed the environmental due diligence on the property and has concluded that no further investigation is required on the property.
- Discussion regarding the North sewer main and water system projects. The sanitary line installation along Sherrill Avenue is complete. The design of the next two water main projects is at 90% and has been sent to New Jersey American Water (NJAW) for review.
- Update on Recent Property Closings & RFOTPs which have been issued and will be issued in 2019.

4. HISTORICAL PRESERVATION STAFF ADVISORY COMMITTEE (JAY COFFEY, CHAIRMAN)

Jay Coffey stated that the Committee did not meet this month.

5. HOUSING STAFF ADVISORY COMMITTEE (SEAN THOMPSON, CHAIRPERSON)

Sean Thompson stated that the Committee did not meet this month.

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

Lillian Burry stated that the Committee did not meet this month. She also noted that soon there would be an announcement regarding the planned Soldier On project in Tinton Falls (outside of the Fort property) that she, Tinton Falls Council President Gary Baldwin, and several other people have been working on.

BOARD ACTIONS

1. The first item before the Board was Consideration of Approval of the 2018 Comprehensive Annual Report.

Kara Kopach read a summary of the Board memo.

The resolution is attached hereto and marked Exhibit 1.

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

Motion to Approve: JAY COFFEY Second: LILLIAN BURRY
AYes: 7

2. The second item before the Board was Consideration of Approval of Plan Amendment #13 Permitting Alternative Development Scenario in Oceanport.

Kara Kopach read a summary of the Board memo.

The resolution is attached hereto and marked Exhibit 2.

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

Bruce Steadman conducted a roll call vote.

Name	Yes	No	Abstain
Robert Lucky	X		
Lillian Burry	X		
Gary Baldwin	X		
Jay Coffey	X		
Anthony Talerico	X		
Donna Sullivan	X		
Adam Sternbach	X		

Motion to Approve: JAY COFFEY Second: LILLIAN BURRY
AYes: 7

3. The third item before the Board was Consideration of Approval of a Service Agreement Memorandum of Understanding with Two River Water Reclamation Authority (TRWRA) for the necessary and ongoing service of sewage for FMERA.

Kara Kopach read a summary of the Board memo.

The resolution is attached hereto and marked Exhibit 3.

A motion was made by Gary Baldwin and was seconded by Donna Sullivan.

Motion to Approve: GARY BALDWIN Second: DONNA SULLIVAN
AYes: 7

4. The fourth item before the Board was Consideration of Approval of a Memorandum of Understanding with Two River Water Reclamation Authority (TRWRA) regarding the interagency agreement for funding and construction of a new Pump Station, Force Main and East Interceptor.

Kara Kopach read a summary of the Board memo.

The resolution is attached hereto and marked Exhibit 4.

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

Motion to Approve: LILLIAN BURRY Second: JAY COFFEY
AYes: 7

5. The fifth item before the Board was Consideration of Approval of an Agreement with New Jersey American Water (NJAW) to install new water mains on the Main Post.

Kara Kopach read a summary of the Board memo.

The resolution is attached hereto and marked Exhibit 5.

Prior to the vote, Mr Steadman notified the Board to a math error in the NJAW outline of costs, advised the Board as to the change totaling approximately \$18,000, and asked that the revised amounts be inserted into the motion and associated documents.

A motion was made by Gary Baldwin and was seconded by Donna Sullivan.

Motion to Approve: GARY BALDWIN Second: DONNA SULLIVAN
AYes: 7

OTHER ITEMS

There were no other items before the Board

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

There was no public comment.

Mr. Steadman thanked Jennifer Lepore, FMERA Manager of Accounting, Dave Nuse, Treasurer, and Regina McGrade, Administrative Manager, for their work on the successfully completed audited financial statements; and thanked Sarah Giberson, Senior Marketing & Development Officer, and Regina McGrade for their work on finishing the Annual Report. Both items should be available for the public in early May after the 10-day veto period expires. Mr. Steadman noted that the entire staff helped with both items, but that the named people were the primary originators.

The Vice-Chairman announced that the Board was to adjourn the Public Session of the meeting and enter into Executive Session – OPMA Exemption N.J.S.A. 10:4-12b(5) and (7).

