

**Fort Monmouth Economic Revitalization Authority
Board Meeting
June 19, 2019
FMERA Offices
502 Brewer Avenue, Oceanport, NJ**

MINUTES OF THE MEETING

Members of the Authority present:

- Kenneth J. Kloo, Director, Director, Remediation Management, NJ Department of Environmental Protection
- Teri O'Connor – Monmouth County Administrator – V
- Jay Coffey – Mayor of Oceanport – V (via phone)
- Gary Baldwin – Tinton Falls Borough Council President – V
- Adam Sternbach – Associate Counsel, Authorities Unit, Office of the Governor – V
- Donna Sullivan – Vice President of Real Estate, NJ Economic Development Authority – V
- William Riviere, Principal Planner, NJ Department of Transportation

V – Denotes Voting Member

Members of the Authority not present:

- Robert W. Lucky – Vice-Chairman, Fort Monmouth Economic Revitalization Authority (FMERA) – V
- Anthony Talerico – Mayor of Eatontown – V
- Sean Thompson, Director, Division of Local Planning Services, NJ Department of Community Affairs
- Baden Almonor, Central Regional Chief, NJ Department of Labor & Workforce Development

Also present:

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

The meeting was called to order by Secretary Bruce Steadman at 7:00p.m.

Bruce Steadman 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.

Due to Vice-Chairman Lucky's absence, Mr. Steadman called for a motion to appoint Kenneth J. Kloo, the NJDEP Designee, as the Chairperson Pro Tem for the June 19th meeting.

A motion was made to appoint Kenneth J. Kloo as the Chairperson Pro Tem for the meeting by Donna Sullivan and seconded by Gary Baldwin.

Motion to Approve: DONNA SULLIVAN Second: GARY BALDWIN
AYes: 5

Mr. Kloo then chaired the meeting. The first item of business was the approval of the May'23rd regular meeting minutes. A motion as made to approve the minutes by Adam Sternbach and seconded by Donna Sullivan.

Motion to Approve: ADAM STERNBACH Second: DONNA SULLIVAN
AYes: 5

currently traversing the Addison Hall and Lodging Parcels, allowing the developers of those parcels to proceed with design plans.

- Facilities continues to repair the street lights along Avenue of Memories. The age and condition of the street light infrastructure is problematic and requires near constant attention.
- The facilities team, along with the on-site maintenance contractor, Chenega, has 30+ ongoing projects and operations. Facilities also continues to support the development team, monitor any environmental concerns, and maintain 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, with about three-quarters of the Fort's 1,126 acres sold, under contract, in negotiations, or entering the request for proposals process. We've sold 18 properties to date, and another 11 parcels are under contract or have Board-approved contracts.
- So far this year, we've sold a major development site, Parcel C in Tinton Falls, to Lennar Corporation. Lennar began site work this spring for 243 homes and about 58,000 sf of commercial space on the 40-acre site. The company is also currently constructing 45 single family homes on the 15-acre Parcel C-1 site in Tinton Falls that they purchased from FMERA last year.
- Last month FMERA deeded Building 501 on Malterer Avenue in Oceanport to Family Promise. The non-profit is operating a daytime counselling and assistance center for families in need at that location.
- Staff expects to sell the Fabrication Shops in Tinton Falls, the Artist Live/Work Barracks and the Golf Course in Eatontown, and the Marina, Squier Hall and the Cell Tower in Oceanport to our contract purchasers this year.
- FMERA staff is currently in negotiations over the sale of 7 additional parcels, including Parcel B and Howard Commons in Eatontown, and Barker Circle, the Nurses Quarters, the Commissary, the Warehouse District and the Post Office Area in Oceanport. We hope to bring these projects to the Board for contract approval this 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 FMERA made the Pulse Power Building and Building 2719 available through the Requests for Offers to Purchase process on Thursday, April 11th, but opted to terminate both RFOTPs due to a change in circumstances regarding the availability of the abutting Pistol Range parcel. FMERA plans to reevaluate the highest and best use of these properties and re-advertise the parcels in the next 60 days, subject to Board approval. On June 10th, FMERA issued a Request for Sealed Bids for the Fort's Cell Tower and this week, issued an RFOTP for the Expo Theater and Adjacent Open Space. The Expo Theater is envisioned for commercial redevelopment as an arts, entertainment or recreation facility. All open RFOTPS and RFBs can be found on our website, www.fortmonmouthnj.com. Additionally, we're planning to issue RFOTPs for the 400 Area and the McAfee Center later this year.

