

**Fort Monmouth Economic Revitalization Authority
Board Meeting
October 21, 2020
Via Teleconference**

MINUTES OF THE MEETING

Members of the Authority present via teleconference via a roll call vote:

- Robert W. Lucky – Vice-Chairman, Fort Monmouth Economic Revitalization Authority (FMERA) – V
- Jay Coffey – Mayor of Oceanport – V
- Anthony Talerico – Mayor of Eatontown – V
- Tracy Buckley – Tinton Falls Borough Council President – V
- Stephanie Brown – Associate Counsel, Authorities Unit, Office of the Governor – V
- Dave Nuse – Executive VP, Real Estate & Community Development, 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

V – Denotes Voting Member

Members of the Authority not present:

- Lillian Burry – Monmouth County Freeholder – V
- William Riviere, Principal Planner, NJ Department of Transportation

Also present:

- Bruce Steadman, FMERA Executive Director and Secretary
- Laura Drahushak, Deputy Attorney General (DAG)
- FMERA staff:
 - Kara Kopach – Director of Real Estate Development
 - Sarah Giberson – Manager of Marketing & Development
 - Upendra Sapkota – Senior Planning & Development Officer
 - Kristy Dantes – Director of Facilities & Infrastructure
 - Joe Fallon – Senior Environmental Officer
 - Jennifer Lepore – Accounting Manager

The meeting was called to order by Vice-Chairman Robert Lucky at 7:00p.m. who asked for a moment of silence for unity and safety in lieu of the Pledge of Allegiance to the Flag of the United States of America, given that we needed to meet remotely again.

Bruce Steadman explained the teleconference meeting protocol with regards to the Board and public's participation. He stated that due to the current worldwide health situation, and the need to curtail or eliminate in-person meetings, the FMERA Board meeting for September was being held remotely, with Board, staff, and the public participating via telephone. He stated that all Board votes would be roll-call votes, for the purpose of verifying the Board members' votes, including acceptance of the Minutes from the previous meeting. He noted that at the beginning of the Public Comment periods, he would ask members of the public who wished to make a comment or ask a question to state their name, and that he would call on each of them to make their comment or ask their question.

Mr. Steadman thanked the staff, Board members, and the public for their cooperation in accepting and following these modifications to the normal public meeting routine and noted that otherwise it was FMERA's intention to adhere to a normal meeting agenda.

Bruce Steadman announced that in accordance with the Open Public Meetings Act, notice of the meeting and notice of the change in the meeting to a teleconference 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 September 25th regular meeting minutes. A motion as made to approve the minutes by Tracy Buckley and seconded by Jay Coffey

Bruce Steadman conducted a roll call vote.

NAME	Yes	No	Abstain
Robert Lucky	X		
Jay Coffey	X		
Anthony Talerico	X		
Tracy Buckley	X		
Stephanie Brown	X		
Dave Nuse	X		

Motion to Approve: TRACY BUCKLEY Second: JAY COFFEY
 AYes: 6

WELCOME

Vice-Chairman Robert Lucky welcomed attendees to the Authority’s teleconference meeting. Dr. Lucky stated that a copy of the Board package was posted to the FMERA website to give the public the opportunity to review the information in advance of the meeting. Dr. Lucky stated that the Board would consider one board actions this evening.

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

Mr. Steadman stated that staff is assessing the November and December Board meeting schedule due to the League of Municipalities Conference and the holiday schedule and will notify the Board members regarding any changes in the schedule.

TREASURER’S REPORT

Jennifer Lepore, Accounting Manager stated that FMERA staff is currently drafting the 2021 budget. Once complete, the draft budget will be presented to the Audit Committee for their review. The 2021 FMERA Budget is scheduled to be brought to the Board for its consideration and approval at the December meeting.

