



FORT MONMOUTH

DISCOVER › INNOVATE › TRANSFORM

TO: Members of the Board

FROM: Bruce Steadman
Executive Director and Secretary

DATE: September 18, 2019

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 Utilities and Infrastructure
 - 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. **Executive Session: OPMA EXEMPTION N.J.S.A. 10:4-12b(5, 7).**

- Discussion regarding Contract Negotiations

12. **Board Actions**

1. 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
2. Consideration of Approval of Staff Advisory Committee Membership.
3. Consideration of Approval of the Second Amendment to the Purchase and Sale & Redevelopment Agreement with the Borough of Oceanport for the Oceanport Municipal Complex.
4. Consideration of Approval of the Fourth Amendment to the Purchase and Sale Agreement with Triumphant Life Church Assembly of God for the Chapel Parcel in Oceanport
5. Consideration of Approval of a Purchase and Sale & Redevelopment Agreement with Regional Development Group, LLC for the Barker Circle Parcel in Oceanport.

13. **Other Items**

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

- Responses to questions submitted online or in writing

15. **Adjournment**

**Fort Monmouth Economic Revitalization Authority
Board Meeting
August 21, 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 – V
- Jay Coffey – Mayor of Oceanport – V (via phone)
- Anthony Talerico – Mayor of Eatontown – V
- 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
- 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 July 17th regular meeting minutes. A motion as made to approve the minutes by Lillian Burry and seconded by Donna Sullivan.

Motion to Approve: LILLIAN BURRY Second: DONNA SULLIVAN
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 four board actions.

Dr. Lucky noted the protocol regarding the two opportunities for the public to address the Board, with the 3-minute limit for agenda items, and the 5-minute limit for all other FMERA business.

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 next meeting scheduled for September 18th will be the Authority's annual meeting.

TREASURER'S REPORT

Jennifer Lepore, Manager of Accounting, stated that at tonight's meeting, FMERA is requesting that the Board authorize a credit facility with the EDA for up to \$5 million. The requested loan will be utilized to fund general working capital needs. FMERA has been selling properties over the past six years, however, the timing and closing of these sales has taken longer than anticipated and created the demand for the loan. FMERA's long-term financial outlook is strong. Currently, 75% of the Fort property is engaged in one stage or another in some 30+ projects. As of 2020 and through the balance of FMERA's mission, our pro-forma shows that the Authority will remain cash flow positive and will have adequate resources available to complete the Fort's redevelopment, including repayment of this EDA loan, the first EDA loan, and satisfaction of the obligations with the MCIA. The most recent County appraisal valued the Fort's Phase 2 real property at \$90 million.

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

Sandy Craig of Oceanport asked if there have been any repayments made toward FMERA's outstanding loans to the NJEDA and the Monmouth County Improvement Authority (MCIA).

Bruce Steadman stated that the loans are structured that FMERA pays a percentage of the net sales proceeds at each closing.

Jennifer Lepore stated that the First EDA Loan is projected to be paid off by the end of 2020 and the Second EDA Loan is projected to be paid off by the end of 2022. The MCIA Loan is projected to be paid off in November of 2021 from property sales.

EXECUTIVE DIRECTOR'S REPORT

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

- FMERA continues to coordinate with Two Rivers Water Reclamation Authority and Maser Consulting to progress the work outlined in the TRWRA MOU approved by this Board in April. The work involves finalizing the design of sanitary lines which serve Horseneck Point, the Allison Hall Parcel, and the Lodging Parcel through the 400 area toward the proposed Two Rivers lift-station along Riverside Drive. This design will eliminate a force-main currently traversing the Allison Hall and Lodging Parcels, allowing the developers of those parcels to proceed with design plans.
- The U.S. Army's BRAC Environmental Coordinator, personnel from the U.S. Army Corp. of Engineers (USACOE), NY District Office, FMERA staff, and staff from AECOM (a prime contractor to USACOE) participated in a regulatory compliance meeting with personnel from the NJDEP on August 15th to discuss the Army's plan to meet the substantive regulatory requirements for the proposed landfill capping project which covers 50 acres of land. At present, the Army's landfill capping project is scheduled to commence in November of 2019.
- AECOM, on behalf of USACOE, NY District office, is scheduled to commence a soil removal action at environmental carve-out Parcel 57 during the last week of August. The former commissary building is found within the footprint of the Parcel.

- The facilities team, along with the on-site maintenance contractor, Chenega, has 20+ ongoing projects and operations. Facilities also continues to support the development team, monitor environmental concerns, and maintain properties slated for sale or reuse.

Kara Kopach, Director of Real Estate Development announced that Upendra Sapkota has joined FMERA as Senior Project Officer, Planning and Development. Upendra will oversee Land Use Planning, the Mandatory Conceptual Review process, and will also serve as a Project Manager to multiple residential and commercial developments on the Property. Prior to joining FMERA, Upendra served as a Supervising Planner and as an Acting Director of the planning division at the City of Newark. His work in Newark focused on creating and amending redevelopment plans and land use ordinances for neighborhood revitalization projects and preparing strategies for housing, transit-oriented development and equitable development. Throughout his career, Upendra has been involved in a wide range of projects in the area of housing and land use policy, inclusionary zoning, transit-oriented development, international development, retail and mixed-use development, both in private and public sectors. Upendra holds a Master's degree in Urban and Regional Planning from Ball State University, Indiana and he received his undergraduate degree in Architecture.

Sarah Giberson, Senior Officer for Marketing & Development 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. FMERA has sold 18 properties to date, and another 12 parcels are under contract or have Board-approved contracts.
- In 2019, FMERA 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 late last year.
- This spring, 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 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 5 additional parcels, including Parcel B and Howard Commons in Eatontown, and Barker Circle, the Nurses Quarters and the Commissary in Oceanport.
- A contract for 1 Oceanport property, the Cell Tower, is scheduled for Board consideration this evening, and we hope to bring 4 other properties, Parcel B in Eatontown and the Commissary, the Nurse's Quarters and Barker Circle, in Oceanport, before the Board by fall.

Sarah Giberson stated that at tonight's meeting, the Board will consider the approval of the issuance of a Request for Offers to Purchase for the Tinton Falls Commercial Development Site, which includes the Pulse Power Building, Building 2719, and the Pistol Range. Based on the surrounding redevelopment and staff's evaluation of the current highest and best use of the properties, staff believes offering a larger parcel for redevelopment creates maximum potential for a large-scale project that is complementary to the surrounding uses. This site is envisioned for commercial reuse and the issuance of this RFOTP is anticipated this September. FMERA issued an RFOTP for the Expo Theater and Adjacent Open Space on June 17th and received 4 proposals by the August 16th due date. The Expo Theater is envisioned for commercial redevelopment as an arts, entertainment or recreation facility. FMERA's evaluation committee will review these proposals and score compliant proposals over the next several weeks.

Additionally, staff continues to facilitate meetings and tours related to two of the Fort's largest remaining parcels, The McAfee Center and the 400 Area. The properties are planned as the Fort's tech hub and Oceanport's neighborhood town center, respectively. FMERA is exploring several potential partnerships with other state agencies and universities that would both foster tech development and support the Reuse Plan's vision for a dynamic, pedestrian-friendly community. FMERA staff plans to make a recommendation to the Real Estate Committee to approve the issuance of a Request for Offers to Purchase for the 400 Area this fall.

Please visit our website, www.fortmonmouthnj.com, or follow us on Instagram at @fortmonmouthnj for our latest updates and latest development opportunities.

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 their help with the 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)**

Robert Lucky stated that the Committee did not meet this month but will be meeting in September.

2. **REAL ESTATE COMMITTEE (ROBERT LUCKY)**

Robert Lucky stated that the Committee met on August 13th and discussed the following:

- Discussion regarding making the Tinton Falls Community Development Parcel available through the offer to purchase process. The parcel is approximately 31.25± acres that includes the Pulse Power Building, Building 2719 and the Pistol Range. The Committee reached a consensus and agreed to recommend to the Board for approval.
- Discussion regarding the PSA with Global Signal Acquisitions IV, LLC for the Telecommunications Tower & Land in Oceanport. Crown Castle International Corporation is a subsidiary of Global Signal and is currently managing and/or operating the Property and the communications equipment located thereon and intends to continue to operate and manage the Property. The Committee reached a consensus and agreed to recommend to the Board for approval.
- Discussion regarding the Second Amendment to the PSARA with Fort Partners Group, LLC for the Fitness Center Parcel. The Amendment relates to Fort Partners retention of the existing water tower on the property. The Committee reached a consensus and agreed to recommend to the Board for approval.
- Discussion regarding the Second Amendment to the PSARA with KKF University Enterprises, LLC for the Squier Hall Complex. The Committee reached a consensus and agreed to recommend to the Board for approval.
- Discussion regarding a PSARA with RPM Development for the Nurses Quarters in Oceanport. RPM proposes to renovate and reuse twenty-four units within the existing buildings and construct ten additional single-family townhomes along Main Street. The Committee reached a consensus and agreed to recommend to the Board for approval.
- Other Issues
 - a. NJEDA Loan (Board Action)
 - b. Municipal Boundary

- c. Parcel B
- d. Commissary & PX Area
- e. Barker Circle

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

Kenneth J. Kloo stated that the Committee met on August 5th and discussed the following:

Per FMERA's statute, the Authority's Environmental Staff Advisory Committee shall be the exclusive environmental commission for all land use matters and approvals with 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 at 4:30 PM.

The Committee discussed its role with regards to the Mandatory Conceptual Reviews and opened a discussion regarding the MCR Environmental Checklist for the Suneagles Golf Course. The following environmental requirements were identified in the MCR:

- A Soil Erosion & Sediment Control Plan will be required due to the disturbance of more than 5,000 sq. ft. of soil.
- An Authorization to Discharge - Construction Activity Stormwater General Permit is required due to the disturbance of greater than one acre.
- The following NJDEP permits are required due to the expansion of a pond to serve as the detention basin for stormwater originating from the 60 new townhomes and supporting roadways which are to be constructed in the center of the property:
 - General Permit #1 for maintenance and repair of existing features.
 - General Permit #6 for non-tributary wetlands.
 - General Permit #6A for transition areas adjacent to non-tributary wetlands in the event that construction encroaches upon the buffer zone associated with the newly delineated wetlands.
 - And a General Permit #2, Underground Utility Features Permit, due to freshwater wetlands that will be impacted from the construction of a sewer main.
 - In addition, a Stormwater General Permit is required due to the disturbance of more than one acre of soil.

There being no further business regarding the MCR discussion, the public portion of the meeting was closed at 4:57p.m.