FMERA recently wrapped up its work on the Innovation Challenge Grant in collaboration with the New Jersey Innovation Institute and Monmouth County. NJII's goal was to determine and recommend a sustainable economic model for attracting high-growth private and public organizations to a proposed 50-acre technology campus at Fort Monmouth and develop an action plan for delivering the proposed economic model. This work consisted of evaluating the effectiveness of a variety of entrepreneur support facility models, identifying a target industry sector, and developing appropriate RFP framework to attract the best user to the future McAfee tech campus. The County has received a draft of NJII's findings and a final report will be submitted for review on or before June 24th. FMERA would like to thank the Monmouth County Board of Chosen Freeholders for their support and sponsorship of this grant initiative as well as recognize Monmouth County's Director of Economic Development, John Cuifo, for his efforts on this project.

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Last week, FMERA celebrated another successful Flag Day ceremony in the Fort's historic district. The staff and Board would like to extend a special thank you to all of our guests who expressed their gratitude and respect for the nation's flag and military heroes. Thank you to the Monmouth County Freeholders, Sheriff Shaun Golden, and Oceanport Mayor Jay Coffey for participating in this notable occasion.

Lastly, in an effort to broaden our reach and better engage the public, FMERA will be rolling out new social media accounts in the coming weeks, which will feature historical tidbits, showcase FMERA's progress-to-date, and advertise upcoming development opportunities. We look forward to connecting with our stakeholders online.

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

Bruce Steadman thanked Gary Baldwin for his participation at the Flag Day ceremony. Mr. Steadman also asked Teri O'Connor to convey his appreciation to Freeholder Lillian Burry for her participation and the outstanding speech she presented at the Flag Day ceremony.

Mr. Steadman thanked Mr. Kloo 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.

Mr. Steadman thanked Donna Sullivan on behalf of the EDA for the demolition on the Myer Center and other FMERA-related projects.

Bruce Steadman gave an update on FMERA action items:

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.
- f) Continued drafting and revisions of documents for the 30+ projects underway

COMMITTEE REPORTS

1. AUDIT COMMITTEE (ROBERT LUCKY, CHAIRMAN)

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

2. REAL ESTATE COMMITTEE (ROBERT LUCKY)

Bruce Steadman, on behalf of Robert Lucky stated that the Committee met on June 11th and discussed the following:

- Discussion regarding First Amendment to the PSARA with Tetherview Property Management, LLC for the Allison Hall Parcel in Oceanport. The Committee reached a consensus and agreed to recommend to the Board for approval.
- Other Issues
 - a. NJEDA Loan
 - b. Parcel B
 - c. Howard Commons
 - d. Warehouse District

- e. Commissary & PX
- f. Barker Circle
- g. Fitness Center
- h. Update on RFOTPs

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

Kenneth J. Kloo stated that the Committee did not meet this month but will be meeting on June 3rd.

Per FMERA's statute, the Authority's Environmental Staff Advisory Committee shall be the exclusive environmental commission for all land use matters and approvals within the Fort Monmouth Project Area, therefore, a public meeting is required for all Mandatory Conceptual Reviews, or MCRs.

The Public portion of the meeting was called to order by the Committee Chairman at 4:30p.m.

The first item on the agenda was a discussion of the MCR Environmental Checklist for the Fitness Center, which included the following requirements:

- A Soil Erosion & Sediment Control Plan is required due to the disturbance of more than 5,000 sq. ft. of soil.
- A Stormwater General Permit is required due to the disturbance of more than 1 acre of soil.
- A CAFRA permit is required due to the construction of the 53 additional parking spaces.

The second item was a discussion of the MCR Environmental Checklist for the Main Post Chapel, which included the following requirements:

- A Soil Erosion & Sediment Control Plan is required due to the disturbance of more than 5,000 sq. ft. of soil.
- A Stormwater General Permit is required due to the disturbance of more than 1 acre of soil.

There being no further business regarding the MCR discussion, the public portion of the meeting was closed at 4:47p.m.

