

**Fort Monmouth Economic Revitalization Authority
Board Meeting
October 20, 2021
Via Teleconference**

MINUTES OF THE MEETING

Members of the Authority and/or Designees present via teleconference:

- Robert W. Lucky – Vice-Chairman, Fort Monmouth Economic Revitalization Authority (FMERA) – V
- Lillian Burry – Monmouth County Commissioner – V
- Jay Coffey – Mayor of Oceanport – V
- Bill Lucia – Eatontown Interim Borough Administrator – V - Designee
- Tracy Buckley – Tinton Falls Borough Council President – V - Designee
- Jamera Sirmans – Associate Counsel, Governor’s Authorities Unit – V – Designee
- Dave Nuse – Executive VP, Real Estate & Community Development, NJEDA – V - Designee
- William Riviere – Principal Planner, NJ Department of Transportation – Designee
- Sean Thompson – Director, Division of Local Planning Services, NJ Department of Community Affairs – Designee

V – Denotes Voting Member

Members of the Authority not present:

- Stephen Gallo – Public Member – V
- Kenneth J. Kloo – Director, Site Remediation Program, NJ Department of Environmental Protection – Designee
- Baden Almonor – Central Regional Chief, NJ Department of Labor & Workforce Development – Designee

Also present:

- Bruce Steadman, FMERA Executive Director and Secretary
- Laura Draushak, Deputy Attorney General (DAG)
- FMERA staff:
 - Regina McGrade – Administrative Manager
 - Kara Kopach – Deputy Executive Director/Director of Real Estate Development
 - Sarah Giberson – Manager of Marketing & Development
 - Upendra Sapkota – Senior Project Officer – Planning & Development
 - 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 the October Board meeting 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 29th regular meeting minutes. A motion was made to approve the minutes by Lillian Burry and seconded by Dave Nuse.

Bruce Steadman conducted a roll call vote.

NAME	Yes	No	Abstain
Robert Lucky	X		
Lillian Burry	X		
Jay Coffey	X		
Bill Lucia	X		
Tracy Buckley	X		
Jamera Sirmans	X		
Dave Nuse	X		

Motion to Approve: LILLIAN BURRY Second: DAVE NUSE
 Ayes: 7

WELCOME

Dr. Lucky stated that he was impressed with all of the activity and work that has been accomplished over the last month including the MCIA Loan being completed, the Mega Parcel RFOTP being issued and the amount of work that went into the October Board package by the FMERA staff.

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 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 November 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.

Mr. Steadman, on behalf of the FMERA staff, thanked Dr. Lucky for his comments. Mr. Steadman stated that it was an unusual month with the many projects coming together at the same time for the Board meeting. Mr. Steadman thanked Gabriel Chacon and Laura Drahushak of the Office of Attorney General (OAG) for their outstanding work and help.

Mr. Steadman thanked the Monmouth County Improvement Authority (MCIA) for the loan of funds which were used to purchase roughly half of Fort Monmouth from the US Army, in Phase 2 Economic Development Conveyance (EDC). He noted that without the MCIA funds and the ability to acquire the Phase 2 EDC property from the Army, FMERA's progress to date would be nowhere near where it is today. Mr. Steadman also thanked the NJEDA for their outstanding support to provide the loan by which FMERA could satisfy its obligation to the MCIA, in light of the delayed closings of late.

Further, Mr. Steadman specifically thanked Freeholder Lillian Burry for originating the idea that the MCIA could be used for the purpose of borrowing the funds to buy out the US Army, and for shepherding the plan through the County Freeholders and the MCIA. He noted that Ms. Burry has been a stalwart supporter of the redevelopment efforts by FMERA and its predecessor organization FMERPA, from day one of both entities. He noted that she loves to tackle the difficult issues and is never afraid to take a stand and argue for what she thinks is right. Mr. Steadman thanked Ms. Burry for all of her efforts on behalf of FMERA. FMERA.

Mr. Steadman also thanked Dave Nuse of the NJEDA for being instrumental in the meetings with the MCIA. His outstanding character and good will were strongly influential in the early and ongoing meetings with the MCIA, , and helped FMERA to move forward on the complex and difficult issues. Mr. Nuse also was key in the NJEDA developing the loan package that provided the foundation for satisfying the MCIA obligation. Also, our sincere thanks to NJEDA's CEO Tim Sullivan, and NJEDA's Senior Vice President Lori Matheus for their full support and guidance on establishing the NJEDA to FMERA loan plan.

Mr. Steadman also wanted to point out the excellent contribution of our outside legal counsel Robert I. Tuteur, of Eckert Seamans. Bob provided critical advice and legal direction throughout the myriad issues associated with obtaining and satisfying the MCIA loan and County guaranty, from start to finish; and with the many documents associated with the NJEDA to FMERA loan.

TREASURER'S REPORT

Jennifer Lepore, Accounting Manager stated that on October 8, FMERA closed on the loan from the New Jersey Economic Development Authority (EDA) approved by the Board at the July meeting. Approximately \$21,775,000 was wired to the escrow agent for the Monmouth County Improvement Authority (MCIA) to the pay the notes that mature on November 9, 2021. As of the November 9 maturity date, the notes will be paid in full and FMERA has fulfilled its obligation to the MCIA and Monmouth County.

The 2022 FMERA Budget is currently being drafted. FMERA staff will be meeting in the next few weeks to discuss and finalized the budget. The draft budget will then be presented to the Audit Committee for their review. The 2022 FMERA Budget is scheduled to be brought to the Board for its consideration and approval at the December meeting.

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 team continues to operate to maintain the utilities and infrastructure to serve our developers, residences, and businesses.