The Monmouth County Improvement Authority and FMERA’s Board have approved the issuance of approximately \$22.3 million in subsequent taxable notes related to the financing of FMERA’s 2016 purchase of the Phase 2 EDC properties from the Army. The Notes will be issued in one series, with a one-year term. The Notes will be backed by a Monmouth County guaranty and will be rolled over the second week of November. With the closing that we had last week with OPort Partners, FMERA was able to make a principal payment on the Note of approximately \$986k prior to the rollover.

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

There was no public comment.

EXECUTIVE DIRECTOR'S REPORT

1. Kristy Dantes, Director of Facilities & Infrastructure gave the following update:

The facilities, environmental, and site-maintenance teams continue to maintain the fort through the Covid-19 pandemic utilizing safe practices and health guidelines. Increased security, police patrols and building inspections continue.

FMERA is currently working on completing the following FOSTs and deeds with the Army:

- The Group 2 and Group 3 Deeds have been conveyed to FMERA and recorded with the County.
- The Group 4 FOST was posted yesterday for a 30-day public comment period, which ends on November 19th.
- The Group 4 Deed is expected to be completed by December of this year.

Other projects in process include:

- The installation of a 5600-foot 24" water main extension along Avenue of Memories by New Jersey American Water is still scheduled to begin in the spring of 2021.
- A 2100-foot 8" water main extension from College Avenue in Eatontown, to Wilson Avenue, to Avenue of Memories, is underway and progressing nicely. This extension will supply water to the Artists Barracks parcel, Eatontown DPW Parcel, the County Motor Pool, and the Bowling Center.
- FMERA and NJAW are moving forward with plans to install a 2000-foot 8" water main from Anson Avenue at Murphy Drive westward to Todd Avenue, then north to Avenue of Memories. This main will serve the Denholtz parcels and tie the NJAW system in Main street to the Phase 1 water main in Avenue of Memories, which was completed in 2018.
- A sanitary main extension tying to an Eatontown Sewerage Authority main along Mill creek at North Drive at Wilson Avenue, to serve the Bowling Center and development between Wilson Avenue and Rt. 35, is scheduled following the closing for the Bowling Center.

Buildings slated for sale or reuse are regularly checked. Sanitary lift stations and generators are inspected weekly, and we closely monitor the fort's electrical power system. And, as always, the facilities team continues to assist our developers and support the real estate development team.

2. Sarah Giberson, Marketing and Development Manager 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. To date, FMERA has sold 24 parcels, and another 11 parcels are under contract or have Board-approved contracts.

FMERA is currently drafting a term sheet for the Tinton Falls Commercial Parcel, finalizing term sheet negotiations with the prospective purchaser of Howard Commons, and reviewing a draft PSARA for the Expo Theater property, slated for recreation use. FMERA's projects are in various stages of development, many of which are still in the due diligence, design, and approvals phases. With both developers and approving entities having adapted to new ways of working, we're pleased to report that our projects continue to make excellent progress. FMERA recently sold the District A & Warehouse Parcels and anticipates closing on a number of properties before year-end, including the Marina, Suneagles Golf Course, and the Bowling Center.

FMERA continues to engage with leads and prospective purchasers via teleconference while operating remotely. Our team is closely monitoring on-going projects and providing additional support to its developers to ensure the successful redevelopment of properties currently under contract.

FMERA is reviewing its first draft of the Parcel B RFOTP and expects to transmit it to our Counsel for additional review. After several virtual meetings with developers and industry professionals regarding the Parcel B property, slated as a mixed-use development in Eatontown, FMERA has re-envisioned the project in way that leverages new and unique

approaches to mixed-use development and maximizes the economic impact to the surrounding communities. By targeting a broader mix of commercial uses and small-scale, complementary retail amenities, the project is poised for success as a hub for business and community engagement. FMERA anticipates releasing a new RFOTP in the final quarter of 2020.

FMERA is excited to announce a new partnership with NJ Transit and Rutgers University Center for Advanced Infrastructure and Transportation for an autonomous vehicle pilot program. NJ Transit will be exploring options for its customers, particularly those with fewer mobility options, and will be studying the benefits and challenges of rapidly advancing transportation technology in real-world scenarios, while utilizing a confined testing area on Fort Monmouth. The program will take place in phases and we look forward to sharing more information in the coming weeks.