- Committee members and FMERA staff discussed role of the Committee with regard to the MCR reviews and FMERA Land Use Rules vs. Local Zoning Rules.
- FMERA staff provided an update on the various Carve-out Parcels and the Landfill Capping Project, however, there have been no significant changes worth reporting since the last meeting.
- In 2004, the Army performed a site investigation and found pesticides and polycyclic aromatic hydrocarbons, or PAHs, at ECP Parcel 15. The Army has addressed the PAH detections. This year, the Army collected additional samples to better characterize the pesticides levels and, based on that effort, has determined that the area can be blended and regraded without having to excavate soils for off-site disposal.
- FMERA is working with the NJDEP with regards to the osprey nesting platforms and the nests that have been constructed atop power poles.
- FMERA staff concluded the meeting with an 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 will be meeting in July.

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

Bruce Steadman, on behalf of Sean Thompson stated that the Committee will be meeting on June 25th.

6. 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

1. The only item before the Board was Consideration of Approval of the First Amendment to the Purchase and Sale and Redevelopment Agreement with Tetherview Property Management, LLC for the Allison Hall Parcel in Oceanport.

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 Gary Baldwin.

Motion to Approve: JAY COFFEY Second: GARY BALDWIN

AYes: 5

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

Jill Curran of East Gate, Oceanport stated that the stop sign on Sherril Avenue has come down and is lying on the ground and needs to be repaired.

Sandy Craig, 22 Russel Avenue at East Gate, Oceanport stated that she serves on the East Gate Association Board. Ms. Craig stated that she has been told that Greely Field, the former parade grounds, would be given to Oceanport for \$1 to be used for sporting events. Ms. Craig stated that she was advised when she purchased her home that the field is sacred ground and would never be developed. Ms. Craig asked where attendees of the sporting events would park, who will be responsible for maintaining the War memorial on Greely Field and why the two abandoned ball fields on the Fort property cannot be used instead of Greely Field.

Karen Bright, 18 Russel Avenue at East Gate, Oceanport stated that she was advised when she purchased her home that Greely Field was sacred ground. Ms. Bright stated that she was advised that she cannot plant trees in her backyard because it would block the view of the scared grounds. Ms. Bright stated that the parking, lights and noise on the field will be a distraction to the East Gate residents. Ms. Bright stated that she read a 2019 document that Greely Field would be used for events. Ms. Bright stated that she was under the impression that the Monmouth County Parks System (MCPS) was maintaining the fields but it was determined that there was a conflict between the FMERA Board and the MCPS and therefore the MCPS was unable to take ownership of the Greely Field.

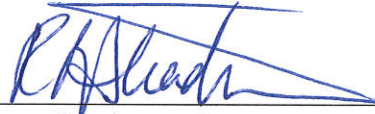
Kristy Dantes stated that she will contact FMERA's Property Management team to have the stop sign replaced.

Bruce Steadman stated that Greely Field is listed in the Fort Monmouth Reuse Plan to be used as active recreation and green space, was never perceived to be totally passive recreation, and has never been termed as sacred ground. Mr. Steadman stated that the future disposition and ownership of Greely Field has not yet been determined. Mr. Steadman stated that FMERA has consulted with the Borough of Oceanport and with Monmouth County regarding future ownership, as well as with private developers. Mr. Steadman stated that the decision regarding ultimate Greely Field ownership will not be decided for at least another year as FMERA works on the many other redevelopment projects in the meantime.

Mr. Steadman stated that there was no "conflict" between FMERA and the MCPS. He noted that Greely Field and Cowan Park are part of the Historic District, and as such no development may occur, in accordance with the Programmatic Agreement signed by the US Army and the NJ State Historic Preservation Office (SHPO). However, no development does not mean no activity. Mr. Steadman reiterated that whomever owns the fields in the future can expect to use the fields for sports and recreation-related activities.

There being no further business, on a motion by Gary Baldwin and seconded by Donna Sullivan and unanimously approved by all voting members present, the meeting was adjourned at 7:35p.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

**Resolution Regarding
First Amendment to Purchase and Sale and Redevelopment Agreement with TetherView Property
Management, LLC for the Allison Hall Parcel in Oceanport**

WHEREAS, Allison Hall, is a 36,665-sf administration building located on Signal Avenue on the Main Post. Constructed in 1928 to serve as the Fort's hospital, the building is listed on the National Register of Historic Places. Allison Hall is part of a complex of five buildings totaling approximately 88,129gsf and covering approximately 12.134 acres (the "Property"). FMERA acquired the Property from the Army as part of the Phase 2 closing in November 2016. The Fort Monmouth Reuse and Redevelopment Plan calls for Allison Hall to be preserved and renovated as office space, the remaining buildings to be demolished, and the balance of the 12-acre site to be developed for mixed-use (retail, office and residential uses); and