FMERA is currently working on completing the following Deeds with the Army:

- The Group 5 Deed is in draft form at the Army level. FMERA is expecting a copy for review on or before December 31, 2021.
- The Army BRAC Office has finalized the Finding of Suitability to Lease (FOSL) for carve-out parcel 16 at the Myer Center. The Army Corp has sent FMERA a draft lease, which is under review by the team.

Other projects in process include:

- The installation of the 5,700 linear-foot New Jersey American Water Avenue of Memories water main is complete with the exception of a 700-foot section to be installed under the Mill Creek culvert. That jack-and-bore is set to begin November eight.

- The jack-and-bore of a 24" New Jersey American water main under Rt. 35 from fort lands to Tinton Avenue has begun and will be complete by the end of this month. Tinton Avenue west-bounds lanes from Rt. 35 to Maxwell Road will be closed Monday through Wednesday of next week.
- Investigative work and planning with Jersey Central Power and Light continues, working towards a new electrical substation on the Main Post, and the eventual transfer of the Main Post power grid to JCP&L. Updated mapping of the FMERA power grid is 85% complete. Site planning and review of environmental conditions at the proposed location of the new substation continues. An MOU with JC&L is under review.
- Work associated with the Army's landfill capping project continues. Vegetative clearing work is complete at the M2 landfill. Capping work at the M12 & M14 landfills is underway and capping work at the M3, M4, M5, M18 and M25 landfills is complete. The Army Corps. is working with the NJDEP to finalize plans for the M8 landfill. The remedial approach targeted for the M8 landfill includes a combination of capping and fencing to protect human health and the environment. The Army Corp. still anticipates field-work completion by year-end 2021.
- Work associated with the Army's landfill capping project continues. Landfills 3, 5, 18 and 25 are complete; landfill 4 is substantially complete. Work at landfill 12 is 90% complete, and 14 could be complete by month-end. Work at Landfills 2 and 8 are well underway. The Army Corp. anticipates field-work completion by year-end 2021.

Joe Fallon, Sr. Environmental Officer stated that the Bureau of Fire Code Enforcement, which is part of the NJDCA, commenced site-wide fire safety inspections of FMERA owned buildings in February of 2021. Prior to February of 2021, the Bureau inspected Gibbs Hall, the Monmouth County Highway District's main Building 750, and the former Main Post fire station. The Bureau cited fire safety violations against all three facilities. Gibbs Hall has since been sold and the outstanding violations are the responsibility of the new property owner to resolve. The county will be responsible on resolving the violations cited against Building 750 and FMERA is working with the Bureau to resolve the violations cited against the Main Post fire station.

In terms of other FMERA owned buildings, FMERA currently owns 148 buildings on the Main Post property and 76 buildings on the Charles Wood property. To date, the Bureau has inspected 64 buildings located on the Main Post property. Six buildings were found to have no violations and one or more violations were cited against the remaining 58 buildings. A large percentage of violations cited involve the lack of abandoned building permits for vacant buildings and inoperable fire alarms and monitoring systems at vacant buildings with electrical power still intact. FMERA plans on resolving the inoperable fire and monitoring systems violations by terminating power to buildings of concern and then securing abandoned building permits for each affected building, whereby resolving the violation.

In response to the fire safety violations issued to date, FMERA has prepared a Fire Safety Response Plan, currently in draft form, which is undergoing review by FMERA staff. After finalization, the referenced plan will be forwarded to the Bureau for their review and endorsement. The plan itself discusses all violations issued to date and provides a correction action plan for each violation and a timeline for resolving each violation.

FMERA has already started to resolve some of higher priority fire safety issues. Buildings 476, 502, and 602, which are occupied, have been brought into compliance with NJ's fire safety code. In addition, 60 fire safety placards have been placed on the exteriors of all buildings located in Parcel B. The placards communicate structural or interior hazards exist to a degree that consideration should be given to limit firefighting to exterior operations only, with entry only occurring for known life hazards. FMERA is also planning to execute the following actions by December 31, 2021: purchase an additional 150 fire warning placards for posting at fort buildings, activating fire alarms and monitoring systems at 4 buildings, removing excessive combustibles at 4 buildings, and the commencement of securing abandoned building permits. Update reports concerning fire safety issues at the fort will be made at future board meetings.

2. Sarah Giberson, Senior Project Officer and Manager of Marketing and Development gave an overview on property sales and RFOTPs:

FMERA remains focused on the continued movement and progress of on-going projects at this time, while evaluating the real estate and redevelopment landscape in a post-COVID environment as the pandemic begins to wind down. With the highest and best use of the property and job creation in mind, FMERA continues to make plans for future RFOTPs that will further our redevelopment initiatives and support the economic vitality of the region.

Last Friday, FMERA released the Mega Parcel RFOTP and is seeking proposals for the redevelopment of an approximately 290-acre property spanning the Boroughs of Eatontown and Oceanport. FMERA has a strong interest in bolstering the innovation economy to create more and better jobs locally, as well as throughout the state, and to further revitalize Fort Monmouth. By supporting one or more key sectors, including but not limited to life sciences, information and high tech, clean energy, food and beverage, and film and digital media, staff believes Fort is positioned to serve as a regional hub for one of these dynamic industries and further attract other business within and around the Fort Monmouth area, as a result. The proposal period is now open and concludes January 12th, 2022 at 12pm. Potential Purchasers should be aware that this is a strict deadline. Proposals received after 12:00pm on January 12th will automatically be rejected for failure to comply with the parameters set forth in the RFOTP. This includes late delivery by UPS, FedEx, or other delivery services. Please note, that all communications regarding the Mega Parcel RFOTP, as with all of FMERA's RFOTPs, is restricted unless as otherwise detailed in Section 6 of the RFOTP.

