

**Fort Monmouth Economic Revitalization Authority
Board Meeting
January 20, 2021
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
- Lillian Burry – Monmouth County Freeholder – V
- Steve Gallo – Public Member – V
- Jay Coffey – Mayor of Oceanport – V
- Bill Lucia – Eatontown Interim Borough Administrator – V
- Tracy Buckley – Tinton Falls Borough Council President – V
- Brian Wilton – Deputy Chief Counsel and Director-Governor’s Authorities Unit, Office of the Governor – V
- Dave Nuse – Executive VP, Real Estate & Community Development, NJ Economic Development Authority – V
- Sean Thompson – Director, Division of Local Planning Services, NJ Department of Community Affairs
- Baden Almonor – Central Regional Chief, NJ Department of Labor & Workforce Development
- William Riviere, Principal Planner, NJ Department of Transportation

V – Denotes Voting Member

Members of the Authority not present:

- Kenneth J. Kloo – Director, Site Remediation Program, NJ Department of Environmental Protection

Also present:

- Bruce Steadman, FMERA Executive Director and Secretary
- Laura Draushak, Deputy Attorney General (DAG)
- Jamera Sirmans, Associate Counsel from the Governor’s Authorities Unit
- FMERA staff:
 - Kara Kopach – Deputy Executive Director/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 5:00p.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 the meeting was being held remotely by telephone.

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 January 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 December 15th regular meeting minutes. A motion as made to approve the minutes by Lillian Burry and seconded by Jay Coffey.

Bruce Steadman conducted a roll call vote.

NAME	Yes	No	Abstain
Robert Lucky	X		
Lillian Burry	X		
Steve Gallo			X
Jay Coffey	X		
Bill Lucia	X		
Tracy Buckley	X		
Brian Wilton	X		
Dave Nuse	X		

Steve Gallo was appointed to the FMERA Board by the Governor on January 20th and therefore abstained from voting on the December minutes.

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

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 three 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

Bruce Steadman welcomed Steve Gallo who was appointed to the FMERA Board by the Governor in January. Mr. Steadman noted that Mr. Gallo's oath had been completed and verified.

Mr. Steadman stated that Stephanie Brown, Associate Counsel from the Governor's Authorities Unit, will be moving on to a new position and Jamera Sirmans, Associate Counsel from the Governor's Authorities Unit will be replacing her.

Bruce Steadman stated that it was likely that the February board meeting would also be a remote teleconference meeting. Mr. Steadman stated that the FMERA staff continues to work daily on FMERA business, albeit remotely, and are working on several projects which are still moving forward through reviews, negotiations, approvals, and other tasks.

TREASURER'S REPORT

Jennifer Lepore, Accounting Manager stated that FMERA staff is beginning to prepare the Authority's 2020 Annual Report and financial statements for presentation to the Audit Committee, which serve as FMERA's Comprehensive Annual Report to meet the requirements of Executive Order No. 37 (2006). It is expected that a draft report and statements will be available for review in mid-March, and finals presented to the Board in April.

The Authority's independent auditors, CliftonLarsonAllen, LLP, will begin work on their audit of the Authority's operations in early February. The auditors will report on the Authority's financial statements and accompanying notes, as well as report on the Authority's internal controls and compliance with Government Auditing Standards. Field work is scheduled to begin virtually the last week of February.

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 4 FOST is closed, signed, and approved by the BRAC office.
- The Group 4 deed is with the Army Corp. of Engineers for signature.

Other projects in process include:

- NJAW will be starting the installation of the 2000-foot Phase 3A 8" water main from Anson Avenue at Oceanport Way westward to Todd Avenue, then north to Avenue of Memories in the coming weeks. This main will serve the OPort Partners parcels and tie the NJAW system in Main street to the Phase 1 water main in Avenue of Memories, which was completed in 2018.
- 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 April of 2021.
- 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.
- Regarding the Army Corp landfill capping project, the Corp's contractor is working on landfills 2, 3, 4, 5, and 25, where clearing is complete. Grading is underway ahead of the caps being placed. The Army Corps. of Engineer is anticipating completion of the project by the end of 2021.