- FMERA staff informed the Committee that a contractor acting on behalf of the prospective purchaser for the Lodging Parcel performed a Phase 2 Site Investigation during the due diligence period that included soil and ground water sampling. A Licensed Site Remediation Professional, or LSRP, will be responsible for conducting any remediation that may be required.
- The Commissary parcel is a Carve-out Parcel at which the Army is in the process of conducting remediation to obtain a No Further Action determination from the DEP. FMERA intends to acquire title from the Army for the purpose of transferring the Commissary building only to the prospective purchaser in order to begin renovations as soon as possible. The remainder of the parcel will be transferred later via a separate deed when remediation is completed.
- Capping of the landfills is scheduled to begin in late October or early November. The project will place a 2-foot vegetative soil cap across all the landfills beginning with the M2 and M8 landfills. Five of the landfills have already received a No Further Action determination for ground water and the Army will recommend monitored natural attenuation for the remaining four landfills. There was a compliance meeting between the Army's contractor and the DEP on August 15th.
- FMERA staff provided the following updates for the Carve-out Parcels:
 - Former Dry-Cleaning Facility: Army has completed the demolition of the facility, ground water sampling and two rounds of chemical injections, with two additional rounds scheduled for August. The preliminary results indicate that there are no soil vapors of concern for downgradient structures. The Army will complete a Remedial Action Work Plan which will provide the details of the final remediation strategy.

- Former AFFES Gas Station – The Army has removed the five hydraulic lifts from inside the garage area of Building 699 and is currently awaiting the results of the adjacent soil samples.
- FMERA has submitted a Tidelands Grant application to the DEP’s Bureau of Tidelands to satisfy the Army’s claim on the tidelands bordering the Allison Hall and Lodging parcels. The Tidelands Resource Council will have five months to review the application.

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 but will be meeting in September.

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

Lillian Burry stated that the Committee did not meet this month. Lillian Burry stated that there will be a ribbon cutting ceremony at the Monmouth County Adult Shelter on Friday, September 30th at 10:00a.m.

BOARD ACTIONS

1. The first item before the Board was Consideration of Approval of a Second Loan from the New Jersey Economic Development Authority.

Kara Kopach read a summary of the Board memo.

The resolution is attached hereto and marked Exhibit 1.

A motion was made by Lillian Burry and was seconded by Anthony Talerico.

Motion to Approve: LILLIAN BURRY Second: ANTHONY TALERICO
AYes: 7

2. The second item before the Board was Consideration of Approval of Making the Tinton Falls Commercial Parcel available through the Offer to Purchase Process.

Kara Kopach read a summary of the Board memo.

The resolution is attached hereto and marked Exhibit 2.

A motion was made by Gary Baldwin and was seconded by Lillian Burry.

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

3. The third item before the Board was Consideration of Approval of a Purchase and Sale Agreement with Global Signal Acquisitions IV, LLC for the Telecommunications Tower & Land in Oceanport.

Kara Kopach read a summary of the Board memo.

The resolution is attached hereto and marked Exhibit 3.

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

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

4. The fourth item before the Board was Consideration of Approval Consideration of Approval of the Second Amendment to the Purchase and Sale & Redevelopment Agreement with KKF University Enterprises, LLC for the Squier Hall Complex.

Kara Kopach read a summary of the Board memo.

The resolution is attached hereto and marked Exhibit 4.

A motion was made by Jay Coffey and was seconded by Gary Baldwin.

Motion to Approve: JAY COFFEY Second: GARY BALDWIN
AYes: 7

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

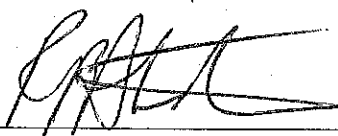
Sandy Craig of Oceanport asked if the Fitness Center developer was given a Scope of Work and time perimeters to complete the project. She expressed concern about the length of time it has taken for the project to move forward.

Bruce Steadman stated that the PSARA sets forth obligations between FMERA and the buyer. Mr. Steadman stated that due to unknown subgrade conditions beneath the pool and the 32 leaks found in the pool, it was deemed appropriate and necessary to remove the pool, and the buyer determined it was not economically feasible to replace it. The removal of the pool was not a substantive part of the overall redevelopment plan; therefore, it was allowed. Mr. Steadman stated that there was also other construction related issues, such as a delay in the delivery of steel, that surfaced during the construction, which also postponed the project's completion date, and other construction-related issues that the buyer had to contend with. Mr. Steadman stated that the developer will be making a \$10-\$11MM investment in the property to make it a first-class Health and Fitness Facility which will also create jobs. Mr. Steadman stated that the developer has notified him that they will be making substantial improvements to the exterior of the building over the next several weeks and the project is expected to be completed by March 2020.

Dr. Lucky stated that the Board shares the questioner's concerns and is as frustrated as anyone about the delay in the project.

There being no further business, on a motion by Lillian Burry and seconded by Gary Baldwin 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.

A handwritten signature in black ink, appearing to read 'B. Steadman', written over a horizontal line.

Bruce Steadman – Secretary

ADOPTED
August 21, 2019

**Resolution Regarding
Second Loan from New Jersey Economic Development Authority**

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 New Jersey Economic Development Authority (“EDA”) is an independent State authority that serves as the State’s “bank for business” by financing small and mid-sized businesses, administering tax incentives to retain and grow jobs, revitalizing communities through redevelopment initiatives, and supporting entrepreneurial development by providing access to training and mentoring programs, and

WHEREAS, on December 6, 2017 the Board approved the first loan from EDA of \$5 million, which was for general working capital purposes, with a 60-month term with a 12-month draw period, at an interest rate of 2.23%. This loan closed on December 28, 2017 and matures on January 1, 2023. The entire \$5 million was drawn down and the current balance is \$4,264,148. In addition to the monthly interest payments, there have been three principal payments to EDA generated from the net sales proceeds of Phase 1 parcels aggregating \$735,852. This loan is anticipated to be fully repaid from Phase 1 and 2 net sales proceeds of parcel payments of \$506,195 later in 2019 and \$3,757,953 in 2020

WHEREAS, the Second requested loan will be utilized to fund general working capital needs which will be comprised primarily of salaries, general and administrative expenses, program costs (which consist of professional services, property maintenance, utilities) and debt service; and

WHEREAS, FMERA has been selling properties over the past six years, however, the timing and closing of these sales has taken longer than anticipated and created the demand for the loan. The loan will be available at closing with an anticipated first draw of \$2.5 million in September of 2019 and a second draw, if necessary, in the first quarter of 2020 as well as the additional terms as described in the attached memorandum; and the loan will have an interest rate of the greater of the five-year US Treasury or 2% fixed at closing with a 60-month term and a 12-month draw period. Monthly payments of interest will be due on the loan and principal payments will be due at the time of closing on Phase 1 parcels, and

WHEREAS, FMERA staff is also requesting that the Members delegate to the Executive Director authority to execute any related financing documents required by EDA in connection with the loan; and

WHEREAS, FMERA proposes to pay EDA 50% of net Phase 1 sales proceeds after deducting amounts due to the Army, EDA 1st loan, and Homeless Trust (with one exception being 70% of net sales proceeds from the sale of the Phase 1 portion of Parcel B), estimated at \$0.8 million, \$3.5 million, and \$0.7 million in 2019, 2021, and 2022, respectively. FMERA anticipates repayment of the proposed loan by 2022 if fully drawn. Phase 1 and 2 parcels expected to be sold through 2022 have an estimated aggregate value of \$109 million with net proceeds to FMERA of \$60.8 million; and

WHEREAS, FMERA’s long-term financial outlook is strong. Some 75% of the Fort property is engaged in one stage or another in some 30+ projects. As of 2019 and through the balance of FMERA’s mission, our pro-forma shows that the Authority will remain cash flow positive, we will have adequate resources available to complete the Fort’s redevelopment, including repayment of this EDA loan, the first EDA loan, and satisfaction of our obligations with the MCIA; and

WHEREAS, FMERA has been selling properties over the past six years, however, the timing and closing of these sales has taken longer than anticipated and created the demand for the loan, and the NJEDA loan will become available at closing with the anticipated first draw of \$2.5 million in September 2019 and a second draw, if necessary, in the first quarter of 2020; and

WHEREAS, the Audit Committee has reviewed the terms of the credit facility for up to \$5 million and recommends it to the Authority for approval.

THEREFORE, BE IT RESOLVED THAT:

1. The Authority approves a second credit facility for up to a \$5 million loan from the New Jersey Economic Development Authority to FMERA for general working capital purposes.

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 21, 2019

EXHIBIT 1

**Resolution Regarding
Approval to Make the Tinton Falls Commercial Development Parcel Available through the Offer to
Purchase Process**

WHEREAS, in accordance with Section 19:31C-2.5(a) of FMERA's Rules for the Sale of Real and Personal Property, "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 Tinton Falls Commercial Development Parcel is an approximately 31.25± acre parcel of land containing nine buildings located at Pearl Harbor Avenue and Pinebrook Road in the Tinton Falls Reuse Area of the Charles Wood Area of the Fort ("the Property"); and

WHEREAS, the Pulse Power Building, (Building 2707), is a special purpose facility consisting of 15,690 sf of administrative offices and 10,786 sf of dry lab and testing space. The Fort Monmouth Reuse & Redevelopment Plan (Reuse Plan) contemplates the building reused for office and/or research & development use. Given its design as a special purpose facility, however, FMERA staff has not received interest in the Pulse Power building for continued R&D use. Consequently, staff believes that the Pulse Power building and its outbuildings should be offered as part of a larger parcel for either office/R&D or an alternate commercial use consistent with or complementing the planned uses in the area and allow either reuse of the building or demolition and redevelopment of the parcel; and

WHEREAS, Building 2719 consists of 6,574 sf of administrative space and a 2,448 sf high-bay garage. The Property also includes Building 2704, a 6,226-sf testing facility known as the Shake & Bake lab. The Reuse Plan envisioned the demolition of Buildings 2704 and 2719 for passive open space due to their location on the site and inaccessibility to other planned development. However, amendments to the Reuse Plan have substantially changed the land use plan for the Tinton Falls Reuse Area, and as a result Building 2719 is now accessible and its reuse for commercial purposes would be consistent with adjacent uses, and;

WHEREAS, the Pistol Range (Building 2627), an indoor pistol range, and the former Fire Training Area are also located within the Property. The Pistol Range is a 10-lane shooting range built in 2006, totaling 11,110 sf. It additionally includes a classroom, kitchen, bathrooms, and a gun cleaning facility. The Pistol Range parcel includes Building 2628, a 5,724-sf warehouse, and Building 2629, a fire training/burn building. Per the Reuse Plan, the Pistol Range is envisioned for reuse as a gun range and Building 2629 is envisioned for reuse as a fire training center by state, county or local governmental entities. Based on Reuse Plan amendments affecting the surrounding land and the planned, adjacent development, these prior planned uses may no longer be the highest and best use of the Property and therefore, FMERA staff recommends the Pistol Range and Fire Training Area be offered as part of a larger parcel and accept Offers for alternate uses consistent with and complementary to the surrounding development. An Offer to demolish Building 2627 or reuse and redevelop the parcel for anything other than a shooting range will require an amendment to the Reuse Plan; and