As we continue to work remotely, our team remains available during normal business hours via email and cell phone. We've started a gradual return to office and are open to the public Monday-Thursday. 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 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 FMERA continues working remotely; and noted the outstanding support and help received from our key state stakeholders: the Governor's Authorities Unit, Attorney General Office, NJEDA, DEP, the DOT, the DOL, the DCA, and many others.

Mr. Steadman stated that the Board was polled regarding the start time for the Board meetings scheduled through September 2022 and the most popular start time was 5:00p.m.

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 met on October 18th and discussed the following:

- Discussion regarding a MOU between the NJDCA and FMERA to set forth the terms and conditions for the disbursement of the American Rescue Plan Act – Coronavirus State Fiscal Recovery Fund monies to implement the Water and Sewer Replacement Program and to approve a Grant Agreement between the TRWRA and FMERA for the disbursement of the CSFRF monies for the installation of a new Pump Station, Force Main and East Interceptor to provide sewer service for the eastern portion of the Fort property and grant staff delegated authority to receive additional CSFRF Funds should funds beyond the initial \$10.5M be made available to FMERA under the same terms and conditions as stated in the MOU. The Committee reviewed the request and recommended it to the Board for approval.

2. REAL ESTATE COMMITTEE (ROBERT LUCKY)

Robert Lucky stated that the Committee met on October 12th and discussed the following:

- Discussion regarding the 2nd Amendment to the PSARA with Somerset Development for the Lodging Parcel. Somerset has requested the following: (1) the approval of 3 entities as Affiliates; (2) at Closing subdivide the property into three (3) lots which consist of Senior Affordable Lot, the Family Affordable Lot and the Townhouse Development Lot. The Committee reviewed the request and recommended it to the Board for approval.
- Discussion regarding the 5th Amendment to the PSARA with The Loft Partnership for the Dance Hall. LP requested to revert to its initial proposed renovation of the existing facility and to revise its related capital investment to \$3,165,000. Additionally, LP requested a 120 extension to complete the Project, citing continued construction delays due to increased costs and material shortages resulting from the pandemic. The Committee reviewed the request and recommended it to the Board for approval.
- Discussion regarding the 6th Amendment to the PSARA with Fort Partners Group for the Fitness Center for an extension to the Project Completion date to June 30, 2022 of the water tower citing difficulty in obtaining contractors. Additionally, the paint product to be used requires temperatures above 40 degrees for successful application. Therefore, the contractor will have to wait until March for milder temperatures. The Committee reviewed the request and recommended it to the Board for approval.
- Discussion regarding a PSARA with Lennar Corporation for Howard Commons in Eatontown. Lennar will pay \$1.8M for the Parcel. Lennar will construct 275 Housing Units along Pinebrook Road together with a retail component consisting of a maximum building square footage of 33,800 fronting on the Property's Hope Road. The Committee reviewed the request and recommended it to the Board for approval.

Other Items:

1. Closings:
 - a. Barker Circle
 - b. Eatontown Parks
 - c. Allison Hall
2. Mega RFOTP
3. Parcels 7&8
4. CW Firehouse / Commvault
5. JCP&L Meetings
6. TRWRA & East Interceptor

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

Bruce Steadman, on behalf of Kenneth J. Kloo stated that the Committee met on August 2nd and discussed the following:

- FMERA staff provided update on the many projects underway, and those parcels being considered for RFOTP.
- FMERA staff provided a link to the CERCLA: National Priority List (NPL) Sites. <https://www.epa.gov/superfund/superfund-national-priorities-list-npl>. The NPL is the list of sites of national priority among the known releases or threatened releases of hazardous substances, pollutants, or contaminants throughout the U.S. The NPL is intended primarily to guide the EPA in determining which sites warrant further investigation under the Superfund legislation. The Committee was advised that Fort Monmouth was not on the NPL list, and therefore not a Superfund site.
- FMERA staff reported that the Group 5 FOST is in draft form at the Army level. The FOST includes Carve-Out Parcels 38-Part 2 of 2, 41, 43, 79-490-UST, 82 & 102b. The Army is currently drafting a Record of Decision (ROD) for Parcels 41, 43 & 82 due to the fact the final remedies for each site involved soil removal actions. The FOST will be finalized upon completion of the final ROD. FMERA anticipates receiving the FOST by end of 2021.
- FMERA staff provided an update on the single Abandoned Heating Oil USTs found at the Barkers Circle Parcel & the Thrift Shop Parcel, respectively. BRAC law makes it the Army's responsibility for remediating certain types of contaminants, but they are not responsible for locating or removing USTs. Due to the extenuating circumstances related to the Barker Circle sale, and the NJAW water line bypassing the Thrift Shop, FMERA initiated the removal of these 2 USTs and the subsequent investigations to eliminate delays and keep those projects on schedule. FMERA will look to the Army for reimbursement of its costs.
- FMERA staff provided an update on Parcel 6, JCP&L Electrical Substation Parcel: Initial Site Investigation Results. FMERA staff has begun discussion with JCP&L for a new substation on Parcel 6., and JCP&L is in the process of evaluating the suitability of this parcel for the substation.