The Vice-Chairman asked for a motion to go into executive session to discuss contract negotiations.

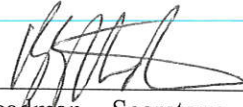
A motion was made by Jay Coffey and was seconded by Lillian Burry.

The Board adjourned the Public Session of the meeting and entered into Executive Session – OPMA Exemption N.J.S.A. 10:4-12b(5) and (7): Discussion regarding Contract Negotiations.

On a motion by Jay Coffey, seconded by Lillian Burry and unanimously approved by all voting members present, the Board adjourned the Executive Session at 8:10p.m. and opened the Public Session.

There being no further business, on a motion by Donna Sullivan and seconded by Jay Coffey and unanimously approved by all voting members present, the meeting was adjourned at 8:15p.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
April 23, 2019

Resolution Regarding
Approval of Fort Monmouth Economic Revitalization Authority 2018 Comprehensive Annual Report

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 selected its independent auditors, CliftonLarsonAllen LLP, pursuant to Executive Order No. 122 (McGreevey); and

WHEREAS, the Authority's independent auditors audited and accepted the Authority's financial statements for January 1, 2018 to December 31, 2018, and issued an unmodified opinion regarding the financial statements; and

WHEREAS, the certification and accompanying financial statements have been executed by the Executive Director and the Accounting Manager confirming that FMERA has followed its standards, procedures and internal controls

WHEREAS, on April 10, 2019 and pursuant to Executive Order No. 122 (McGreevey), the Audit Committee reviewed the draft comprehensive annual report, including the 2018 audited financial statements prior to release and considered the relevancy, accuracy and completeness of the information presented. Also, pursuant to Executive Order 122 (2004), the independent auditor met with the Audit Committee, where it was reported that the financial audit did not result in any findings of significant deficiencies or material weaknesses; and

WHEREAS, pursuant to Executive Order No. 37 (Corzine) the Authority is required to submit its Comprehensive Annual Report for review from its Members.

THEREFORE, BE IT RESOLVED THAT:

1. The Members of the Authority approve the Authority's 2018 Comprehensive Annual Report and approve submitting the Report to the Governor's Authorities Unit, the State Treasurer, the United States Department of the Army and posting it on the Authority's website.
2. The Executive Director and/or any individual authorized to execute documents pursuant to the Operating Authority is authorized to do and perform all acts necessary to effectuate the above.
3. This resolution shall take effect immediately, but no action authorized herein shall have force and effect until 10 days, Saturdays, Sundays, and public holidays excepted, after a copy of the minutes of the Authority meeting at which this resolution was adopted has been delivered to the Governor of the State of New Jersey for his approval, unless during such 10-day period the Governor of the State of New Jersey shall approve the same, in which case such action shall become effective upon such approval, as provided by the Act.

Dated: April 23, 2019

EXHIBIT 1

**Resolution Regarding
Approval of Plan Amendment #13 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 N.J.A.C. 19:31C-3.27, authorize FMERA to amend the Reuse 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 proposed Amendment #13, prepared by the Authority's planning consultant, Phillips Preiss Grygiel Leheny Hughes, LLC (PPGLH) 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, in accordance with the FMERA Act and the Land Use Rules, the Board approved transmitting the proposed Reuse Plan Amendment #13 to the host municipalities at its December 12, 2018 meeting; and

WHEREAS, the 45-day comment period commenced on January 9, 2019; and

WHEREAS, the comment period expired on February 22, 2019 and correspondence was received from Eatontown, Oceanport and Tinton Falls; and

WHEREAS, FMERA staff reviewed the correspondence and provided responses to all comments to the Real Estate Committee; and

WHEREAS, the Real Estate Committee has reviewed the responses to the comments from the three host municipalities and was sent the Reuse Plan Amendment #13 and recommends adoption of Amendment #13 to the Board.