WHEREAS, given that amendments to the Reuse Plan have substantially changed the land use plan for the Tinton Falls Reuse Area, FMERA staff recommends it accept Offers that include the reuse or demolition of Buildings 2707-2710, 2719, 2627, 2628, and 2629, the demolition of Building 2704 and the redevelopment of the parcel for office/research & development, alternate commercial or open space/recreational uses consistent with or complementing the planned uses in the area. Any such Offers will require an amendment to the Reuse Plan; 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 separate Board approval of a Reuse Plan amendment or a variance. In this instance, because the Request for Offer 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 variance; and

WHEREAS, Authority staff recommends proceeding with the offer to purchase process for the Tinton Falls Commercial Parcel rather than sealed bids. This recommendation is based on several factors. 1) potential purchasers have expressed interest to FMERA staff in acquiring and renovating the Property for commercial and related uses, and 2) as the reuse of several buildings may no longer represent the highest and best use, staff believes the RFOTP process may allow greater flexibility for selecting the scenario that would maximize the development potential and economic value of the Property. Accordingly, staff believes that negotiation with respondents may be necessary to ensure that FMERA's objectives are met, and that the value of the Property is maximized; and

WHEREAS, the Real Estate Committee has reviewed making the Tinton Falls Commercial Development Parcel available through the offer to purchase process and recommends it to the Board for approval.

THEREFORE, BE IT RESOLVED THAT:

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

ATTACHMENT

Dated: August 21, 2019

EXHIBIT 2

**Resolution Regarding
Purchase and Sale Agreement with Global Signal Acquisitions IV LLC for the Telecommunications Tower &
Land in Oceanport**

WHEREAS, FMERA issued a Request for Sealed Bids (“RFB”) on June 10, 2019 in connection with the sale of an approximately 0.58 parcel of land containing the Fort Monmouth Telecommunications Tower and adjacent land. The Property is located at the corner of Murphy Drive and Lane Avenue in the Oceanport Reuse Area of the Fort; and

WHEREAS, responses to the RFB were due on July 24, 2019 and bids were received from Global Signal Acquisitions IV, LLC (“Global Signal”) and Wireless Edge Towers. An evaluation committee scored the bids and deemed they were compliant. Under Section 5.0 of the RFB, “FMERA may also seek Best and Final Sealed Bids from one or more Bidders who timely submitted a responsive bid for this RFB”, FMERA sent a letter on August 7th to both proposers seeking a Best and Final Sealed Bid limited to the proposed purchase price under Section 5.1(b) of the RFB. No other modifications to the proposal submitted would be permitted or accepted. Further, only Best and Final Sealed Bids identifying an increased proposed purchase price were considered and if the Best and Final Sealed Bid did not meet the criteria, FMERA would only reevaluate the proposals based on the original submission; and

WHEREAS, the Best and Final Bids were due on Friday, August 9th and both Global Signal and Wireless Edge Towers submitted a Best and Final Sealed Bid. The evaluation committee rescored the bids and deemed Global Signal to be the highest scored bid. The evaluation committee made a recommendation to enter into a PSA with Global Signal; and

WHEREAS, in July 2005, the Army granted to the Lessee through its agent, Omnipoint Communications, Inc., a lease for the right to erect, operate and maintain the telecommunications tower on Fort Monmouth (the “Lease”). Under the terms of the Lease, the Lessee has multiple term options which continue through September 30, 2030. FMERA acquired title to the Property via quitclaim deed from the Army in November 2016 pursuant to the terms of the EDC Agreement. The Property was transferred to FMERA subject to an existing lease and supplemental agreement between the Army and Omnipoint Facilities Network 2, LLC (the “Lessee”). FMERA issued the RFB subject to the Lease and its multiple term options. The Lease will be assigned to the future owner of the Property under the terms and conditions stipulated in the Lease and Supplemental Agreements; and

WHEREAS, the PSA between the Authority and Global Signal (the “Parties”) will be subject to the terms of the EDC Agreement; and

WHEREAS, pursuant to the terms of the PSA, Global Signal will pay \$1,100,000.00 for the Property, which exceeds the \$800,000 minimum bid specified in the RFB. Global Signal agrees to (i) comply with the expedited closing schedule and execute a PSA within fifteen days of bid approval and subject to FMERA Board approval, and (ii) close within sixty days of execution of the PSA by the Parties. Purchaser shall have thirty days to investigate due diligence items and the Due Diligence Period may be extended for an additional thirty days for Purchaser to conduct additional environmental testing or due diligence based on the agreement of the Parties.; and

WHEREAS, Crown Castle International Corporation (“Crown Castle”) is a subsidiary of Global Signal and is currently managing and/or operating the Property and the communications equipment located thereon. Crown Castle intends to continue to operate and manage the Property and the communications equipment located thereon in accordance with terms and conditions as described in the attached memorandum, and;

WHEREAS, Crown Castle has no current plans to make any material or substantive changes to the Property, however, Crown Castle will be responsible for paving/repaving the Property’s driveway known as Lane Avenue to its connection point with Murphy Drive and installing landscaping and fencing along the Property’s perimeter; and

WHEREAS, subject to the terms and conditions set forth in the PSA and the performance by the Parties of all of the obligations hereunder, the Seller agrees to sell and convey to Purchaser, and the Purchaser agrees to purchase and acquire from Seller, the Property. The Seller will sell and convey to the Purchaser the Property in its as-is condition, which consists of: (a) the land and telecommunications tower, other improvements and fixtures on the land; (b) all of the Seller's rights relating to the land; and (c) all personal property specifically included in this Agreement (d) subject to the Lease; and

WHEREAS, purchaser covenants to obtain a Certificate of Occupancy, if required, and use and occupy the Property for telecommunications use consistent with the Fort Monmouth Reuse and Redevelopment Plan ("Reuse Plan"). Seller will convey the 0.195-acre portion of the Environmental Carveout to Purchaser for no additional consideration within forty-five days of Seller's receipt of a Final Remediation Document from the NJDEP, the Army's issuance of a Finding of Suitability to Transfer ("FOST") and title from the Army. In the event that Purchaser has not obtained a Certificate of Occupancy, if required, and commenced to use and occupy the Property within six months from the subsequent closing on the Environmental Carveout as contemplated by reason of force-majeure or such reasons as agreed between the Parties and provided Purchaser's efforts to obtain a Certificate of Occupancy and commence using and occupying the Property are ongoing and proceeding in good faith toward the completion of the Project, then in such event, Purchaser shall be entitled to a six month extension of the completion date; and

WHEREAS, during the interim period of Purchaser completing due diligence and obtaining any necessary Approvals, Purchaser intends to continue to use the cell tower under the existing Lease agreement; and.

WHEREAS, the PSA between FMERA and Global Signal is not in substantially final form. The final terms of the PSA are subject to the approval of FMERA's Executive Director and the Attorney General's Office, as well as Purchaser and its counsel. The Real Estate Committee has reviewed the request and recommends it to the Board for approval.

THEREFORE, BE IT RESOLVED THAT:

1. The Authority approves the selection of Global Signal Acquisitions IV, LLC as the purchaser of the Telecommunications Tower and Land in Oceanport on terms substantially consistent to those set forth in the attached memorandum and the attached Purchase and Sale Agreement and on final terms acceptable to the Executive Director and the Attorney General's Office, and authorizes the Executive Director to execute the PSA and take any necessary actions to effectuate the selection of Global Signal Acquisitions IV, LLC 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.

Dated: August 21, 2019

EXHIBIT 3

**Resolution Regarding
Second Amendment to Purchase and Sale Agreement 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 is part of a complex of seven buildings totaling 153,835 sf and covering approximately 26.8 acres (the "Property"); and FMERA acquired a ±5.73-acre portion of the overall Property (the Phase I Parcel) containing Squier Hall and Building 288 from the Army in the spring of last year and a second parcel containing the balance of the buildings (the Phase II Parcel) in December 2018; and

WHEREAS, KKF's Purchase and Sale and Redevelopment Agreement ("PSARA") calls for the renovation of Squier Hall for lease to New Jersey City University ("NJCU") for a baccalaureate completion site for upper division educational coursework known as NJCU Monmouth; 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 as permitted in Reuse Plan Amendments #6 & #13, and any additional development for Phase II and III will require a Reuse Plan Amendment; and

WHEREAS, the PSARA was approved by the Board at its September 25, 2018 meeting, and executed by FMERA and KKF on October 24, 2018 and the redeveloper designation was approved by the EDA Board on October 11th, 2018; and

WHEREAS, pursuant to the original terms of the PSARA, KKF would 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; and

WHEREAS, FMERA will have a right to repurchase the Property if Phase I construction and Phase II demolition are 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 months of closing or pay a penalty of \$1,500 for each permanent job not created; and

WHEREAS, 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 feet, of which cost for this was estimated to be \$300,000; and

WHEREAS, during the Due Diligence Period Purchaser, Purchaser encountered unexpected environmental and preservation costs estimated to be \$2.9 million;

WHEREAS, in response to these unexpected cost, at FMERA's May Board meeting, the Parties agreed to the First Amendment of the terms as described in the attached memorandum; the terms of the First Amendment were subject to FMERA's reimbursement agreement with the Monmouth County Improvement Authority ("MCIA") to receive twenty-five percent (25%) of FMERA's net sales proceeds toward FMERA's repayment of its Phase II debt obligation to MCIA ("MCIA payment"); and

WHEREAS, the MCIA has requested that it receive the MCIA payment at Purchaser's initial Closing; and so the Purchaser has agreed to release its Deposit for Seller to make the MCIA payment at Closing and amend the Agreement to reflect that the balance of the Purchase Price after the MCIA payment shall be \$1,176,140.25 to be paid in accordance with attached Installation Schedule; and

WHEREAS, based on this payment to MCIA, the MCIA shall provide a mortgage release (prior to closing) for the property; and

WHEREAS, the Parties further agree that Purchaser's obligation to reimburse \$295,586.09 for the new sewer main shall be split into two installment payments to reflect a payment of One Hundred and Fifty Thousand dollars (\$150,000) at Closing and another One Hundred and Forty-Five Thousand Five Hundred and Eighty-Six dollars and Nine cents (\$145,586.09) within six (6) months of Closing; and