WHEREAS, at the June 2015 meeting, the Board authorized staff to offer the Allison Hall Complex for sale through the Offer to Purchase process. FMERA received one proposal in response to its December 29, 2016 Request for Offers to Purchase ("RFOTP"), from TetherView. An evaluation committee reviewed the proposal and found it to be compliant with the RFOTP, and recommended proceeding with negotiations for a PSARA; and

WHEREAS, TetherView's proposal calls for the renovation of Allison Hall and Building 210 for office, retail and/or commercial uses and the reuse of Building 210's ground floor as a restaurant and the second floor as office or retail use; the demolition of Building 196, Building 359 and Building 210's annex; the development of either 100,000± sf of office space in one building to accommodate one user, or up to 60,000± sf of business lofts and up to 30,000± sf of retail space along Oceanport Avenue; and the reuse of Building 199 for office, retail and/or commercial uses; and

WHEREAS, TetherView will also construct a 12-foot wide promenade along Parkers Creek linking the development to the west with Oceanport Avenue. TetherView's total capital investment in the Project is estimated at \$14 million. Additionally, TetherView has expressed interest in demolishing Building 199 and replacing it with a 55,000± sf hotel of up to 3 stories and 110 rooms, for which a later Redevelopment Agreement would be required; and

WHEREAS, because Buildings 199 and 210 are now projected for retention rather than demolition, and because FMERA's RFOTP removed housing from the mix of potential uses on this site, redevelopment of the Property required a Reuse Plan amendment. Amendment #11 allowed for these changes, and was adopted by the FMERA Board at the December 12, 2018 meeting; and

WHEREAS, TetherView is a privately-held property development and management company wholly owned by Michael Abboud. TetherView acquired historic Russel Hall from FMERA last year and successfully renovated the 43,000 gsf building as headquarters space for TetherView, a private cloud services provider, along with office space for smaller tenants. TetherView will purchase the Property in a cash transaction; and

WHEREAS, The PSARA approved by the Board included the terms as described in the attached memorandum and will remain unchanged; and

WHEREAS, the Effective Date of the PSARA is December 7, 2018. Under the Executive Director's discretion to administer the Board-approved PSARA & under Sections 1(o) & 13 of the PSARA, the Due Diligence Period could be extended for an additional ninety days so long as the Purchaser was utilizing good faith and reasonable efforts. Therefore, upon the March 7, 2019 expiration of the Due Diligence Period, Seller agreed to extend the Due Diligence Period for an additional ninety days until June 5, 2019.; and

WHEREAS, during this second Due Diligence Period, Seller entered into a Memorandum of Understanding with Two Rivers Water Reclamation Authority for the planning, survey, and design of a new sewer main ("sewer

design plan”) that will, in part, service the Property and be utilized in fulfillment of the obligation set forth in Section 50(c) of the PSARA. This sewer design plan has not yet been finalized; and

WHEREAS, Purchaser has indicated to FMERA that it will require an additional sixty days to complete due diligence for the limited purpose of assessing its site once the sewer design plan is received from FMERA. Purchaser confirms that it will exit due diligence except for this limited purpose and continue to pursue Approvals which will run from June 5, 2019 until June 5, 2020. FMERA staff recommends extending the Due Diligence Period for the limited purpose described above for approximately sixty days following Purchaser’s receipt of the sewer design plan. FMERA staff also recommends that as part of this Amendment, the Due Diligence Period shall be extended during the interim period following June 5, 2019 and until the Governor’s veto period following approval by the FMERA Board; and

WHEREAS, FMERA and TetherView have continued negotiations in order to work through the sewer design plan and its placement on the Allison Hall parcel. These negotiations have led to the attached amendment to the PSARA with the following revisions to material terms: A sixty-day extension of the Due Diligence Period to complete due diligence for the limited purpose of assessing its site once the sewer design plan is received from FMERA; and

WHEREAS, all other material terms of the PSARA as presented to the Board will remain unchanged. The attached First Amendment to 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; and

WHEREAS, the Real Estate Committee has reviewed the request and recommends approval of the First Amendment to Purchase and Sale Agreement with Tetherview Property Management, LLC.

THEREFORE, BE IT RESOLVED THAT:

1. The Authority approves the First Amendment with Tetherview Property Management, LLC for the Allison Hall Parcel 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: June 19, 2019

EXHIBIT 1