The team continues to maintain buildings slated for sale or reuse. Sanitary lift stations and generators are inspected weekly, and the fort's electrical power system is monitored. 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 27 parcels, and another 10 parcels are under contract or have Board-approved contracts.

FMERA has transmitted a draft term sheet to the developer of the Tinton Falls Commercial Parcel and a draft PSARA to the Expo Theater property developer. The Expo Theater property is slated for recreation use and FMERA is targeting

the February Board for its approval, subject to Board review. FMERA is also reviewing a draft PSARA of the Howard Commons site which is slated for mixed-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 Suneagles Golf Course in late December for reuse as a golf course for a minimum of 40 years, along with the construction of 75 new residential units, 20% of which much be affordable. and anticipates closing on the Marina and the Bowling Center in the first quarter.

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. The on-going pandemic has caused several unanticipated delays, however, all of FMERA's projects continue to make excellent progress and several other projects are planned to come online in the coming months.

In the new year, FMERA will be focused on marketing several of its large parcels for redevelopment, beginning with the Parcel B property in Eatontown. The property is targeted as a mixed-use development. 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. The development will call for 302 residential units and a highly diverse mix of commercial components and site amenities. Several other highly desirable parcels, including the 400 Area and the McAfee Center Campus, are targeted for release in the future. Interested parties may sign up for our RFOTP alerts on our website under the Developer Information tab.

As we continue to work remotely, FMERA will be exploring opportunities to participate in and attend a variety of industry panels and conferences to continue to engage with prospective developers and other related professionals. Our team remains 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 thanked the FMERA staff for their outstanding work in 2020, as they continue to operate remotely. Mr. Steadman stated that the staff's dedication is a remarkable testament to their resilience and commitment to the mission.

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.

Mr. Steadman extended congratulations to the Oceanport Police Department and the Oceanport Borough Offices for the move to their new offices on the Fort. Mr. Steadman asked Mayor Coffey to extend his thanks, appreciation and pride for Oceanport's investment and efforts for moving their facilities to the Fort.

Mayor Coffey noted that the Borough is pleased to be located now on the Fort, thanked the FMERA team for its support, and specifically called out Regina McGrade for her outstanding and continuous help and support in facilitating the Borough's move to the Fort. He noted that Ms. McGrade has been instrumental in the Borough's success in its relocation to the Fort, and that the Borough staff is very appreciative of Ms. McGrade's extra efforts.

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 December 8th and discussed the following:

- Discussion regarding the Second Amendment to the PSARA and Ground Lease with Parker Creek Partners, LLC for the Bowling Center Parcel. The Amendment includes the revisions to the material terms and allows an extension to close no later than March 30, 2021. The Committee reached a consensus and agreed to recommend it to the Board for approval.
- Discussion regarding the Fourth Amendment to the PSARA with the Borough of Eatontown for a Department of Public Works Complex on the 1123 Parcel. The Amendment allows for the demolition of Building 1124 on the site. The Committee reached a consensus and agreed to recommend to the Board for approval.
- Discussion regarding the approval of a PSARA with New Jersey American Water for a Water Tower at Howard Commons for a 3.945-acre tract of land located along Pinebrook Road in the Eatontown Section of Fort Monmouth, New Jersey. A water storage tank located anywhere near Fort Monmouth would ultimately benefit development projects at Fort Monmouth. The Committee reached a consensus and agreed to recommend to the Board for approval.
- Other Issues
 - Tinton Falls Commercial Parcel
 - Howard Commons
 - Parcel B RFOTP
 - Expo Theater PSARA
 - Lodging Parcel (Somerset Development)
 - Riverwalk Trail/Promenade
 - Oceanport Streets
 - Signage

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

Bruce Steadman, on behalf of Kenneth J. Kloo stated that the Committee did not meet this month.

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

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

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

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

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

Lillian Burry stated that the Committee did not meet this month.

BOARD ACTIONS

1. The first item before the Board was the Second Amendment to the Purchase and Sale & Redevelopment Agreement and Ground Lease with Parker Creek Partners, LLC for the Bowling Center Parcel in Eatontown

Kara Kopach read a summary of the Board memo.