WHEREAS, the attached Second PSARA Amendment is in substantially final form and the final terms of the Second PSARA Amendment are subject to the approval of FMERA's Executive Director, KKF 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. The Authority approves the Second Amendment with KKF University Enterprises, LLC for the Squier Hall Complex 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 21, 2019

EXHIBIT 4

MEMORANDUM

TO: Members of the Board

FROM: Bruce Steadman

DATE: September 18, 2019

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

EXECUTIVE SESSION ITEMS
NOVEMBER 2010 – September 2018

Item	Date of Action	Description	Resolution
For Legal Advice Concerning the October 27, 2010 Appellate Division Decision <u>In re Fort Monmouth Reuse and Redevelopment Plan</u>	November 15, 2010	The Authority desires to enter into executive session with its Deputy Attorneys General to discuss pending or anticipated litigation and obtain confidential legal advice falling within the attorney-client privilege concerning the October 27, 2010 Appellate Division decision, <u>In re Fort Monmouth Reuse and Redevelopment Plan</u> (No. A-0924-08), to which the Authority is a party as the successor to FMERPA (Affordable Housing)	<i>Released with redactions for Attorney-Client privilege</i>
Entering into Executive Session to Discuss Pending Real Estate Matters and Contract Negotiations with the Army	February 16, 2011	The Authority desires to enter into executive session to discuss pending negotiations concerning contracts to purchase, lease or acquire real property from the U.S. Army with the use of public funds and the Authority is a party to such contracts (MOA & EDC)	<i>Released in its entirety.</i>
Entering into Executive Session to Discuss Pending Real Estate and Contract Negotiations with the Army	July 20, 2011	The Authority desires to enter into executive session to discuss pending negotiations concerning contracts to purchase, lease or acquire real property from the U.S. Army with the use of public funds and the Authority is a party to such contracts (MOA & EDC)	<i>Released in its entirety.</i>
Entering into Executive Session to Discuss Pending Real Estate and Contract Negotiations with the Army	August 17, 2011	The Authority desires to enter into executive session to discuss pending negotiations concerning contracts to purchase, lease or acquire real property from the U.S. Army with the use of public funds and the Authority is a party to such contracts (MOA & EDC)	<i>Released in its entirety.</i>

Entering into Executive Session to Discuss Pending Real Estate and Contract Negotiations with the Army	September 21, 2011	The Authority desires to enter into executive session to discuss pending negotiations concerning contracts to purchase, lease or acquire real property from the U.S. Army with the use of public funds and the Authority is a party to such contracts (MOA & EDC)	<i>Released in its entirety.</i>
Entering into Executive Session to Discuss Pending Real Estate and Contract Negotiations with the Army	October 19, 2011	The Authority desires to enter into executive session to discuss pending negotiations concerning contracts to purchase, lease or acquire real property from the U.S. Army with the use of public funds and the Authority is a party to such contracts (MOA & EDC)	<i>Released in its entirety.</i>
Entering into Executive Session to Discuss Pending Real Estate Negotiation	December 21, 2011	The Authority desires to enter into executive session to discuss pending negotiations concerning contracts to transfer real property that will be owned by the Authority and the Authority is a party to such contract (Parcel E)	<i>Released with redactions for Attorney-Client privilege.</i>
Entering into Executive Session to Discuss Pending Real Estate Negotiations and Attorney-Client Privilege Matter	January 18, 2012	The Authority desires to enter into executive session to discuss pending negotiations concerning contracts to transfer real property that will be owned by the Authority and the Authority is a party to such contract (Parcel E)	<i>Released in its entirety.</i>
Entering into Executive Session to Discuss Pending Real Estate Negotiations and Attorney-Client Privilege Matter	March 21, 2012	The Authority desires to enter into executive session to discuss pending negotiations concerning contracts to transfer real property that will be owned by the Authority and the Authority is a party to such contract (Parcel E, Clinic Parcel & MOA)	<i>Released in its entirety.</i>

Entering into Executive Session To Discuss Pending Real Estate and Contract Negotiations with the Army	September 18, 2013	The Authority desires to enter into executive session to discuss pending negotiations concerning contracts to purchase, lease or acquire real property from the U.S. Army with the use of public funds and the Authority is a party to such contracts (Strategy for negotiations)	<i>Released in its entirety.</i>
Entering into Executive Session To Discuss Pending Real Estate and Contract Negotiations with the Army	February 19, 2014	The Authority desires to enter into executive session to discuss pending negotiations concerning contracts to purchase, lease or acquire real property from the U.S. Army with the use of public funds and the Authority is a party to such contracts (Strategy for negotiations)	<i>Released in its entirety.</i>
Entering into Executive Session to Discuss Pending Real Estate and Contract Negotiations with the Army	March 19, 2014	The Authority desires to enter into executive session to discuss pending negotiations concerning contracts to purchase, lease or acquire real property from the U.S. Army with the use of public funds and the Authority is a party to such contracts (Update on negotiations for EDC)	<i>Released in its entirety.</i>
Entering into Executive Session to Discuss Pending Real Estate and Contract Negotiations with the Army	April 23, 2014	The Authority desires to enter into executive session to discuss pending negotiations concerning contracts to purchase, lease or acquire real property from the U.S. Army with the use of public funds and the Authority is a party to such contracts (Update on negotiations for EDC)	<i>Released in its entirety.</i>

Entering into Executive Session to Discuss Negotiations of Howard Commons Purchase and Sale Agreement and Redevelopment Agreement	July 16, 2014	The Authority desires to enter into executive session to discuss real estate purchase, lease or acquisition from and pending negotiations of Howard Commons Purchase and Sale Agreement and Redevelopment Agreement.	<i>Ongoing real estate contract negotiations.</i>
Entering into Executive Session to Discuss Pending Real Estate and Contract Negotiations with the Army	January 21, 2015	The Authority desires to enter into executive session to discuss pending negotiations concerning contracts to purchase, lease or acquire real property from the U.S. Army with the use of public funds and the Authority is a party to such contracts (Update on negotiations for EDC)	<i>Released in its entirety.</i>
Entering into Executive Session to Obtain Attorney-Client Advice Regarding a Proposed Motion	March 18, 2015	The Authority desires to enter into executive session to discuss the legal ramifications related to a proposed motion (Fort Monmouth prevailing wage obligations)	<i>Ongoing – Remains subject to Attorney-Client privilege</i>
Entering into Executive Session to Discuss Attorney-Client Advice Regarding a Proposed Motion	April 15, 2015	The Authority desires to enter into executive session to discuss the legal ramifications related to a proposed motion (Fort Monmouth prevailing wage obligations)	<i>Released in its entirety.</i>
Entering into Executive Session to Discuss Attorney-Client Advice Regarding a Proposed Motion	May 20, 2015	The Authority desires to enter into executive session to discuss the legal ramifications related to a proposed motion (Fort Monmouth prevailing wage obligations)	<i>Ongoing – Remains subject to Attorney-Client privilege</i>
Entering into Executive Session to Discuss Pending Contract Negotiations	June 17, 2015	The Authority desires to enter into executive session to discuss pending contract negotiations (Golf Course RFOTP and MOU with DHS)	<i>Released with redactions for Attorney-Client privilege.</i>

Entering into Executive Session to Discuss Pending Real Estate and Contract Negotiations with the Army	July 15, 2015	The Authority desires to enter into executive session to discuss pending negotiations concerning contracts to purchase, lease or acquire real property from the U.S. Army with the use of public funds and the Authority is a party to such contracts (Update on negotiations for EDC)	<i>Released in its entirety.</i>
Entering into Executive Session to Discuss Update on Real Estate and Contract Negotiations with the Army	February 17, 2016	The Authority desires to enter into executive session to discuss pending negotiations concerning contracts to purchase, lease or acquire real property from the U.S. Army with the use of public funds and the Authority is a party to such contracts (Update on negotiations for EDC)	<i>Released in its entirety.</i>
Entering into Executive Session to Discuss Update on Real Estate and Contract Negotiations with the Army	April 20, 2016	The Authority desires to enter into executive session to discuss pending negotiations concerning contracts to purchase, lease or acquire real property from the U.S. Army with the use of public funds and the Authority is a party to such contracts (Update on negotiations for EDC)	<i>Released in its entirety.</i>
Entering into Executive Session to Discuss Update on Financing Negotiations with the County of Monmouth	June 15, 2016	The Authority desires to enter into executive session to discuss pending negotiations concerning contracts for financing to acquire real property from the U.S. Army and the Authority is a party to such contracts (Update on financing negotiations with the County of Monmouth)	<i>Released in its entirety.</i>

Entering into Executive Session to Discuss Update on Financing Negotiations with the County of Monmouth	October 14, 2016	The Authority desires to enter into executive session to discuss pending negotiations concerning contracts for financing to acquire real property from the U.S. Army and the Authority is a party to such contracts (Update on financing negotiations with the County of Monmouth)	<i>Released in its entirety.</i>
Entering into Executive Session to Discuss the Purchase and Sale and Redevelopment Agreement for Parcel B in Eatontown	February 15, 2017	The Authority desires to enter into executive session to discuss real estate purchase, lease or acquisition from and pending negotiations of Parcel B Purchase and Sale Agreement and Redevelopment Agreement	<i>Ongoing real estate contract negotiations</i>
Entering into Executive Session to Discuss Anticipated Proceeds or Anticipated Real Estate Contracts	September 20, 2017	The Authority desires to enter into executive session to discuss anticipated proceeds from pending or anticipated real estate contracts	<i>Ongoing real estate contract negotiations</i>
Entering into Executive Session to Discuss Contract Negotiations	April 23, 2019	The Authority desires to enter into executive session to discuss contract negotiations.	<i>Ongoing real estate contract negotiations.</i>

MEMORANDUM

TO: Members of the Board

FROM: Bruce Steadman
Executive Director

DATE: September 18, 2019

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 Utilities and Infrastructure; Update on Requests for Offers to Purchase (RFOTPs); Update on Marketing Effort; and Action Items for Next Month.

Treasurer's Report

1. 2020 Budget Overview

The budget process for 2020 is about to get underway. In the coming weeks, FMERA staff will hold budget sessions and begin drafting the 2020 FMERA Budget. The draft budget will then be presented to the Audit Committee for their review. The 2020 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. Update on Phase 2 Financing

FMERA staff and counsel participated in conference calls and meeting over the past few months with representatives of the County of Monmouth and the Monmouth County Improvement Authority regarding the issuance of subsequent notes relating to the financing of FMERA's 2016 purchase of the Phase 2 EDC properties from the Army. As of the November 14, 2019 subsequent note maturity date, FMERA is estimating that it will have paid down approximately \$10,000,000 in principal of the original \$33,525,000. At tonight's meeting, FMERA is requesting that the Board authorize the issuance of subsequent notes in an amount not to exceed \$24,500,000 to cover the balance plus issuance costs and fees.