- FMERA staff provided an update on the Carve-Out Parcels:
 - Former AAFES Gas Station – 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 be required to complete 8 quarterly rounds of ground water monitoring and the data derived from those monitoring efforts will be used as part of their groundwater modeling work which is a key component in establishing a CEA.
 - Former Coal Storage Area & Installation Maintenance Facilities – The Army has presented a remedial strategy to the NJDEP that calls for capping 4 areas within the subject carve-out parcel. FMERA is amenable to one area being capped but would like the remaining 3 areas to be remediated or employ compliance averaging which would also eliminate the need for a deed restriction. Further discussion will take place.
 - Former Dry-Cleaning Facility – The Army planned to pursue Monitored Natural Attenuation with a Classification Exception Area (CEA). The Army has completed two rounds of chemical injections and has submitted a Remedial Investigation / Feasibility Study Report to the NJDEP. The Army has presented a plan to the NJDEP where the Army would install sheeting, dewater and treat the area and dig down to 45-50ft. and remove the source area. The Army would then install permeable reactive barriers to intercept the highest concentrations in the plume.
 - Former Myer Center, Neutralization Pit – The Army submitted a pilot test report to the NJDEP that describes the two rounds of the chemical injections performed at the subject parcel. The Army is targeting Monitored Natural Attenuation with a Classification Exception Area as the final remedy for the lime pit site.
 - Landfill Capping Project – Vegetative clearing work is complete at the M2 landfill. Capping work at the M12 & M14 landfills is underway and capping work at the M3, M4, M5, M18 and M25 landfills is complete. The Army still anticipates field-work completion by year-end 2021.
 - M8 landfill – The Army is working with the NJDEP to finalize plans for the M8 landfill. The remedial approach targeted for the M8 landfill includes a combination of capping and fencing to protect human health and the environment

Lillian noted that she is sad to see Ken leave the board. He has been an outstanding contributor and supporter of development at Fort Monmouth. He will be sorely missed, and she thanks for all he has done. Thank you, Ken. Lillian expressed gratitude that his replacement Diane Dow comes with a great reputation, and a solid track record, and we look forward to working with her.

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. Lillian wanted to take the time to note that she and former board member Gary Baldwin recently toured the nearly completed Soldier On Homeless Veterans Housing Project in Tinton Falls, and it looks fantastic. Although it did not happen at the Fort, she is thoroughly pleased that Soldier On found a nearby site, and she was proud to have been a small part of it being built. She told FMERA board and staff we would all be invited to the opening ceremony in the coming weeks.

BOARD ACTIONS

1. The first item before the Board was the Consideration of Approval of the Second Amendment to the Purchase and Sale & Redevelopment Agreement with Somerset Development for the Lodging Parcel in Oceanport.

Kara Kopach read a summary of the Board memo.

The resolution is attached hereto and marked Exhibit 1.

A motion was made by Lillian Burry and was seconded by Jay Coffey.
Bruce Steadman conducted a roll call vote.

NAME	Yes	No	Abstain
Robert Lucky	X		
Lillian Burry	X		
Jay Coffey	X		
Bill Lucia	X		
Tracy Buckley	X		
Jamera Sirmans	X		
Dave Nuse	X		

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

2. The second item before the Board was the Consideration of Approval of the Fifth Amendment to the Purchase and Sale & Redevelopment Agreement with The Loft Partnership for the Dance Hall in Oceanport.

Kara Kopach read a summary of the Board memo.

The resolution is attached hereto and marked Exhibit 2.

A motion was made by Lillian Burry and was seconded by Dave Nuse.

Bruce Steadman conducted a roll call vote.

NAME	Yes	No	Abstain
Robert Lucky	X		
Lillian Burry	X		
Jay Coffey	X		
Bill Lucia	X		
Tracy Buckley	X		
Jamera Sirmans	X		
Dave Nuse	X		

Motion to Approve: LILLIAN BURRY Second: DAVE NUSE
Ayes: 7

3. The third item before the Board was the Consideration of Approval of the Sixth Amendment to the Purchase and Sale & Redevelopment Agreement with Fort Partners Group for the Fitness Center 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 Bill Lucia.

Bruce Steadman conducted a roll call vote.

NAME	Yes	No	Abstain
Robert Lucky	X		
Lillian Burry	X		
Jay Coffey	X		
Bill Lucia	X		
Tracy Buckley	X		
Jamera Sirmans	X		
Dave Nuse	X		

Motion to Approve: JAY COFFEY Second: BILL LUCIA
 Ayes: 7

4. The fourth item before the Board was the Consideration of Approval of a Memorandum of Understanding with the NJ Department of Consumer Affairs and FMERA and a Grant Agreement between FMERA and the Two River Water Reclamation Authority.

Kara Kopach read a summary of the Board memo.

The resolution is attached hereto and marked Exhibit 4.

A motion was made by Lillian Burry and was seconded by Bill Lucia.

Bruce Steadman conducted a roll call vote.

NAME	Yes	No	Abstain
Robert Lucky	X		
Lillian Burry	X		
Jay Coffey	X		
Bill Lucia	X		
Tracy Buckley	X		
Jamera Sirmans	X		
Dave Nuse	X		

Motion to Approve: LILLIAN BURRY Second: BILL LUCIA
 Ayes: 7

5. The fifth item before the Board was the Consideration of Approval of a Purchase and Sale & Redevelopment Agreement with U.S. Home Corporation d/b/a Lennar Corporation for Howard Commons in Eatontown.

Kara Kopach read a summary of the Board memo.

The resolution is attached hereto and marked Exhibit 5.

A motion was made by Lillian Burry and was seconded by Bill Lucia.

Bruce Steadman conducted a roll call vote.

NAME	Yes	No	Abstain
Robert Lucky	X		
Lillian Burry	X		
Jay Coffey	X		
Anthony Talerico	X		

Tracy Buckley	X		
Jamera Sirmans	X		
Dave Nuse	X		

Motion to Approve: LILLIAN BURRY Second: BILL LUCIA
 Ayes: 7

OTHER ITEMS

There were no other items before the Board.

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

Rick Cordasco of Shrewsbury asked what surveys are being completed at Parker Creek in Shrewsbury and what is the history of the surveys. Mr. Cordasco stated that a few weeks ago there was a sewer overflow into the storm drains off Blades Run in Shrewsbury. Mr. Cordasco stated there does not seem to be a concerted effort regarding the waterways at the Fort.