Our team continues to work remotely and is available during normal business hours via email and cell phone. Please visit our website, www.fortmonmouthnj.com and follow us on Instagram at @fortmonmouthnj for our latest updates.

3. Additional Comments by the Executive Director

Mr. Steadman stated that the Board should be proud of the diligent and enthusiastic professionals who are carrying out the FMERA mission and there is no better example than the successful closing with OPort Partners. Mr. Steadman stated that the project will be an incredible and signature project for Denholtz properties. The project showed the complexity associated with redeveloping property on the Fort and Mr. Steadman thanked Steve Denholtz and his team for their perseverance through the closing process. Mr. Steadman thanked the Attorney General's office, the Governor's Authority Unit, the EDA, the Borough of Oceanport, and Monmouth County for their responsiveness and professionalism during the due diligence and review periods.

Mr. Steadman thanked the Boroughs of Eatontown, Tinton Falls, and Oceanport, and the County of Monmouth for their continued support and help on various day-to-day operating issues while working remotely; and noted the outstanding support and help received from our key state stakeholders: the Governor's Authority Unit, Attorney General Office, NJEDA, DEP, the DOT, the DOL, the DCA, and many others.

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 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.

2. REAL ESTATE COMMITTEE (ROBERT LUCKY)

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

- Discussion regarding Third Amendment to and the Reinstatement of the PSARA with the Borough of Eatontown for a Department of Public Works Complex on the 1123 Parcel which would allow for and extension of the Approval Period. The Committee reached a consensus and agreed to recommend it to the Board for approval.

- Other Issues

- 1) OPort Partners Closing – The closing occurred on Friday, October 16th.
- 2) Bowling Center Closing
- 3) Suneagles Closing
- 4) Marina Closing
- 5) Parcel C Affordable Housing Closing
- 6) Howard Commons
- 7) NJAW Tank
- 8) Parcel B RFOTP
- 9) Expo Theater
- 10) Tinton Falls Commercial Parcel RFOTP
- 11) Liquor License Legislation Question
- 12) MCLIA Update

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

Kenneth J. Kloo stated that the Committee met on September 14th 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 within the Fort Monmouth Project Area, therefore, a public meeting is required for all Mandatory Conceptual Reviews, or MCRs.

The Public portion of the meeting was called to order at 4:35p.m.

A. The following environmental requirements were identified in the MCR for the Commissary Phase 1 Parcel:

- a) A Soil Erosion and Sediment Control Plan will need to be submitted due to the disturbance of more than 5,000 square feet of soil. Disturbance of 5,000 square feet or more of soil triggers a requirement to submit a Soil Erosion & Sediment Control Plan to the Freehold Soil Conservation District for approval. Work may not commence until such time as the Freehold Soil Conservation District certifies the Soil Erosion & Sediment Control Plan as approved.
- b) The developer proposes to make use of the existing, FMERA-owned stormwater collection system. Under this proposal, FMERA is required to maintain the stormwater collection system found outside of the boundaries of the Commissary, Warehouses, and Post Office parcels.
- c) The developer should assess whether a CAFRA permit is required based upon the proposed uses of the Commissary building.
- d) The developer should evaluate the need to perform a Flood Hazard Assessment.

-----The public portion of the meeting was closed at 4:48p.m.

B. FMERA staff provided an update on the Group 2 and 3 Deeds and Group 4 Finding of Suitability to Transfer (FOST):

- a) The Group 2 Deed, which includes 11 environmental carve-out parcels for a total of 17.7 acres has been signed by the Army and returned to FMERA for recording.
- b) The Group 3 Deed, which includes 10 environmental carve-out parcels for a total of 9.3 acres has been signed by the Army and returned to FMERA for recording.
- c) The Group 4 FOST, which contains Parcel 57 is expected to be completed by October.