Executive Director's Report

1. Update on Utilities and Infrastructure

FMERA continues to coordinate with Two Rivers Water Reclamation Authority and Maser Consulting to progress the work outlined in the TRWRA MOU approved by this Board in April. The work involves finalizing the design of sanitary lines which serve Horseneck Point, the Allison Hall Parcel, and the Lodging Parcel through the 400 area toward the proposed Two Rivers lift-station along Riverside Drive. This design will eliminate a force-main currently traversing the Addison Hall and Lodging Parcels, allowing the developers of those parcels to proceed with design plans.

The facilities team, along with the on-site maintenance contractor, Chenega, has 20+ ongoing projects and operations. Facilities also continues to support the development team, monitor environmental concerns, and maintain properties slated for sale or reuse.

2. Update on RFOTPs

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

In Oceanport, FMERA has closed on the following seven properties:

- Officer Housing Parcels on January 13, 2017 with RPM Development, LLC. 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.
- 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.
- Russel Hall and associated property on June 23, 2017. TetherView Property Management, LLC, a private cloud computing services company has occupied the 40,000 square-foot building. Russel Hall currently houses a variety of businesses including tech companies, medical offices, and an architecture firm, among others.
- 13-acre parcel on Murphy Drive on August 16, 2017, where the Borough purchased the property for their new municipal complex.
- Fitness Center on September 26, 2017 enabling Fort Partners Group, LLC, to renovate and expand the facility to emphasize basketball and fitness programs, medically based fitness and wellness programs, and individualized and group training and classes.
- Dance Hall parcel on April 4, 2018 to The Loft Partnership, LLC. The developer plans to renovate the Dance Hall as a microbrewery, coffee house, and banquet facility.
- Building 501, an approximately 1.7-acre site identified for conveyance to Family Promise of Monmouth County via a Legally Binding Agreement (LBA).

Also in Oceanport, FMERA has executed or approved contracts on the following six properties:

- 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. At the October 2018 meeting, the Board approved a PSARA with Fort Monmouth Business Center, LLC.
- Lodging Area, a 15-acre site located on Parkers Creek, where the Board approved a PSARA with Somerset Development, LLC at the May 2018 Board meeting calling for up to 185 new and renovated housing units. At the May 2019 meeting, the Board approved Plan Amendment #14 for the Lodging Area parcel.
- Marina, currently operating as a marina/public boat ramp and restaurant. At the July Board meeting, the Board approved a PSARA with AP Development Partners, LLC.
- Squier Hall Complex, an approximately 31-acre site under contract to KKF University Enterprises, LLC. The developer has secured a commitment from New Jersey City University for use of the site as a satellite campus. At the September 2018 meeting, the Board approved a PSARA with KKF University Enterprises, LLC.
- Warehouse District, consisting of five general purpose administrative buildings and two warehouse buildings totaling 77,589± sf, and the Post Office Area, including the 7,641± sf former Post Office; Tickets & Tours, a 2,600± sf building; Building 800, a 14,964± sf administration and classroom building; and Building 801, the 9,267± sf recreation equipment checkout facility. At the July 2019 Board meeting, the Board approved a PSARA with OPort Partners, LLC.

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

- Commissary, the 53,700± sf former Army supermarket;
- Post Exchange (PX) complex, a series of four wood-frame buildings totaling 45,626± sf, along with Building 812, a 5,563± sf building.
- 1000 Area Parking parcel, a 5± acre lot that will provide off-street parking for the buildings that adjoin it.

At tonight's meeting, staff will be requesting that the Board approve a PSARA with RPM Development, LLC for the Nurses Quarters, a 24-unit residential complex on Main Street adjacent to the former Patterson Army Hospital.

Also at tonight's meeting, staff will be requesting that the Board approve a PSARA for 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 intends to issue RFOTPs for the following Oceanport properties in 2019:

- McAfee Center, a 90,000± sf R&D building with several related support buildings on a 47-acre site
- 400 Area, an 80± acre site east of Oceanport Avenue, zoned for housing and commercial uses.

In **Eatontown**, FMERA has approved or executed contracts on the following four 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.
- Building 1123, a former general office building at Avenue of Memories and Wilson Avenue with the Borough of Eatontown for the reuse of Building 1123, a former general office building at Avenue of Memories and Wilson Avenue, by the Borough's Department of Public Works. At tonight's meeting, staff will be requesting that the Board approve the First Amendment to the PSARA with the Borough of Eatontown.
- Bowling Center, an approximately 2.8-acre parcel including Building 689, 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.

Also in Eatontown, FMERA is in negotiations for the sale and redevelopment of the following property:

- Parcel B for the development of a mixed-use town center along Route 35 totaling approximately 250,000 square feet of retail and 302 housing units.

FMERA issued an RFOTP on June 17th for the following property. Proposals were due on August 16th and four proposals were received.

- 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. Four proposals were received and FMERA will begin to evaluate the proposals over the coming weeks.

FMERA intends to issue the following RFOTPs in Eatontown:

- Vail Hall, a 36,000± sf building on Avenue of Memories planned for office and/or commercial use
- Mallette Hall, a 57,000± sf office building across from Vail Hall slated for reuse or replacement

In **Tinton Falls**, FMERA has closed on the following five properties:

- 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.
- Fort Monmouth Recreation Center on February 23, 2018, which had previously been leased by Monmouth County.
- Charles Wood Fire Station on May 22, 2018, transferring the property to Commvault Systems, Inc. for use as corporate office and training space.
- Parcel C1 on October 1, 2018 with Lennar Corporation, planned for 45 new single-family homes.

- Parcel C on March 8, 2019 with Lennar Corporation, approved for 243 residential units and up to 58,000 square feet of retail development.

FMERA has approved or executed a contract on one property in Tinton Falls:

- 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.

At the August meeting, the Board approved making the Tinton Falls Commercial Parcel, available through the Offer to Purchase Process. The Tinton Falls Commercial Parcel includes the following:

- 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.
- Pistol Range, consisting of Building 2627, situated on approximately 1 acre; the Fire and Police Training Area, including Building 2628, situated on approximately 2.3 acres; and the Satellite Road Parcel, an approximately 1.5-acre tract of land.

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. EDA selected Tricon to provide remediation and demolition services. On September 20, 2017, the Board approved a Purchase and Sale Agreement with EDA for the approximately 36-acre parcel. Demolition and abatement work began in January 2018 and has been completed.

On June 12, 2018, the EDA Board authorized the execution of an Agreement to Assign of 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 2018 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 (PSA) between FMERA and EDA for Parcel F-1. At the Authority's September 2018 meeting, the Board approved the First Amendment to the PSA and an Agreement and Assumption Agreement. At the Authority's January 2019 meeting, the Board approved Plan Amendment #12 for the Myer Center Parcel. At the March 2019 meeting, the Board approved the First Amendment to the Agreement to Assign for Parcel F-1 (Myer Center).

3. Marketing Update

FMERA continues to make new properties available for purchase and plans to issue the Tinton Falls Commercial Development Site Request for Offers to Purchase by week's end. This 31-acre parcel of land includes the Pulse Power Building, Building 2719, and the Pistol Range. Based on the surrounding redevelopment and staff's evaluation of the current highest and best use of the properties, staff believes offering a larger parcel for redevelopment creates maximum potential for a large-scale project that is complementary to the surrounding uses. This site is envisioned for commercial reuse. FMERA is currently in the process of reviewing four proposals received for the Expo Theater. The Expo Theater is envisioned for commercial redevelopment as an arts, entertainment or recreation facility. FMERA's evaluation committee will score compliant proposals over the next several weeks.

Additionally, staff continues to facilitate meetings and tours related to two of the Fort's largest remaining parcels, The McAfee Center and the 400 Area. The properties are planned as the Fort's tech hub and Oceanport's neighborhood town center, respectively. With regards to the McAfee Tech Campus, FMERA is continuing its work with NJII to explore partnership and investment opportunities that will foster tech development and support the creation of an entrepreneur support facility. Regarding the 400 Area, FMERA staff plans to make a recommendation to the Real Estate Committee as soon as its October meeting to approve the issuance of an RFOTP for a mixed-use, transit-oriented development.

Please visit our website, www.fortmonmouthnj.com, or follow us on Instagram at @fortmonmouthnj for our latest updates and latest development opportunities.

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



Approved By: Bruce Steadman

Prepared by: Regina McGrade

ADOPTED
September 18, 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: September 18, 2019

EXHIBIT 1

ADOPTED
September 18, 2019

**Resolution Regarding the
Appointment of the Assistant Secretaries, Reaffirmation of OPRA Records Custodian and
Ethics Liaison, and Approval of October 2019 – September 2020 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 Director of Real Estate Development and the Office Administration Manager as Assistant Secretaries.
2. The Authority affirms the re-appointment of Fred Cole as Ethics Liaison Officer and Marcus Saldutti as OPRA Records Custodian.
3. The Authority approves the October 2019 – September 2020 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 18, 2019

EXHIBIT 2

MEMORANDUM

TO: Members of the Board

FROM: Dr. Robert Lucky
Vice-Chairman

DATE: September 18, 2019

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 positions remain vacant. Accordingly, I am recommending that I continue 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 Kara Kopach, Director of Real Estate Development and Regina McGrade, Office Administrative Manager as Assistant Secretaries.

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

In addition, attached is a proposed schedule of the monthly Board meetings for October 2019 – September 2020.