The resolution is attached hereto and marked Exhibit 1.

A motion was made by Jay Coffey and was seconded by Bill Lucia.

Bruce Steadman conducted a roll call vote.

NAME	Yes	No	Abstain
Robert Lucky	X		
Lillian Burry	X		
Steve Gallo	X		
Jay Coffey	X		
Bill Lucia	X		
Tracy Buckley	X		
Brian Wilton	X		
Dave Nuse	X		

Motion to Approve: JAY COFFEY Second: BILL LUCIA

Ayes: 8

2. The second item before the Board was the Fourth Amendment to 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 2.

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

Bruce Steadman conducted a roll call vote.

NAME	Yes	No	Abstain
Robert Lucky	X		
Lillian Burry	X		
Steve Gallo	X		
Jay Coffey	X		
Bill Lucia	X		
Tracy Buckley	X		
Brian Wilton	X		
Dave Nuse	X		

Motion to Approve: JAY COFFEY Second: LILLIAN BURRY

Ayes: 8

3. The third item before the Board was a Purchase and Sale & Redevelopment Agreement with New Jersey American Water for a Water Tower at Howard Commons in Eatontown.

Kara Kopach read a summary of the Board memo.

The resolution is attached hereto and marked Exhibit 3.

A motion was made by Lillian Burry and was seconded by Steve Gallo.

Lillian Burry stated that the installation of the 24-inch water line along Avenue of Memories (County Route 537) by New Jersey American Water would be a great enhancement for the redevelopment of Fort Monmouth.

Bruce Steadman conducted a roll call vote.

NAME	Yes	No	Abstain
Robert Lucky	X		
Lillian Burry	X		
Steve Gallo	X		
Jay Coffey	X		
Bill Lucia	X		
Tracy Buckley	X		
Brian Wilton	X		
Dave Nuse	X		

Motion to Approve: LILLIAN BURRY Second: STEVE GALLO

Ayes: 8

OTHER ITEMS

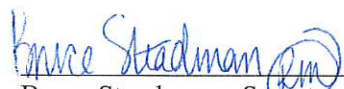
There were no other items before the Board.

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

There was no public comment.

There being no further business, on a motion by Lillian Burry and seconded by Bill Lucia and unanimously approved by all voting members present, the meeting was adjourned at 5:40p.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
Second Amendment to the Purchase and Sale & Redevelopment Agreement and Ground Lease with Parker Creek Partners, LLC for the Bowling Center Parcel in Eatontown

WHEREAS, FMERA issued a Request for Offers to Purchase (“RFOTP”) on June 22, 2018 in connection with the sale of the 2.8-acre Bowling Center Parcel in Eatontown (the “Property”); the Bowling Center, also known as Building 689, is an approximately 17,599 sf structure located at the corner of Saltzman and Wilson Avenues. The 2.8-acre parcel also includes Building 682, a 4,720-sf wood frame building constructed in 1941 slated for demolition; and

WHEREAS, the Seller and Parker Creek Partners, LLC (“PCP”) entered into a certain Purchase and Sale Agreement and Redevelopment Agreement dated as of July 2, 2019, in which PCP committed to develop the Property in one or more phases for commercial, recreational, entertainment and retail uses and which will consist of the renovation and expansion of the existing Bowling Center and upgrades to the kitchen, and adding a bar, bocce courts, pool tables, shuffleboard tables and a stage. The Purchaser will also be obligated to demolish Building 682 and install necessary site improvements at its sole cost and expense; and

WHEREAS, under the terms of the PSARA, Purchaser was entitled to an Approval Period of up to ninety days following the completion of Due Diligence to obtain all necessary approvals (the “Approval Period”), and if proceeding in good faith, an additional ninety day extension (the “Approval Extension Period”), and the Approval Extension Period expired on May 1, 2020; and

WHEREAS, due to COVID -19 related delays and shutdowns, Purchaser was not able to obtain all approvals in the designated timeframe and requested additional time to obtain the necessary approvals; and