C. Carve-Out Parcels:

- a) Former AAFES Gas Station, Building 699, ECP Parcel 52 – In August, the Army submitted a proposed plan to the NJDEP to pursue Monitored Natural Attenuation with a Classification Exception Area (CEA) and a Deed Restriction. The Army will complete 8 rounds of chemical injections before submitting to the NJDEP.
- b) Former Dry-Cleaning Facility, Site FTMM-68 – The Army has completed two rounds of chemical injections and has yet to submit a Remedial Investigation / Feasibility Study Report to the NJDEP. The Army will be proposing Monitored Natural Attenuation with a CEA component for the site. Former Myers Center, Building 2700, Site FTMM-22 – Neutralization Pit:

- c) The Army completed two rounds of chemical injections and has also completed post injection ground water sampling.
 - d) The Army submitted a pilot test report of the chemical injections to the NJDEP on June 4th. The Army is proposing to install two additional monitoring wells and proposing Monitored Natural Attenuation with a Classification Exception Area as the final remedy.
 - e) Per the NJDEP's suggestion, the Army has agreed to install the third well in order to more effectively monitor the contamination.
 - f) Landfill Capping Project – The NJDEP issued a permit equivalent for the nine Army-owned landfills. The M12 and 14 landfills are still under review.
- D. U.S. Army Fort Monmouth Site Records Website: The Army Corps. new website, which contains all of the Army Corps. issued documents, can be found at <https://fortmonmouthrecords.com/>.
- E. 2020 Osprey Nesting Update – FMERA removed and placed poles at three new sites on the Fort before the breeding season started.
- F. Golf Course Parcel: Freshwater Wetlands Permit Application Pending w/ NJDEP
- a) Stormwater Management & Wetlands: The developer plans to expand the water feature (hole #10 pond) on the site to serve as a storm water collection basin for the new housing. The Freshwater Wetland Permits have been filed and the NJDEP has determined that the wetland delineation was larger than expected and areas around the water feature are considered disturbed wetlands. The developer filed a Redevelopment Transition Waiver for the wetlands, which is expected to be endorsed and approved within the next week.
- G. FMERA staff provided an update on the Water projects:
- a) Phase 2 water line project will serve the Eatontown DPW Complex and Monmouth County's DPW complex, the Artist Barracks and the Bowling Alley. Work is expected to begin this month.
 - b) Phase 3A water line project will serve the Commissary and PX Complex, the Warehouse District and Post Office Area. Work is expected to begin in 30 days.

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

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

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

Sean Thompson stated that the Committee will be meeting on October 29th.

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

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

BOARD ACTIONS

1. The first item before the Board the Third Amendment to and the Reinstatement of the Purchase and Sale & Redevelopment Agreement with the Borough of Eatontown for a Department of Public Works Complex on the 1123 Parcel.

Kara Kopach read a summary of the Board memo.

The resolution is attached hereto and marked Exhibit 1.

A motion was made by Anthony Talerico and was seconded by Dave Nuse.

Anthony Talerico thanked the Board and the FMERA staff for their help and appreciates the Approval period extension.

Bruce Steadman conducted a roll call vote.

NAME	Yes	No	Abstain
Robert Lucky	X		
Jay Coffey	X		
Anthony Talerico	X		
Tracy Buckley	X		
Stephanie Brown	X		
Dave Nuse	X		

Motion to Approve: ANTHONY TALERICO Second: DAVE NUSE
AYes: 6

Mr. Talerico said he would like to thank the Board, and particularly the FMERA staff, for their excellent efforts to accommodate the Borough through the delay and the various challenges of the site.

OTHER ITEMS


Bruce Steadman stated that he had a conference call with the new CEO and the Executive Director of Family Promise and was provided with an update on the services they provide and their challenges during the COVID pandemic via their renovated facility on Fort Monmouth. Mr. Steadman stated that he does not have a personal affiliation with Family Promise, other than their location on the Fort, but supports their cause in providing for families in need, and he noted that Family Promise is in need of donations of money, shopping cards, and other items, if you have an interest in donating to contact Family Promise.