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: 2019-2020 Board Meeting Calendar

FORT MONMOUTH ECONOMIC REVITALIZATION AUTHORITY

2019-2020 Board Meeting Calendar

DATE	TIME	LOCATION
Wednesday, October 16, 2019	7:00 PM	FMERA Office 502 Brewer Avenue Oceanport, NJ 07757
Wednesday, November 20, 2019	7:00 PM	FMERA Office 502 Brewer Avenue Oceanport, NJ 07757
Wednesday, December 18, 2019	7:00 PM	FMERA Office 502 Brewer Avenue Oceanport, NJ 07757
Wednesday, January 15, 2020	7:00 PM	FMERA Office 502 Brewer Avenue Oceanport, NJ 07757
Wednesday, February 19, 2020	7:00 PM	FMERA Office 502 Brewer Avenue Oceanport, NJ 07757
Wednesday, March 18, 2020	7:00 PM	FMERA Office 502 Brewer Avenue Oceanport, NJ 07757
Wednesday, April 15, 2020	7:00 PM	FMERA Office 502 Brewer Avenue Oceanport, NJ 07757
Wednesday, May 20, 2020	7:00 PM	FMERA Office 502 Brewer Avenue Oceanport, NJ 07757
Wednesday, June 17, 2020	7:00 PM	FMERA Office 502 Brewer Avenue Oceanport, NJ 07757
Wednesday, July 15, 2020	7:00 PM	FMERA Office 502 Brewer Avenue Oceanport, NJ 07757
Wednesday, August 19, 2020	7:00 PM	FMERA Office 502 Brewer Avenue Oceanport, NJ 07757
Wednesday, September 16, 2020	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 18, 2019

**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 18, 2019

EXHIBIT 3

MEMORANDUM

TO: Members of the Board
FROM: Bruce Steadman
DATE: September 18, 2019
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 FMERA's 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 18, 2019

**Resolution Regarding
Second Amendment to Purchase and Sale and Redevelopment Agreement with the Borough of Oceanport
for a future Municipal Complex in the 900-Area**

WHEREAS, at the Authority's June 21, 2017 meeting, the Board authorized FMERA staff to enter into a PSARA with the Borough of Oceanport, for a future Municipal Complex in the 900 Area and the PSARA was executed on July 31, 2017; and

WHEREAS, the 900-area parcel consists of 13 acres of land including Buildings 900, 901, 914, 915, 916, 917, 918, 977, 983, located in the Borough of Oceanport (the "Property"); and

WHEREAS, the Project included the retention and renovation of Buildings 900, 901, 917, 918, 977 and 983; the demolition of Buildings 914, 915, and 916; the expenditure of an estimated amount of \$10,000,000; and the Borough's contribution of one-third (1/3) of the costs, not to exceed Fifty Thousand Dollars, for a new water main and a maximum of Seventy-Five Thousand Dollars toward the costs of off-Property improvements to the electrical grid; and

WHEREAS, subsequent to the execution of the closing documents, a survey issued by Langan Engineering identified that northern portions of the Property bordering Oceanport Creek, totaling 0.105 acres, were subject to tidelands claim(s) by the State ("Tidelands Carve-out Parcel"); and

WHEREAS, in August 2017, FMERA approved the First Amendment to the PSARA which allowed both existing Environmental Carve-Out, Parcel 69, and the Tideland Carve-Out Parcel to be conveyed in subsequent closings; and

WHEREAS, on August 16, 2017, FMERA conveyed the property to the Borough of Oceanport in as-is condition for \$1,053,000.00, excluding Environmental Carve-out Parcel 69 consisting of approximately 0.07 acres and a Tideland's Carve-out Parcel consisting of approximately 0.105 acres; and

WHEREAS, on April 18, 2018, a Second Closing for Carve-out Parcel 69 took place after the Army completed its environmental investigations and remedial action and conveyed Environmental Carve-out Parcel 69 to FMERA; the Tideland Carve-Out Parcel is pending New Jersey Department of Environmental Protection clearance; and

WHEREAS, pursuant to the executed PSARA between FMERA and the Borough, the Borough made the Fifty Thousand Dollar contribution to FMERA for the completion of a new water main to the site, which as installed in June 2019 and the Borough remains responsible for its utility obligations; and

WHEREAS, under section 6.2 of the PSARA, Purchaser shall be responsible for renovating Buildings 900, 901, 917, 918, 977 and 983 and demolishing all other buildings on the Property, including but not limited to, Buildings 914, 915 and 916. Purchaser shall commence the Project within six (6) months of the Initial Closing and all demolition shall be completed six (6) months thereafter. Purchaser shall complete the renovation of a first building, as evidenced by its receipt of a certificate of occupancy for the first building renovation no later than December 31, 2018 and shall complete all phases of the Project no later than twelve (12) months after completion of demolition and site work; and

WHEREAS, The Borough now seeks to demolish Buildings 917, 918 and 983 and an extension of the Project completion timeline to August 31, 2020; and

WHEREAS FMERA staff proposes the attached Second Amendment to the PSARA with the following revisions to its material terms: (1) Section 6.2 of the Agreement is amended to provide that Buildings 917, 918 and 983 on the Property be permitted to be demolished, 2) the language regarding completion of the first building is hereby deleted; and 3) the Project completion timeline shall be extended to August 31, 2020.

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

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

THEREFORE, BE IT RESOLVED THAT:

1. The Authority approves the Second Amendment to the Purchase & Sale and Redevelopment Agreement with the Borough of Oceanport for a future Municipal Complex in the 900-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 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: September 18, 2019

EXHIBIT 4

MEMORANDUM

TO: Members of the Board

FROM: Bruce Steadman
Executive Director

RE: Second Amendment to Purchase & Sale and Redevelopment Agreement with the Borough of Oceanport for a future Municipal Complex in the 900-Area

DATE: September 18, 2019

Request

I am requesting that the Board approve the Second Amendment to the Purchase & Sale Agreement and Redevelopment Agreement (“PSARA”) with the Borough of Oceanport (“Borough”) for a 13-acre tract in the Fort’s 900 Area (“the Property”) including Buildings 900, 901, 914, 915, 916, 917, 918, 977 and 983.

Background

At the Authority’s June 21, 2017 meeting, the Board authorized FMERA staff to enter into a PSARA with the Borough of Oceanport, for a future Municipal Complex in the 900 Area. The PSARA was executed on July 31, 2017. The 900-area parcel consists of 13 acres of land including Buildings 900, 901, 914, 915, 916, 917, 918, 977, 983, located in the Borough of Oceanport (the “Property”). The project included the retention and renovation of Buildings 900, 901, 917, 918, 977 and 983. The Borough planned to demolish Buildings 914, 915 and 916. The PSARA called for the Borough to expend an estimated amount of \$10,000,000 to complete its reuse and redevelopment project. Additionally, the Borough was responsible for contributing one-third (1/3) of the costs, not to exceed Fifty Thousand Dollars (\$50,000.00), for a new water main and to contribute a maximum of Seventy-Five Thousand Dollars (\$75,000.00) toward the costs of off-Property improvements to the electrical grid.

On August 16, 2017, FMERA conveyed the property to the Borough of Oceanport in as-is condition, excluding Environmental Carve-Out Parcel 69 consisting of approximately 0.07 acres and the Tideland Carve-out Parcel consisting of approximately 0.105 acres. The Borough paid \$1,053,000 for the approximately 13-acre property.

Pursuant to the executed PSARA between FMERA and the Borough, the Borough made the Fifty Thousand Dollar (\$50,000.00) contribution to FMERA for the completion of a new water main to the site. The water main was installed in June 2019. The Borough remains responsible for its utility obligations.

First Amendment to the PSARA

Subsequent to the execution of the closing documents, a survey issued by Langan Engineering identified that northern portions of the Property bordering Oceanport Creek, totaling 0.105 acres, were subject to tidelands claim(s) by the State (“Tidelands Carve-Out Parcel”). In August 2017, FMERA approved the First Amendment to the PSARA which allowed both Environmental Carve-Out Parcel 69 and the Tideland Carve-Out Parcel to be conveyed in subsequent closings. Pursuant to the First Amendment, the subsequent closing of the Tidelands Carve-Out Parcel shall take place within thirty (30) days of FMERA receiving clearance against the tidelands claim(s). On April 18, 2018, a second closing for Carve-out Parcel 69 took place after the Army completed its environmental investigations and remedial



action and conveyed Environmental Carve-out Parcel 69 to FMERA. The Tideland Carve-Out Parcel is pending New Jersey Department of Environmental Protection clearance.

Proposed Second Amendment to the PSARA

Under section 6.2 of the PSARA, Purchaser shall be responsible for renovating Buildings 900, 901, 917, 918, 977 and 983 and demolishing all other buildings on the Property, including but not limited to, Buildings 914, 915 and 916. Purchaser shall commence the Project within six (6) months of the Initial Closing and all demolition shall be completed six (6) months thereafter. Purchaser shall complete the renovation of a first building, as evidenced by its receipt of a certificate of occupancy for the first building renovation no later than December 31, 2018 and shall complete all phases of the Project no later than twelve (12) months after completion of demolition and site work.

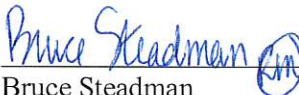
The Borough now seeks to demolish Buildings 917, 918 and 983. Additionally, the Borough has requested an extension of the Project completion timeline to August 31, 2020.

FMERA staff has reviewed the Borough's request and proposes the attached Second Amendment to the PSARA with the following revisions to its material terms: (1) Section 6.2 of the Agreement is amended to provide that Buildings 917, 918, 983 on the Property are permitted to be demolished, 2) the language regarding completion of the first building is hereby deleted; and 3) the Project completion timeline shall be extended to August 31, 2020.

All other material terms of the PSARA as presented to the Board will remain unchanged. The attached Second Amendment to the PSARA is in substantially final form. The final terms of the amendment will be subject to the approval of Purchaser's Counsel, FMERA's Executive Director and the Attorney General's Office. The Real Estate Committee has reviewed the request and recommends it to the Board for approval.

Recommendation

In summary, I am requesting that the Board approve the Second Amendment to the Purchase & Sale Agreement and Redevelopment Agreement with the Borough of Oceanport for the Oceanport Municipal Complex in the 900-Area.