WHEREAS, utilizing the Board Approved Delegated Authority provided to the Executive Director at the April 15, 2020 FMERA Board meeting, the FMERA Executive Director granted an additional five-month Approval Period extension, executed July 15, 2020, which was retroactively applied from May 1, 2020 via the First Amendment to the PSARA; and

WHEREAS, under the terms of the PSARA, Purchaser is obligated to close within one hundred and twenty (120) days following the satisfaction or waiver of the Conditions Precedent to Closing, which occurred on October 1, 2020; and

WHEREAS, Purchaser has requested a two-month extension to close by March 30, 2021 via correspondence dated January 5, 2021, citing changes in the bank underwriting process and delays with the County approvals process; and

WHEREAS, FMERA staff has reviewed this request and recommends the Real Estate Committee review and recommend the Board approve an extension to close; and

WHEREAS, the attached amendment to the PSARA includes the following revision to material terms: an extension to close no later than March 30, 2021; and

WHEREAS, all other material terms of the PSARA as presented to the Committee and the Board will remain unchanged. The attached Second Amendment to PSARA is in substantially final form. The final terms of the amendment will be subject to the approval of FMERA’s Executive Director and the Attorney General’s Office. 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 and Sale & Redevelopment Agreement and Ground Lease with Parker Creek Partners, LLC for the Bowling Center Parcel in Eatontown 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: January 20, 2021

EXHIBIT 1

ADOPTED
January 20, 2021

Resolution Regarding
Fourth 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 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; however, 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 requested an additional five-month extension to the Approval Period, or April 1, 2021; as the Approval Period was set to expire before the Third Amendment could be adopted, the Borough conditionally terminated and reinstated the PSARA under the Third Amendment, executed November 29, 2020; and

WHEREAS, during its review of the Borough's mandatory conceptual review application, FMERA staff identified that Building 1124 was slated for demolition although the Project as set forth in the PSARA identifies 1124 as slated for renovation; and

WHEREAS, FMERA notified the Borough of this conflict and the Borough confirmed its position regarding the intended demolition of Building 1124; as amended, the Reuse Plan allows for the demolition of Building 1124; and

WHEREAS, FMERA has reviewed the site plan and concurs that the demolition of 1124 is acceptable and supports the highest and best use of the Property; and

WHEREAS, all other terms of the PSARA will remain unchanged. The attached Fourth 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 Fourth 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: January 20, 2021

EXHIBIT 2

ADOPTED
January 20, 2021

Resolution Regarding
Authorization to enter into a Purchase and Sale & Redevelopment Agreement with New Jersey
American Water for a water tank on the Water Tank Parcel

WHEREAS, On December 29, 2014, FMERA publicly advertised a Request for Offers to Purchase (“Howard Commons RFOTP”) an approximately 63.67 acre of land and improvements located in the Charles Wood Are of Fort Monmouth known as Howard Commons Parcel (“Howard Commons Parcel”), in accordance with FMERA’s Rules for the Sale of Real and Personal Property, N.J.A.C. 19:31C-2.1 et seq., which included the Water Tank Parcel; and

WHEREAS, since the issuance of the Howard Commons RFOTP significant environmental contamination has been found on the Howard Commons Parcel, in the form of historically applied pesticides, which has led to delays in development and the withdrawal of the top scoring bidder to the Howard Commons RFOTP; FMERA remains in negotiations with the only remaining bidder to the Howard Commons RFOTP - US Home Corporation, a wholly owned subsidiary of Lennar Corporation (“Lennar”) a corporation of the State of Delaware, located at 2465 Kuser Road, Floor 3, Hamilton, New Jersey 08690, and expects to enter into a Purchase and Sale Agreement and Redevelopment Agreement during the first Quarter of 2021; and

WHEREAS, since the issuance of the Howard Commons RFOTP, NJAW has indicated to FMERA that there is severe shortage of water storage capacity and pressure in the surrounding area of Monmouth County and has indicated it is in need of land to build an approximately two million gallon storage tank to better serve the surrounding community’s needs; and