Mr. Steadman noted that Mr. Cordasco had asked multiple questions, and that he would like to address each one individually. Mr. Cordasco reacted negatively to that suggestion and implied that somehow FMERA was responsible for causing or contributing to a sewer overflow in Mr. Cordasco’s neighborhood north of the Fort boundary and north of Parker’s Creek.

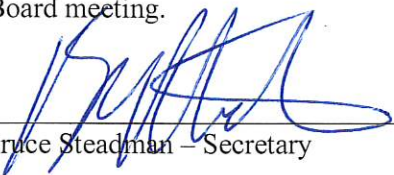
Mr. Steadman noted that it was his and the FMERA staff’s intention to provide direct, accurate, and transparent answers, and that we did not intend to hide anything. Mr. Cordasco said it was not a question of transparency or cooperation, it was a question of competency, and again he mentioned a sewer overflow incident that he characterized as discharging sewage into Parker’s Creek.

Mr. Steadman stated that he would address the sewer overflow situation with the FMERA staff and identify any FMERA or Fort Monmouth contribution to it if any, and that Mr. Cordasco is welcome to contact the FMERA office and schedule a meeting to review any details. Mr. Cordasco agreed to contact the FMERA offices the next morning.

NOTE: Mr. Cordasco visited the FMERA office 2 days after the board meeting, and we have agreed to arrange a conference call early next week to address his concerns. In the meantime, we have determined that the manhole on Blades Run that he referred to is approximately ¼ mile north, up-gradient, on the north side of Parker’s Creek, and not connected to the Fort sewer system.

There being no further business, on a motion by Lillian Burry and seconded by Jay Coffey and unanimously approved by all voting members present, the meeting was adjourned at 6:00p.m.

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


 Bruce Steadman – Secretary

ADOPTED
October 20, 2021

**Resolution Regarding
Second Amendment to the Purchase and Sale & Redevelopment Agreement with Somerset Development, LLC
for the Lodging Area in Oceanport**

WHEREAS, on April 18, 2018, the Board authorized the execution of the PSARA between FMERA and Somerset for the Property, an approximately 15± acre parcel of land containing eight buildings (Buildings 270, 271, 360, 361, 362, 363, 364, and 365) totaling approximately 184,207 gsf located on Signal Avenue in the Main Post Area of Fort Monmouth. A portion of the Property is located within the Fort Monmouth National Register Historic District and Buildings 270 and 271 are considered contributing resources to the Historic District and are subject to historic preservation covenants. The PSARA was executed on June 8, 2018; and

WHEREAS, Somerset's proposal for the Lodging Parcel calls for the developer to demolish Buildings 360, 361, 362, 363, 364, and 365 to construct up to 148 market rate/owner occupied townhouses while adaptively reusing Buildings 270 & 271 to satisfy the 20% affordable housing requirement on the property; and

WHEREAS, Somerset's capital investment in the Project shall be between twenty-five million (\$25,000,000) to thirty million (\$30,000,000) dollars. Somerset estimates that it will create approximately two hundred and thirty-one (231) temporary construction related jobs in connection with the Project. Purchaser represents that it will create or cause to be created a minimum of one permanent full- or part-time jobs by Project completion or pay a penalty of \$1,500 for each permanent job not created; and

WHEREAS, on April 3, 2020, FMERA received a termination letter from Somerset's Counsel indicating that Somerset could not continue the transaction under the current PSARA terms; on April 6, 2020, by way of verbal agreement among FMERA's and Purchaser's counsels, Purchaser agreed to rescind the termination if an agreement could be reached regarding outstanding issues caused by the COVID-19 pandemic;

WHEREAS, on May 20, 2020, the Board approved the First Amendment to the PSARA and the First Amendment was executed on June 10, 2020; and

WHEREAS, by letter dated August 23, 2021, Somerset formally requested Seller's consent to the following: (1) to approve three entities as Affiliates within the meaning of Section 30(b) of the Agreement, and (2) at Closing (as defined in the Agreement), subdivide the property into three (3) lots which consist of (i) Block 110.19, Lot 1 ("Senior Affordable Lot"); (ii) Block 110.16, Lot 1 (the "Family Affordable Lot") and (iii) Block 110.15, Lot 1 (the "Townhouse Development Lot") and collectively referred to as the "Subparcels; and

WHEREAS, on September 9, 2021, by response letter, Seller requested additional information about the Somerset Affiliates and indicated that a further amendment to the Agreement is required in order to accommodate the Subdivision Conveyances. While the Assignments are still under review, the Second Amendment seeks to modify the terms of the PSARA for the subdivision request as defined in the attached memorandum; and

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 FMERA's Executive Director and the Attorney General's Office; and

WHEREAS, on October 18, 2021, via email, the Real Estate Committee 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 with Somerset Development, LLC for the Lodging Area 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: October 20, 2021

EXHIBIT 1

ADOPTED
October 20, 2021

**Resolution Regarding
Fifth Amendment to Purchase and Sale & Redevelopment Agreement for the Dance Hall (Building 552)
Parcel in the Oceanport Reuse Area**

WHEREAS, on August 17, 2016 the Members authorized the execution of the PSARA between FMERA and APDP subsequently assigned to its affiliate, RDG, and then to LP, for the Property that contains the Dance Hall (Building 552), Van Kirk Park and an associated parking area located on the Main Post, along Saltzman Avenue and Caren Franzini Way (a.k.a. Brewer Avenue). The Dance Hall is approximately 16,420 sf and occupies a 4.2± acre parcel of land within Fort Monmouth, Oceanport, New Jersey. The PSARA was executed on December 20, 2016; and