Bruce Steadman

Attachment: Second Amendment to the Purchase and Sale Agreement & Redevelopment Agreement
Prepared by: Upendra Sapkota

ATTACHMENT

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

ADOPTED
September 18, 2019

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

WHEREAS, on December 14, 2016, the Board authorized the execution of the PSA between FMERA and Triumphant Life for the Chapel Parcel, an approximately 5.0-acre parcel that contains Building 500 and is located on Malterer Avenue in the Main Post Area of Fort Monmouth (“Property”); the building was used as a general house of worship for the Fort and the Property is 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, Triumphant Life is a registered 501c3 non-profit corporation that has acquired the Property and utilizes this location for its house of worship and community outreach center; and

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

WHEREAS, Closing occurred on February 27, 2017; pursuant to the terms of the PSA, Triumphant Life paid \$1,000,000.00 for the Property, reflecting its proposal; and

WHEREAS, 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, the Project consisted of the renovation of the existing structure as a house of worship and community outreach center and Triumphant Life obtained its Certificate of Occupancy within the required twelve months of Closing and has used and occupied the existing structure as a Chapel since receipt of that certificate; and

WHEREAS, under the terms of the Project, the Purchaser had the option to construct a 115-space parking lot on the Property within twelve months of Closing, subject to review by the State Historic Preservation Officer (“SHPO”) and in complement to the architecture and design styles of the adjacent National Register Historic District; and

WHEREAS, under the Executive Director’s discretion to administer the Board-approved PSA and under section 6 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 indicated to FMERA that it would require an additional seventy-five days to complete construction of the parking lot; and

WHEREAS, on August 15, 2018, the FMERA Board approved the First Amendment to the PSA to allow for Triumphant Life to have 1) a seventy-five day extension of the construction timeline to complete a 115-space paved parking lot on the Property, whereby Triumphant Life would provide a promissory note to guarantee completion of the parking lot within that timeline and FMERA would provide a short-term license to park 115 vehicles off-site during that timeline; and 2) a twelve month extension of the job creation timeline, as referenced in Section 6(c) of the PSA; and

WHEREAS, on October 17, 2018, the FMERA Board approved the Second Amendment to the PSA to allow for: 1) an extension of the construction timeline until May 15, 2019 to complete a 115-space paved parking lot on the Property; and 2) a promissory note to guarantee completion of the parking lot within the May 15, 2019 completion date; and

WHEREAS, on May 23, 2019, the FMERA Board approved the Third Amendment to the PSA to allow for 1) an extension of the construction timeline until September 12, 2019 to complete a 115-space paved parking lot on the Property, as referenced in Section 54(c) of the PSA; and 2) an amended promissory note to guarantee completion of the parking lot within the September 12, 2019 completion date; and 3) an extension of the short-term license to park 115 vehicles off-site until September 12, 2019; and

WHEREAS, Triumphant Life has continued to work with FMERA but requires additional time to obtain approvals, and complete construction of the parking lot; and

WHEREAS, these continued efforts have led to the attached Fourth Amendment to the PSA with the following revisions to material terms: 1) an extension of the construction timeline until April 30, 2020 to complete a 115-space paved parking lot on the Property, as referenced in Section 54(c) of the PSA; 2) an amended promissory note to guarantee completion of the parking lot within the April 30, 2020 completion date; and 3) an extension of the short-term license to park 115 vehicles off-site until April 30, 2020; and

WHEREAS, all other material terms of the PSA as presented to the Committee and the Board will remain unchanged. The attached Fourth Amendment to PSA is in substantially final form. The final terms of the Fourth 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 the request and recommends Board approval of the Fourth Amendment to the Purchase and Sale Agreement with Triumphant Life Church Assembly of God for the Chapel Parcel.

THEREFORE, BE IT RESOLVED THAT:

1. The Authority approves the Fourth 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: September 18, 2019

EXHIBIT 5

MEMORANDUM

TO: Members of the Board

FROM: Bruce Steadman
Executive Director

RE: Fourth Amendment to Purchase and Sale Agreement with Triumphant Life Church Assembly of God for the Chapel Parcel in Oceanport

DATE: September 18, 2019

Request

I am requesting that the Board approve the Fourth Amendment to the Purchase and Sale Agreement (“PSA”) with Triumphant Life Church Assembly of God (“Triumphant Life”) for the sale of the Chapel Parcel (the “Project”) in the Oceanport Reuse Area.

Background

On December 14, 2016 the Members authorized the execution of the PSA between FMERA and Triumphant Life for the Chapel Parcel, an approximately 5.0-acre parcel that contains Building 500 (approximately 16,372 sf) and is located on Malterer Avenue in the Main Post Area of Fort Monmouth (“Property”). The building was used as a general house of worship for the Fort. The Property is 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.

Triumphant Life is a registered 501c3 non-profit corporation that has acquired the Property and utilizes this location for its house of worship and community outreach center. Triumphant Life was previously located in Asbury Park, NJ. The Project outlined in the PSA enabled Triumphant Life to relocate staff to this location upon completion of renovations in 2017. The Project was anticipated to result in the creation of an additional ten (10) part-time jobs at Fort Monmouth within eighteen (18) months of completion of initial renovation and receipt of a Certificate of Occupancy.

Purchase and Sale Agreement

The PSA was executed on January 6, 2017. Triumphant Life closed on the Chapel property on February 27, 2017. The PSA approved by the Board included the following terms, which remain unchanged:

Pursuant to the terms of the PSA, Triumphant Life paid \$1,000,000.00 for the Property, reflecting its proposal. Closing occurred within thirty (30) days of satisfaction of the conditions precedent to closing, which included Triumphant Life completing due diligence and receipt of a final remediation document. 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.

The Project consisted of the renovation of the existing structure as a house of worship and community outreach center. Triumphant Life obtained its Certificate of Occupancy within the required twelve (12) months of closing and has used and occupied the existing structure as a Chapel since receipt of that certificate. Under the terms of the Project, the Purchaser had the option to construct a 115-space parking lot on the Property within twelve (12) months of closing. This parking lot shall be subject to review by the State Historic Preservation Officer ("SHPO") and Purchaser agrees any exterior renovation on the Property shall complement the architecture and design styles of the adjacent National Register Historic District.

Amendment

Under the Executive Director's discretion to administer the Board-approved PSA and under section 6 of the PSA which provides for an additional six (6) months to complete the Project, the time period for construction of the parking lot was extended until August 27, 2018. Purchaser engaged in the design process for the parking lot and indicated to FMERA that it would require an additional seventy-five (75) days to complete construction of the parking lot. Purchaser also agreed to provide a promissory note to FMERA guaranteeing the completion of the parking lot within that time frame. FMERA staff believed that this time period was reasonable and recommended extending the construction time for approximately seventy-five (75) days to allow for Triumphant Life to complete the construction of its parking lot. Additionally, Purchaser indicated to FMERA that it would be unable to create ten (10) part-time jobs within eighteen (18) months of completing the initial renovation and receipt of certificate of occupancy. FMERA staff recommended extending the job creation timeline by twelve (12) months.

On August 15, 2018, the FMERA Board approved the First Amendment to the PSA to allow for: 1) a seventy-five (75) day extension of the construction timeline to complete a 115-space paved parking lot on the Property, as referenced in Section 54(c) of the PSA, whereby Triumphant Life would provide a promissory note to guarantee completion of the parking lot within that timeline and FMERA would provide a short-term license to park 115 vehicles off-site during that timeline; and 2) a twelve (12) month extension of the job creation timeline, as referenced in Section 6(c) of the PSA.

On October 17, 2018, the FMERA Board approved the Second Amendment to the PSA to allow for: 1) an extension of the construction timeline until May 15, 2019 to complete a 115-space paved parking lot on the Property, as referenced in Section 54(c) of the PSA; and 2) a promissory note to guarantee completion of the parking lot within the May 15, 2019 completion date.

On May 23, 2019, the FMERA Board approved the Third Amendment to the PSA to allow for: 1) an extension of the construction timeline until September 12, 2019 to complete a 115-space paved parking lot on the Property, as referenced in Section 54(c) of the PSA; 2) an amended promissory note to guarantee completion of the parking lot within the September 12, 2019 completion date; and 3) an extension of the short-term license to park 115 vehicles off-site until September 12, 2019.

Triumphant Life has continued to work with FMERA but requires additional time to obtain approvals, and complete construction of the parking lot; and

These continued efforts have led to the attached Fourth Amendment to the PSA with the following revisions to material terms: 1) an extension of the construction timeline until April 30, 2020 to complete

a 115-space paved parking lot on the Property, as referenced in Section 54(c) of the PSA; and 2) an amended promissory note to guarantee completion of the parking lot within the April 30, 2020 completion date; and 3) an extension of the short-term license to park 115 vehicles off-site until April 30, 2020.

All other material terms of the PSA as presented to the Committee will remain unchanged. The attached Fourth Amendment to the PSA is in substantially final form. The final terms of the Fourth Amendment will be subject to the approval of FMERA's Executive Director and the Attorney General's Office.

Recommendation

In summary, I am requesting that the Real Estate Committee recommend that the Board approve the proposed Fourth Amendment to the Purchase and Sale Agreement with Triumphant Life Church Assembly of God, for the Chapel Parcel in the Oceanport section of Fort Monmouth.


Bruce Steadman

Attachment: Fourth Amendment to Purchase and Sale Agreement
Promissory Note
Prepared by: Regina McGrade

ATTACHMENT

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



Resolution Regarding
Approval of a Purchase and Sale Agreement & Redevelopment Agreement with Regional Development
Group, LLC for the Barker Circle Complex in Oceanport

WHEREAS, FMERA issued a Request for Offers to Purchase (“RFOTP”) in connection with the planned redevelopment of the Barker Circle Complex in Oceanport on March 8, 2017, and the Barker Circle Complex consists of an approximately 19.5± acre parcel of land containing seven buildings totaling approximately 198,598 gsf located on Oceanport Avenue in the Main Post Area of Fort Monmouth; and

WHEREAS, the Barker Circle Complex is located in the Fort’s National Register Historic District and the buildings are considered contributing historic resources and are therefore subject to historic preservation covenants; and

WHEREAS, the evaluation committee scored the four proposals and ultimately ranked RDG as the highest compliant proposal and recommended proceeding with negotiations for a PSARA; and

WHEREAS, the Fort Monmouth Reuse and Redevelopment Plan (Reuse Plan) contemplates mixed-income apartment residential uses at Buildings 205, 207, and 287, and Reuse Plan Amendment #6 moved the civic/institutional uses envisioned for Buildings 206, 208, and 282 to a 13-acre parcel along Murphy Drive to accommodate the Oceanport Municipal Complex and permitted Buildings 206 and 208 to be used for residential and/or office/research & development uses, as well as retail or office/research & development uses in Building 282; and

WHEREAS, under the Land Use Rules, the Property is included in the Oceanport Horseneck Center Development District, which allows for the following principal land uses: office/research, institutional/civic, medium density residential, and open space/recreation uses and mixed-use and retail uses within 500 feet of Oceanport Avenue; and

WHEREAS, RDG proposes to develop a total of 75 housing units in Buildings 205, 207, 208 & 287 and purchaser intends to reuse Building 206 as office space, Building 275 as a theater and Building 282 as a restaurant; the proposed development is consistent with the Reuse Plan and Reuse Plan Amendment #6 and therefore, a Reuse Plan amendment is not required; and

WHEREAS, negotiations with RDG have resulted in terms that it wishes to present for the Board’s consideration; and

WHEREAS, pursuant to the terms of the PSARA, RDG will pay four million eight hundred and fifty thousand dollars for the property and Purchaser proposes to use the Barker Circle Complex for mixed-uses consisting of 75 residential units broken out as sixty market rate units and fifteen affordable housing units (for sale or for rent, solely at Purchaser’s option), subject to confirmation that the affordable housing units satisfy Purchaser’s obligation to set aside at least twenty percent of the total residential units as housing that is affordable to low- and moderate-income households in accordance with N.J.A.C. 19:31C-3.23; and