THEREFORE, BE IT RESOLVED THAT:

1. The Authority adopts the responses contained in the attached memorandum, to the comments from the Boroughs of Eatontown and Oceanport, Tinton Falls.
2. As expressed in the attached memorandum, the Authority approves Amendment #13 to the Fort Monmouth Reuse and Redevelopment Plan that would permit an alternative development scenario in the Oceanport Reuse Area.
3. This resolution shall take effect immediately, but no action authorized herein shall have force and effect until 10 days, Saturdays, Sundays, and public holidays excepted, after a copy of the minutes of the Authority meeting at which this resolution was adopted has been delivered to the Governor of the State of New Jersey for his approval, unless during such 10-day period the Governor of the State of New Jersey shall approve the same, in which case such action shall become effective upon such approval, as provided by the Act.

ATTACHMENT

Dated: April 23, 2019

EXHIBIT 2

**Resolution Regarding
Approval of a Service Agreement Memorandum of Understanding between the Fort Monmouth Economic
Revitalization Authority and the Two Rivers Water Reclamation Authority**

WHEREAS, on January 18, 2017, the FMERA Board approved staff's execution of a Memorandum of Understanding ("2017 MOU") with TRWRA for the planning (including preparation of all applications and associated, prerequisite environmental and engineering services), survey and design for the replacement of the sanitary sewer system located within the Oceanport section of the Fort, and;

WHEREAS, included in the 2017 MOU were terms for service charges and connection fees; and

WHEREAS, on October 2018, FMERA and TRWRA through this prior interagency cooperation completed the replacement of over 3,000 LF of new sanitary sewer mains in the Oceanport section of the Fort, and;

WHEREAS, in February 2019 the 2017 MOU expired; and

WHEREAS, on March 20, 2019, the FMERA Board approved staff's execution of two MOUs ("March 2019 MOUs") with TRWRA, the first of which called for an interagency agreement for the planning (including preparation of all applications and associated, prerequisite environmental and engineering services), survey and design of modifications to the existing sanitary system and a sanitary sewer interceptor to service a portion of the Oceanport section of the former Fort Monmouth in continuation of terms of the 2017 MOU, and the second MOU created an interagency agreement detailing the plan to provide sanitary sewer service to the "Nurses Quarters" Property. However, neither of the March 2019 MOUs addressed changes to the terms of service charges and connections fees; and

WHEREAS, FMERA and TRWRA, in continued cooperation, seek to enter into this Service Agreement MOU to establish the terms and conditions under which the TRWRA will provide necessary and ongoing service in the form of transportation and treatment of sewage for FMERA; and

WHEREAS, as part of the service agreement MOU, FMERA, at its sole cost and expense, will be responsible for maintaining and operating the Local Sewer System serving the Fort property throughout the term of this MOU and until such time as the entire replaced system has been fully constructed and accepted by TRWRA; and

WHEREAS, FMERA and TRWRA have agreed to the terms for service charges and connection fees as described in the attached memorandum; and

WHEREAS all other terms and provisions of the Agreement shall be performed in accordance with industry standards and specifically in accordance the TRWRA Rules and Regulations and regulations and standards of the NJDEP; and

WHEREAS, the attached Service Agreement MOU is in substantially final form. The final document 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 request and recommends it to the Board for approval; and

THEREFORE, BE IT RESOLVED THAT:

1. For the reasons expressed in the attached memorandum, the Board authorizes execution of a Service Agreement Memorandum of Understanding which will establish the terms and conditions under which the Two Rivers Water Reclamation Authority will provide necessary and ongoing service in the form of transportation and treatment of sewage for the Fort Monmouth Economic Revitalization Authority.

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: April 23, 2019

EXHIBIT 3

ADOPTED
April 23, 2019

**Resolution Regarding
Approval of a Memorandum of Understanding between the Fort Monmouth Economic Revitalization Authority and the Two Rivers Water Reclamation Authority ("TRWRA") regarding the interagency agreement for funding and construction of a new Pump Station, Force Main and East Interceptor.**

WHEREAS, on January 18, 2017, the FMERA Board approved staff's execution of a Memorandum of Understanding ("MOU") with TRWRA for the planning (including preparation of all applications and associated, prerequisite environmental and engineering services), survey and design for the replacement of the sanitary sewer system located within the Oceanport section of the Fort, and on October 2018, FMERA and TRWRA through this prior interagency cooperation completed the replacement of over 3,000 LF of new sanitary sewer mains in the Oceanport section of the Fort, and;