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

There was no public comment.

There being no further business, on a motion by Jay Coffey and seconded by Tracy Buckley and unanimously approved by all voting members present, the meeting was adjourned at 7:40p.m.

Certification: The foregoing and attachments represent a true and complete summary of the actions taken by the Fort Monmouth Economic Revitalization Authority at its Board meeting.


Bruce Steadman – Secretary

Resolution Regarding
Third Amendment to and the Reinstatement of the Purchase and Sale & Redevelopment Agreement with the
Borough of Eatontown for a Department of Public Works Complex on the 1123 Parcel

WHEREAS, on May 18, 2016, the Board approved Evaluation Scoring for Local Beneficial Use Requests for the Borough's request to purchase a 7.2-acre tract known as the 1123 Parcel ("the Property") including Buildings 1123, 1124, 1108, 1109 and 1110 located on Echo Avenue, in Eatontown, New Jersey for municipal uses including the relocation of Eatontown's Department of Public Works; and accordingly, the Borough's proposed use of the Property was reviewed and scored by FMERA staff utilizing the Board approved LBU criteria, resulting in a 40% price reduction and sale price of \$886,461.00; and

WHEREAS, on January 16, 2019, the Board authorized the execution of the PSARA between FMERA and the Borough for the Property, and the PSARA was executed on May 8, 2019; and

WHEREAS, pursuant to the terms of the PSARA, the Borough was provided a ninety-day Due Diligence Period commencing on the Effective Date of the PSARA; an Initial Approval Period of twelve months commencing at the end of the Due Diligence period; and a six-month Approval Extension Period, subject to FMERA approval, with Closing to occur within thirty days of satisfaction or waiver of the Conditions Precedent to Closing; and

WHEREAS, under the terms of the First Amendment, executed September 2, 2019, Purchaser agreed to: i) amend the Approval Period to run for a total period not to exceed six months, beginning at the expiration of the Due Diligence Period; and ii) Close within thirty (30) days of the expiration of the amended six month Approval Period, subject to receipt of an NFA from the NJDEP for the two environmental carve-out parcels located within the Property and regardless of whether other Conditions Precedent to Closing have been waived or satisfied; and

WHEREAS, following the expiration of the Due Diligence Period, the Borough entered the Approval Period which was set to expire on May 30, 2020; on May 15, 2020, via email correspondence, the Borough requested an extension to the Approval Period due to challenges navigating COVID-19 and also turnover in Borough staff; and

WHEREAS, the FMERA staff reviewed the Borough's request and the Executive Director agreed to retroactively extend the Approval Period under his Delegated Authority for five months or until October 30, 2020; the Second Amendment was executed on July 30, 2020; and

WHEREAS, on October 2, 2020, via letter correspondence, the Borough requested an additional extension to the Approval Period, set to expire on October 30, 2020, citing delays in the Borough budget approval process for 2020; the budget approval was required in order for the Borough to authorize funds for the remaining environmental work to be completed by T&M Associates; and

WHEREAS, the Borough is requesting an additional five (5) month extension to the Approval Period, set to expire on April 1, 2021; since the Approval Period is set to expire before the Third Amendment can be adopted the Borough has conditionally terminate its agreement with FMERA until such time as the Third Amendment is approved and the 10-day Governor's veto period expires; and

WHEREAS, all other terms of the PSARA will remain unchanged. The attached Third Amendment to the PSARA is in substantially final form. The final terms of the amendment will be subject to the approval of FMERA's Executive Director, the Borough of Eatontown, and the Attorney General's Office. 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 Third Amendment to and the Reinstatement of the PSARA with the Borough of Eatontown for the 1123 Parcel for an extension of the Approval Period 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: October 21, 2020

EXHIBIT 1