WHEREAS, pursuant to the terms of the PSARA, LP opted to waive all approvals and closed on the Property on April 4, 2018; from closing, LP was to complete the project within twelve months, on or by May 19, 2019, but because LP was proceeding in good faith toward completion of the project, LP was entitled to a six-month extension of the completion date until November 19, 2019; and

WHEREAS, in January 2018, Purchaser requested to expand the scope of the Project to include an approximately ±5,905-square-foot addition, triggering a need for a new MCR application for Major Site Plan approval. The expanded Project increased both the usable space in the facility, as well as the capital investment from approximately \$1,380,000 to approximately \$4,600,000; and

WHEREAS, on March 20, 2019, FMERA staff requested and the Board approved the First Amendment to the PSARA which expanded the Project definition to include the ±5,905-square-foot addition, increase the capital investment and provide an additional six (6) month extension until May 19, 2020 for Purchaser to complete the Project; the First Amendment to the PSARA was executed on April 12, 2019.

WHEREAS, the approvals process took longer than anticipated due to third-party delays, including but not limited to numerous requests from approval entities for supplemental information in conjunction with LP's site plan application, that adversely impacted Purchaser's timeline; therefore, FMERA staff requested and the Board approved an additional six-month extension until November 19, 2020 for Purchaser to complete the Project, via the Second Amendment to the PSARA, executed May 14, 2020; and

WHEREAS, the on-going pandemic caused unforeseen delays requiring additional time to complete the Project, and so FMERA granted an additional five (5) month extension to complete the Project by April 19, 2021 via the Third Amendment to the PSARA, executed on November 19, 2020; and

WHEREAS, due to changes to construction financing and continued delays in permitting resulting from the pandemic, Purchaser required additional time to complete the Project and requested one (1) eight (8) month extension to complete the Project by December 19, 2021; on March 17, 2021 on the continuous progress and good faith efforts by the developer the Board approved an extension of the Project Completion Date until December 19, 2021; and

WHEREAS, after numerous pre-construction meetings with potential users and industry professionals, LP determined that the ±5,905-square-foot addition to the Project originally approved in the First Amendment would prevent the project from being financially viable and was not required to execute the Project successfully. LP found that the related expenses for the addition, subject to increased costs in construction materials resulting from COVID-19, could not be reasonably offset by revenue generated at the facility; and

WHEREAS, via email correspondence, dated October 6, 2021 and further clarified via email October 12, 2021, LP requested to revert to its initial proposed renovation of the existing ±16,420-square-foot facility and to

revise its related capital investment to \$3,165,000. Additionally, LP requested a one-hundred twenty-day (120) extension to complete the Project, citing continued construction delays due to increased costs and material shortages resulting from the pandemic. While LP believes that construction of the facility itself will be completed in late December 2021 as anticipated, additional exterior site work will be required to consider the Project complete; and

WHEREAS, staff has determined that reverting to Purchaser's initial proposed Project and revised capital investment would not impact the Purchaser's score through the Request for Offers to Purchase evaluation process. Additionally, allowing Purchaser to proceed under the original terms of the PSARA, given the drastic changes to construction costs as a result of COVID-19, would best support the Project's overall success and economic impact on Fort Monmouth; and

WHEREAS, LP has continued to pursue completion of the Project in good faith and staff recommends the Board approve a modification to the Redevelopment Project and an extension to complete the Project; and

WHEREAS, all other material terms of the PSARA as presented to the Board will remain unchanged. The attached Fifth 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 and the Attorney General's Office.

WHEREAS, on October 18, 2021, via email approval the Real Estate Committee reviewed the request and recommends it to the Board for approval.

THEREFORE, BE IT RESOLVED THAT:

1. The Authority approves the Fifth Amendment to the Purchase and Sale & Redevelopment Agreement for the Dance Hall (Building 552) Parcel in the Oceanport Reuse 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: October 20, 2021

EXHIBIT 2

ADOPTED
October 20, 2021

**Resolution Regarding
Sixth Amendment to Purchase and Sale and Redevelopment Agreement (“PSARA”) with Fort Partners
Group, LLC for the Fitness Center Parcel**

WHEREAS, the Fitness Center parcel consists of 7.174 acres of land and Building 114, the 32,250 sf Fitness Center (the “Property”); and

WHEREAS, at the Authority’s June 17, 2015 meeting, the Board authorized FMERA staff to enter into a PSARA with FM Partners, LLC and the PSARA was executed on August 11, 2015; and

WHEREAS, at the Authority’s April 20, 2016 meeting, the Board approved the First Amendment to the PSARA with the following revisions to material terms in the PSARA: (1) termination of the due diligence period and acceptance of the property in as-is condition; (2) reduction of the purchase price to \$2,300,000; and (3) agreement by FMERA to clear or cause to be cleared the State’s Tidelands claim on the property, which may occur before or after closing; and

WHEREAS, on September 19, 2017, FM Partners, LLC assigned all rights, title and interest in the Agreement, as amended, to Fort Partners, LLC by way of the Agreement to Assign between FM Partners, LLC and Fort Partners Group, LLC (“Fort Partners”); and

WHEREAS, on September 21, 2017, Fort Partners Group, LLC closed on the Property; and

WHEREAS, on November 13, 2019, the Board approved the Second Amendment to the PSARA permitting the retention of the water tower to display Fort Partner’s logo, and to clarify that project would be completed by June 31, 2020; the Second Amendment was executed on December 19, 2019; and

WHEREAS, under the Delegated Authority granted per the Board’s action on April 15, 2020, the Executive Director agreed to retroactively extend the Project Completion Date under his Delegated Authority via the Third Amendment to the PSARA for five months or until December 31, 2020 for delays caused by COVID-19 restrictions; the Third Amendment was executed on October 27, 2020; and