WHEREAS, on March 20, 2019, the FMERA Board approved staff's execution of two MOUs with TRWRA; the first MOU called for an interagency agreement for the planning (including preparation of all applications and associated, prerequisite environmental and engineering services), survey and design of modifications to the existing sanitary system and a sanitary sewer interceptor to service a portion of the Oceanport section of the former Fort Monmouth and the second MOU created an interagency agreement detailing the plan to provide sanitary sewer service to the "Nurses Quarters" Property; and

WHEREAS, FMERA and TRWRA in continued cooperation seek to explore the modification of the Fort's existing sewer system and the identification of potential locations for replacement sewer interceptors in the Oceanport section of the Fort in order to further redevelop and reuse the property, enter into this MOU to construct and install a new Pump Station, Force Main and East Interceptor serving the north eastern portion of the Oceanport section of the former Fort; and

WHEREAS, the Project consists of the construction and installation of the East Interceptor to service the area adjacent to Oceanport Avenue, a new Pump Station into which the East Interceptor will flow, along with such other future lines as the Parties may hereafter determine are needed, and a new Force Main connecting the new Pump Station into TRWRA's system north of Parker's Creek in Little Silver; and

WHEREAS, the Project will proceed in accordance with the Plans prepared by Maser Consulting entitled "New Regional Sewage Pump Station, Force Main and East Interceptor for the Oceanport Section of Fort Monmouth for Two Rivers Water Reclamation Authority" dated February 15th, 2019 and any alternate Maser design as a result of the March 20, 2019 Board approved MOU; and

WHEREAS, the Parties intend this Project to be the only the pump station installation needed to service the Oceanport section of the former Fort. Monmouth, and this Project does not include the installation of any sewer lines from any new development on the Oceanport section of the former Fort Monmouth to the East Interceptor, as all connections to the East Interceptor shall be the responsibility of any new developer(s); and

WHEREAS, any other interceptors as may be shown on the Maser design documents are not the subject of this Project nor is the TRWRA responsible for their installation; and

WHEREAS, FMERA shall pay 100% of the costs of the Project, not to exceed Five Million Two Hundred Thousand (\$5,200,000.00) Dollars, including, but not limited to consulting fees, design fees, permit costs, and all construction costs associated with or arising from the Project; and

WHEREAS, the Parties will reserve the right to reject all bids should the costs for construction and construction observation engineering services exceed Five Million Two Hundred Thousand (\$5,200,000.00) Dollars, and the Parties understand that no TRWRA funds will be, or can be, used in advancement of the Project; and

WHEREAS, should the bids for the Construction and Installation Work, and construction observation engineering services exceed the Project Cost, and the FMERA Board agrees at its sole discretion to proceed with the bid exceedance, FMERA shall be responsible for making up any difference and depositing the same with TRWRA; and

WHEREAS, the parties understand and agree that FMERA's source of the funds to pay the \$5,200,000 shall be from FMERA's net proceeds resulting from the closing of the Lodging Project transaction with Somerset Development, which closing is expected to occur in the next twelve to twenty-four months. Should the Lodging Parcel transaction closing be delayed beyond twelve to twenty-four months, or be terminated for whatever reason, it is understood and agreed that another suitable source of funds must be identified by FMERA, and only if/when such a suitable source of funds is identified would FMERA be obligated to pay the \$5.2M; and

WHEREAS the Parties also intend to enter into a Service Agreement MOU with TRWRA to provide necessary and ongoing service in the form of transportation and treatment of sewage for FMERA; and

WHEREAS, the attached MOU and Exhibit "A" are in substantially final form. The final document 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 request and recommends it to the Board for approval.

THEREFORE, BE IT RESOLVED THAT:

1. For the reasons expressed in the attached memorandum, the Board authorizes the execution of a Memorandum of Understanding that will confirm the mutual understanding and intention between the Fort Monmouth Economic Revitalization Authority and the Two Rivers Water Reclamation Authority for funding and construction (including preparation of all applications and associated, prerequisite environmental and engineering services), of the necessary new Pump Station, Force Main and East Interceptor to provide sewer service for the portion of the former Army military post ("Fort") located with located within the Borough of Oceanport.