WHEREAS, these issues impact Fort properties that FMERA owns and remains responsible to redevelop and as NJAW serves as the sole source water provider in the Tinton Falls/Eatontown/Oceanport area, FMERA staff responded to NJAW’s request by identifying a 3.945 tract of land located on the Howard Commons Parcel herein identified as the Water Tank Parcel or Property; and

WHEREAS, the Water Tank Parcel is uniquely suited to serve NJAW’s needs by providing approximately four acres of land surrounded on two sides by undeveloped preserved forest, a municipal road on another and a fourth side that encompasses soon to be built residential units which will be buffered by trees; and

WHEREAS, by correspondence dated January 4, 2021 Lennar has agreed to exclude the Water Tank Parcel from the Howard Commons RFOTP in exchange for foregoing costs associated with demolition and remediation at that site; and

WHEREAS, a water storage tank located anywhere near Fort Monmouth would ultimately benefit development projects at Fort Monmouth and others in the surrounding areas, especially large volume water users; and

WHEREAS, in addition, as part of the Fort’s overall utility replacement and improvement plan and to connect the western Main Post properties to the eastern Main Post properties on the Fort, FMERA requires that a 24-inch water main extension be built from Route 35 east along Avenue of Memories to the intersection of Avenue of Memories and Irwin Avenue (“Water Main Extension”), totaling approximately 5,500 linear feet. FMERA anticipates that the Water Main Extension would cost FMERA approximately \$1.3 million; and

WHEREAS, as part of the purchase price for the Water Tank Parcel, NJAW has agreed to install the Water Main Extension under the terms set forth in the PSARA, expediting the installation of the line by three to five years; and

WHEREAS, Purchaser has agreed to make the Homeless Trust payment of \$80,220.00 based on all developable acreage and complete the Water Main Extension at no cost to FMERA by December 31, 2021; and

WHEREAS, Purchaser will have a sixty-day Due Diligence Period commencing on the Effective Date of the PSARA; an Initial Approval Period of six months commencing at the end of the Due Diligence period; and a six-month Approval Extension Period, subject to FMERA approval; and

WHEREAS, closing will occur within thirty days satisfaction or waiver of the Conditions Precedent to Closing and it is anticipated that a Reuse Plan Amendment will be required to permit the construction of the water tank on the site; and

WHEREAS, NJAW's Capital Investment shall be the aggregate of (1) the cost to demolish the existing buildings and construct a two million-gallon water storage tank on the property, and (2) the installation of the Water Main Extension; and

WHEREAS, the project includes the development of an 2,000,000 gallon NJAW water tank to resolve water pressure and capacity issues in the surrounding area and will consist of the demolition of Buildings 3034, 3035, 3036 and 3037 within the timelines set forth under the PSARA as well as associated paving, ancillary storage and landscape buffering to support the site for the water tank use; and

WHEREAS, NJAW has agreed it is responsible for establishing service and accounts for any utility service required to service the site and the water tank; for replacement, repair, maintenance and/or relocation of utilities within the Property to serve the Project, subject to Seller's review and approval; and for coordinating communication services to the Property through a provider of its choosing; and

WHEREAS, the attached PSARA between FMERA and the NJAW 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. On January 19, 2021, via email the Real Estate Committee reviewed and approved the request and recommends it to the Board for approval.

THEREFORE, BE IT RESOLVED THAT:

1. The Authority approves the Authorization to enter into a Purchase and Sale & Redevelopment Agreement with New Jersey American Water for a water tank on the Water Tank Parcel on terms substantially consistent to those set forth in the attached memorandum and with final terms acceptable to the Executive Director and the Attorney General's Office and authorizes the Executive Director to execute the Agreement.

2. This resolution shall take effect immediately, but no action authorized herein shall have force and effect until 10 days, Saturdays, Sundays, and public holidays excepted, after a copy of the minutes of the Authority meeting at which this resolution was adopted has been delivered to the Governor of the State of New Jersey for his approval, unless during such 10-day period the Governor of the State of New Jersey shall approve the same, in which case such action shall become effective upon such approval, as provided by the Act.

Attachment

Dated: January 20, 2021

EXHIBIT 3