WHEREAS, RDG will use best efforts to target a portion of the affordable housing units for occupancy by veterans and RDG proposes to reuse the remaining buildings for commercial use, including Building 206 as office space, Building 275 as a theater, and Building 282 as a restaurant; and

WHEREAS, RDG intends to either: (i) ground lease one or both of the latter two buildings from FMERA and take title to the balance of the Property or (ii) Purchase the entirety of the Property, and RDG shall inform FMERA at least thirty days prior to Closing whether it intends to take either or both Buildings 275 and 282 as a ground lease; and

WHEREAS, Building 282 is currently occupied by the Oceanport Police Department (OPD) and therefore may be temporarily withheld from the sale and conveyance of the Property or a Ground Lease until such time as the current tenant vacates Building 282, and should the OPD not vacate prior to closing on the balance of the property, Building 282 will be transferred to the Purchaser at a secondary closing; and

WHEREAS, the Borough of Oceanport purchased a 13-acre parcel of land within Fort Monmouth (900 Area) for the development of a new municipal complex, including a new location for the OPD and a contract for the renovation and development of the parcel was approved by the Oceanport Borough Council on August 15, 2019 wherein Oceanport is to complete the project by September 2020; and

WHEREAS, it is, therefore, anticipated that the OPD will vacate Building 282 in the third quarter of 2020; however, if the OPD does not vacate Building 282 by September 2021, then FMERA shall have no obligation to convey Building 282; and

WHEREAS, Closing will occur within forty-five days of satisfaction of the conditions precedent to closing, which include RDG completing due diligence and obtaining all approvals or waiving receipt of one or more approvals; satisfactory Phase 1 environmental assessment and, if necessary, Phase 2 environmental investigation; and the consent of the NJEDA Board with the terms described in the attached memorandum; and

WHEREAS, RDG estimates that it will create a minimum of seventy (70) part- or full-time, temporary construction related jobs in connection with the Project, and Purchaser represents that it will create or cause to be created a minimum of one permanent full or part-time job by Project completion or pay a penalty of \$1,500 for each permanent job not created; and

WHEREAS, Purchaser will have a due diligence period of ninety days, which may be extended for an additional sixty days and will diligently seek to obtain all required permits and approvals within nine months from the end of due diligence; the approval period may be extended for an additional six months if the Purchaser is diligently pursuing approvals but has not obtained them; and

WHEREAS, RDG will commence construction of the Project sixty days after the satisfaction of all Conditions Precedent to Closing and complete the Project in phases, within twenty-four months thereafter, with the option to extend this time period for an additional twelve months if it is diligently pursuing completion of construction in good faith; and

WHEREAS, FMERA will have a right to repurchase the Property if construction is not timely commenced or completed and RDG's capital investment in the Project shall be a minimum of twenty-two million five hundred thousand dollars; and

WHEREAS, FMERA and RDG agree, that (i) Purchaser is responsible for establishing service connections and accounts with New Jersey Natural Gas, (ii) Purchaser is responsible for connecting to a New Jersey American Water Company water main adjacent to the Property and any costs associated with this connection, (iii) Purchaser shall bear all costs associated with constructing a new sewer main at such time as the existing FMERA-owned sanitary sewer system is taken offline and shall be responsible for connecting to the newly installed sanitary sewer main near the intersection of Gosselin Avenue and Murphy Drive and running eastward through the Property and connecting to a new Two Rivers Water Reclamation Authority pumping station to be located just east of Oceanport Avenue, (iv) Purchaser shall at its sole cost and expense, be required to establish metered electric service with JCP&L at the earliest possible date, but no later than Seller's conveyance of the Main Post electric distribution system, acknowledging that any existing transformers and electric distribution lines on the Property that are not needed by JCP&L will become the property of the Purchaser, (v) Purchaser responsible for replacement, repair, maintenance and/or relocation of utilities within the Property and (vi) beginning three months after execution of a PSARA to purchase the Property, Purchaser shall be responsible for utility costs and property maintenance expenses associated with the Property regardless of whether Closing has occurred and shall either install electric and water meters or disconnect these services within three months of PSARA execution. This will not apply to Building 282 until the Oceanport Police Department vacates the building; and

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

WHEREAS, attached is the PSARA between FMERA and RDG which is in substantially final form. 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 reviewed the request and recommends it to the Board for approval

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

THEREFORE, BE IT RESOLVED THAT:

1. The Authority approves the selection of Regional Development Group, LLC for the Barker Circle Complex in Oceanport on terms substantially consistent to those set forth in the attached memorandum and the attached Purchase and Sale Agreement & Redevelopment Agreement 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 RDG 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 18, 2019

EXHIBIT 6

MEMORANDUM

TO: Members of the Board

FROM: Bruce Steadman
Executive Director

RE: Purchase and Sale Agreement & Redevelopment Agreement with RPM Development, LLC for the Nurses Quarters in Oceanport

DATE: September 18, 2019

Request

I am requesting that the Board approve the Purchase and Sale Agreement & Redevelopment Agreement (“PSARA”) with RPM Development Group, LLC. (“RPM” or “Purchaser”) for the sale and redevelopment of the Nurses Quarters Parcel (the “Property”) in the Oceanport Reuse Area.

Background

FMERA issued a Request for Offers to Purchase (“RFOTP”) in connection with the planned redevelopment of the Nurses Quarters in Oceanport on March 13, 2015. The Nurses Quarters consists of an approximately 3.75± acre parcel of land containing two buildings (Buildings 1077 and 1078) totaling approximately 18,655 gsf located on Main Street and Stephenson Avenue in the Main Post Area of Fort Monmouth. The Nurses Quarters were built in 1962 and include 24 residential units.

Responses to the RFOTP were due on June 26, 2015 and five responses were received from AcuteCare Management Services, LLC, Affordable Housing Alliance, Inc., Christopher C. Ilvento, Keith Glass, et. al., and RPM Development, LLC. An evaluation committee scored the proposals and RPM was the highest ranked proposal. As RPM’s proposal was also compliant with the RFOTP, the evaluation committee recommended proceeding with negotiations for a PSARA.

The Fort Monmouth Reuse and Redevelopment Plan (the “Reuse Plan”) envisions a residential reuse of the Nurses Quarters buildings. Under the Land Use Rules, the Property is included in the Oceanport Education/Mixed-Use Neighborhood Development District, which allows for the following principal land uses: low- and medium-density residential, mixed-use, retail, office/research, institutional/civic, and open space recreational uses. FMERA determined that the redevelopment of the Nurses Quarters parcel would be best served by the allowable uses per the Reuse Plan.

RPM proposes to renovate and reuse twenty-four (24) units within the existing buildings and construct ten (10) additional single-family townhomes along Main Street. The proposed development of new construction residential

units is inconsistent with the Reuse Plan, therefore, FMERA shall require the adoption of either a Reuse Plan amendment or, if applicable, a “use-type” variance prior to approval of the application for development.

Purchase and Sale Agreement & Redevelopment Agreement

Pursuant to the terms of the PSARA, RPM will pay two million one hundred and fifty thousand dollars (\$2,150,000) for the property. Purchaser proposes to use the Nurses Quarters for residential uses consisting of 34 residential units broken down into a mix of ten (10) three to four-bedroom owner-occupied townhomes and the reuse of twenty-four (24) one- and two-bedroom apartments as rentals. Seven (7) of the apartments will be designated affordable housing flats. The seven (7) affordable housing flats are subject to confirmation that they satisfy Purchaser’s obligation to set aside twenty (20%) percent of the total residential units on this Parcel as housing that is affordable to low- and moderate-income households. Purchaser’s site plan and subdivision will be subject to FMERA’s Mandatory Conceptual Review and Oceanport’s planning board review.

Closing will occur within thirty (30) days of satisfaction of the Conditions Precedent to Closing, which include RPM completing due diligence and obtaining all approvals or waiving receipt of one or more approvals; an amendment to the Reuse Plan to accommodate the Project; and the consent of the NJEDA Board with the terms described in the attached memorandum. The parties will endeavor to satisfy these contingencies within twelve (12) months of expiration of the Due Diligence Period. The Due Diligence Period will commence up execution of the PSARA and run for sixty (60) days.

RPM will commence construction of the Project forty-five (45) days after the satisfaction of all Conditions Precedent to Closing. Purchaser shall complete construction of the Project no later than twenty-four (24) months from the Commencement of Construction. FMERA will have a right to repurchase the Property if construction is not timely commenced or completed. RPM’s capital investment in the Project shall be a minimum of six million six hundred and ninety thousand (\$6,690,000) dollars. RPM estimates that it will create a minimum of thirty-eight (38) part- or full-time, temporary construction related jobs in connection with the Project. Purchaser represents that it will create or cause to be created a minimum of one (1) permanent full or part-time job by Project completion or pay a penalty of \$1,500 for each permanent job not created.

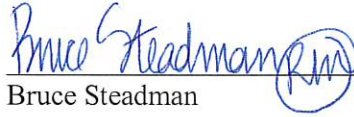
FMERA and RPM agree, at a minimum, that (i) Seller is responsible for continuing to provide electrical and sewer utility service to Purchaser until such time as new connections are available to the property (ii) Purchaser is responsible for establishing service connections and accounts with Jersey Central Power and Light, New Jersey American Water, Two Rivers Water Reclamation Authority (“TRWRA”) and New Jersey Natural Gas, (iii) Purchaser is responsible for the replacement, repair, maintenance and/or relocation of utilities within the Property, subject to Seller’s reasonable review and reasonable approval, (iv) Purchaser shall bear all costs associated with improving Stephenson Avenue and reopening the street at its intersection with Main Street in Oceanport as a one-way northbound street, such additional improvements shall include (at minimum) resurfacing the roadway and making any required improvements to Stephenson where it abuts the Property it being understood that Seller will reasonably work with Purchaser and the abutting landowner should Purchaser seek dedication of the roadway to the Borough and (v) Purchaser is responsible for the relocation of laterals and reconnections to one of two alternatives for new sewer service, to either: (a) the new interceptor line planned along Murphy Drive ending 1300 feet away from the property just North of the former Army Hospital or (b) the existing TRWRA manhole across Main Street on Pemberton Avenue provided that the Purchaser’s monetary contribution toward the offsite sewer installation and any associated upgrades to the TRWRA pumping station shall be capped at \$125,000.00. TRWRA will determine which of these options is required.

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

The attached PSARA between FMERA and RPM is in substantially final form. 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 it to the Board for approval.

Recommendation

In summary, I am requesting that the Board the execution of a Purchase and Sale Agreement & Redevelopment Agreement with RPM Development, LLC for the Nurses Quarters Parcel in Oceanport.


Bruce Steadman

Attachment: Purchase and Sale Agreement & Redevelopment Agreement
Prepared by: Sarah Giberson

ATTACHMENT

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