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: April 23, 2019

EXHIBIT 4

ADOPTED
April 23, 2019

**Resolution Regarding
Approval of an Agreement with New Jersey American Water Company (“NJAW”) to install new water
service on the Main Post to service the Oceanport Municipal Complex and Monmouth County’s
Emergency Homeless Shelter and future development.**

WHEREAS, FMERA is currently the owner and operator of the former Army water system that serves the Main Post, including the Oceanport Municipal Complex and the Monmouth County’s Emergency Homeless Shelter and future development (“Properties”); and the Purchase and Sale & Redevelopment Agreements that have been approved to date for the above Properties require FMERA to provide water service at or near the property borders; and

WHEREAS, the water mains which service this portion of the Main Post of Fort Monmouth are outdated and not suitable for future water usage requirements, and new mains must be installed to provide potable water service for current and future property owners; and

WHEREAS, in June 2018, the Board approved a Memorandum of Understanding (“MOU”) with the Borough of Eatontown to contract for the Borough’s Engineer to design the water mains for Phases II and III (A & B), of which Phase IIIB will serve the above-mentioned Properties; and

WHEREAS, upon receipt of the plans for Phase IIIB, FMERA submitted to NJAW an application for the proposed new water main construction along with an Extension Deposit Agreement (“EDA”) and a \$10,000 deposit on March 26, 2019, and NJAW put the proposed new water main construction out to bid and has selected J.F. Kiely as the contractor; and

WHEREAS, the estimated cost for the project is \$313,812.96, which will be divided between FMERA and the Borough of Oceanport, with the Borough required to contribute one-third (1/3) of the costs, not to exceed \$50,000 for a new water main to the Borough’s property. The estimated amount to be paid by FMERA is \$263,812.96 with the Borough of Oceanport to be responsible for a \$50,000 off-site contribution toward this installation; and

WHEREAS, FMERA must provide the full payment of the outstanding balance to NJAW in order to facilitate the construction and installation of the water and the timing of this payment is particularly critical as the County expects the Emergency Homeless Shelter to commence operation in June 2019; and

WHEREAS, staff requests that the Board authorize the payment of the full balance of the estimate cost for the project with the expectation that FMERA will be reimbursed \$50,000 by the Borough of Oceanport without delay; and

WHEREAS, staff recommends that the Board approve the use of delegated authority to make additional payments up to 10% of the total estimate should the project over-run the estimate; and

WHEREAS, the final terms of the agreement 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 request and recommends it to the Board for approval.

THEREFORE, BE IT RESOLVED THAT:

1. For the reasons expressed in the attached memorandum, the Board approves an agreement with New Jersey American Water Company ("NJAW") to install new water service on the Main Post to service the Oceanport Municipal Complex and Monmouth County's Emergency Homeless Shelter and future development at a total cost of \$313,812.96.

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: April 23, 2019

EXHIBIT 5

ADOPTED
April 23, 2019

**Resolution Regarding
Entering into Executive Session
To Discuss Contract Negotiations**

WHEREAS, pursuant to the Open Public Meetings Act, specifically N.J.S.A. 10:4-12(5), a public body may enter into executive session to discuss “[a]ny matter involving the purchase, lease or acquisition of real property with public funds, where it could adversely affect the public interest if discussion of such matters were disclosed”; and

WHEREAS, pursuant to the Open Public Meetings Act, specifically N.J.S.A. 10:4-12(7), a public body may enter into executive session to discuss “[a]ny pending or anticipated, contract negotiation other than [a collective bargaining agreement] in which the public body is, or may become a party”; and

WHEREAS, the Authority desires to enter into executive session to discuss contract negotiations.

THEREFORE, BE IT RESOLVED THAT:

1. In accordance with the Open Public Meetings Act, the Authority shall go into executive session for the purpose of discussing contract negotiations.
2. The Authority anticipates that the minutes of the executive session will not become available to the public until after such time as the subject contract is concluded and the Authority determines that the need for confidentiality no longer exists and the matters discussed can be disclosed.

Dated: April 23, 2019

EXHIBIT 6