WHEREAS, on December 20, 2020, the Board approved the Fourth Amendment to the PSARA to extend the Project Completion date until June 30, 2021; the Fourth Amendment was executed on January 21, 2021; and

WHEREAS, on June 16, 2021, the Board approved the Fifth Amendment to the PSARA to extend the Project Completion date until September 1, 2021; the Fifth Amendment was executed on July 8, 2021; and

WHEREAS, on September 15, 2021, via email correspondence, Fort Partners Group requested an extension to the Project Completion date of the water tower citing that they had obtained three (3) quotes from contractors, all of which withdrew their proposals stating labor shortages and difficulty in procuring materials; according to Fort Partners stated that they are currently engaged with additional contractors; however, all have advised that based upon their current workloads and a continued delay in procuring the specified materials, they would be unable to execute the work until the second quarter of 2022; and

WHEREAS, the paint product for paint requires temperatures above 40 degrees for successful application, and the contractor will have to wait until March for milder temperatures; and

WHEREAS, FMERA staff has reviewed Fort Partners Group request and recommends the extension of the Project Completion Date for an additional eight (8) months until June 30, 2022; and

WHEREAS, in addition, should Fort Partners' request additional extensions beyond June 30, 2022, it agrees to pay for any and all administrative costs associated with the request; and

WHEREAS, all other material terms of the PSARA as presented to the Board will remain unchanged. The attached Sixth 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 and the Attorney General's Office; and

WHEREAS, on October 18, 2021, via email, the Real Estate Committee reviewed the request and recommends it to the Board for approval.

THEREFORE, BE IT RESOLVED THAT:

1. The Authority approves the Sixth Amendment with Fort Partners Group, LLC for the Fitness Center 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: October 20, 2021

EXHIBIT 3

ADOPTED
October 20, 2021

Resolution Regarding

Memorandum of Understanding with the NJ Department of Consumer Affairs and FMERA and a Grant Agreement between FMERA and the Two River Water Reclamation Authority.

WHEREAS, on March 11, 2021, the President signed the “American Rescue Plan Act of 2021” P.L. 117-2 (the “ARP Act”) into law and as part of the ARP Act, Congress at subtitle M of the ARP Act, amended Title VI of the Social Security Act by adding Sections 602 and 603 to create the “Coronavirus State Fiscal Recovery Fund” (“CSFRF”) which allows for the funds to be used, generally: (a) to respond to the public health emergency with respect to COVID-19 or its negative economic impacts, including assistance to households, small businesses, and nonprofits, or aid to impacted industries such as tourism, travel, and hospitality; (b) to respond to workers performing essential work during the COVID public health emergency by providing premium pay to eligible workers of the State who are performing such essential work, or by providing grants to eligible workers who perform essential work; (c) for the provision of government services to the extent of the reduction in revenue of the State due to the COVID-19 public health emergency relative to revenues collected in the most recent full fiscal year of the State prior to the emergency; or (d) to make necessary investments in water, sewer, or broadband infrastructure.

WHEREAS, pursuant to the Fiscal Year 2022 Appropriations Act, L. 2021, c.,133, ten million five hundred thousand dollars (\$10,500,000) of CSFRF Funds were appropriated for Fort Monmouth Water and Sewer, subject to the approval of the Director of the Division of Budget and Account, with notice provided to the Joint Budget Oversight Committee with respect to this appropriation of CSFRF Funds; and

WHEREAS, the NJDCA is responsible for overseeing the entire portfolio of funds, consistent with CSFRF requirements, as the State-designated Grants Manager. The State of New Jersey received \$6,244,537,955.50 in CSFRF Funds under the ARP Act that must be used in conformance with the requirements of the ARP Act. As of July 22, 2021, the State Treasurer has entered into a MOU with NJDCA (the “DCA MOU”), as Grants Manager for the CSFRF Funds, to provide those grant management functions and processes for the State that are necessary to administer, manage and monitor State entity grant awards and disburse funds accordingly. NJDCA will use its Sandy Integrated Recovery Operation and Management (“SIROMS”) grant management system to track State entity expenditures and obligations, administer approved grant funds, and track compliance with applicable laws, regulations, guidance, and project requirements.; and

WHEREAS, NJDCA is distributing a portion of the CSFRF Funds, in an amount not to exceed \$10,500,000 to FMERA for the implementation of the Program. The Governor’s Disaster Recovery Office and the NJDCA have determined that the Program is eligible for CSFRF Funds as these funds shall be used as necessary investments in water and sewer to allow for planning, survey, design, engineering, construction/installation and replacement of the former Army owned sewer system and water mains on the former Fort Monmouth military base. The implementation of the Program shall be undertaken in compliance with Federal, State and local laws and regulations as well as the requirements of the Program; and

WHEREAS, subject to the terms and conditions of the attached MOU between NJDCA and FMERA (the “MOU”), NJDCA shall make available to FMERA, funds in the amount not to exceed \$10,500,000 (the “CSFRF Funds”) for the purpose of funding the Program. Upon full execution of this MOU, NJDCA will disburse one-half (50%) of the entire amount of the CSFRF Funds to FMERA. After the initial one-half (50%) advance, NJDCA will disburse subsequent advances totaling one-quarter (25%) of the entire amount of the CSFRF Funds, or \$2,625,000, upon written request to NJDCA. The request shall include the required documentation as outlined in the MOU. NJDCA agrees to advance the requested funds within fifteen (15) calendar days of FMERA’s submission of a complete request. FMERA shall use the CSFRF Funds for the purpose of funding the Program; and

WHEREAS, FMERA is required to obligate CSFRF Funds for use by December 31, 2024, and expend the Funds by December 31, 2026 to cover such incurred costs, or any remaining CSFRF monies must be returned to United States Department of the Treasury (“U.S. Treasury”), unless the deadline is extended by U.S. Treasury. FMERA must also ensure that any entities to which FMERA provides CSFRF Funds obligate the CSFRF Funds by December 31, 2024 and expend the CSFRF Funds by December 31, 2026, unless the deadline is extended by U.S. Treasury. FMERA will receive and must use the proceeds of this CSFRF Fund for “Allowable Costs,” meaning costs that are acceptable pursuant to 2 CFR §200.403, all other applicable federal regulations, and approved as part of the Program encompassed by this MOU; and

WHEREAS, FMERA may use the CSFRF Funds for Direct Costs and must maintain full documentation of Direct Costs for all expenses incurred and provide access for NJDCA, U.S. Treasury, and any other monitoring agency upon request. The administrative costs of FMERA may not exceed 2.5% of the cost of the Program. However, the administrative costs are not included in the CSFRF Funds allocated to the Program. FMERA will comply with all reporting requirements as defined in the Section 3 and the General Provisions as defined in Section 4 of the MOU; and

WHEREAS, the attached MOU between NJDCA and FMERA is in substantially final form. The final terms of the agreement will be subject to the approval of NJDCA, FMERA’s Executive Director and the Attorney General's Office; and

WHEREAS, FMERA and TRWRA entered into the attached MOU on May 16, 2019 (“TRWRA MOU”), to reflect the mutual understanding of the Parties that TRWRA is to construct and install a new Pump Station, Force Main and East Interceptor serving the eastern portion of the Oceanport section of the former Fort Monmouth (“the Project”) as described in the attached memorandum; and

WHEREAS, the May 16, 2019 MOU states that FMERA shall pay 100% of the costs of the Project, not to exceed \$5.2M, including, but not limited to consulting fees, design fees, permit costs, and all construction costs associated with or arising from the Project; and

WHEREAS, as discussed above, since the execution of the TRWRA MOU, the CSFRF Funds have become available to FMERA that must be used in conformance with the requirements of the ARP Act. As of July 22, 2021, the State Treasurer has entered into a MOU with NJDCA, as Grants Manager for the CSFRF Funds, to provide those grant management functions and processes for the State that are necessary to administer, manage and monitor State entity grant awards and disburse funds accordingly. NJDCA will use its Sandy Integrated Recovery Operation and Management (“SIROMS”) grant management system to track State entity expenditures and obligations, administer approved grant funds, and track compliance with applicable laws, regulations, guidance, and project requirements. NJDCA is distributing a portion of the CSFRF Funds, in an amount not to exceed \$10,500,000 to FMERA for the implementation of the Program; and

WHEREAS, as discussed above, the NJ State Treasurer has entered into a Memorandum of Understanding dated as of July 22, 2021, with NJDCA, as Grants Manager for the State CSFRF funds, to provide those grant management functions and processes for the State that are necessary to administer and manage and disburse funds accordingly as defined in the attached MOU between NJDCA and FMERA. To adhere to reporting and management obligations required by the DCA MOU, FMERA proposes to enter into the attached Grant Agreement with TRWRA for the disbursement of the \$5,200,000 of CSFRF Funds for the Project

WHEREAS, under the terms of the Grant Agreement, FMERA shall disburse \$5,200,000 of the CSFRF Funds from the NJDCA CSFRF Funds to TRWRA for the costs of the Project incurred as set forth in the Project Costs exhibit of the Grant Agreement. TRWRA may propose to amend the Project Costs by providing written notice of the proposed amendments to FMERA, and FMERA shall advise TRWRA in writing as to whether the Project Costs, as updated, are approved; and

WHEREAS, TRWRA shall hold the CSFRF Funds in escrow and shall use CSFRF Funds solely as necessary for Project Costs to construct and install the project, including, but not limited to construction, costs to prepare plans and specifications for bidding and permit fees. For fiscal year 2021, which runs from July 1, 2021 through June 30, 2022, TRWRA agrees to submit to FMERA the first monthly financial report so FMERA's staff can perform a reasonable review; and

WHEREAS, TRWRA further agrees that all funds not expended in accordance with this Agreement will be returned to FMERA before the Expenditure Deadline provided that (i) expended funds include funds that are needed to pay expenditures that are incurred by December 31, 2024 (the "Incurred Deadline"), but for which payments are made after that date; (ii) TRWRA provides FMERA, by the Incurred Deadline, a copy of all contracts and purchase orders for the remaining work to be done and (iii) TRWRA will provide FMERA with invoices and proof of payment for all expended funds once payment is complete; and

WHEREAS, the Grant Agreement shall become effective on the date it is fully executed by both Parties for the earlier of a period of two (2) years or until such time as the Project is complete. The Term may be extended by mutual amendment by the Parties, so long as all expenses for the Project are incurred by December 31, 2024, and funds are expended by December 31, 2026 in accordance with 31 CFR Part 35 U.S. Treasury Coronavirus State and Local Fiscal Recovery Funds – Final Rule; and

WHEREAS, if TRWRA materially fails to comply with the Grant Agreement or any applicable State or federal statute or regulation, FMERA may take one or more actions, as appropriate in the circumstances as described in the attached memorandum; and

WHEREAS, TRWRA shall require that any contract for construction, reconstruction, demolition, alteration, custom fabrication or repair work, or maintenance work required pursuant to the Grant Agreement performed on property owned or controlled by FMERA or paid for in part or whole by FMERA must provide that each worker employed on the project shall be paid not less than the prevailing wage rate for worker's craft or trade, as determined by the Commissioner of Labor and Workforce Development pursuant to N.J.S.A. 34:11-56.25; and

WHEREAS, the rights and remedies of TRWRA under the Grant Agreement shall be subject to the New Jersey Contractual Liability Act, N.J.S.A. 59:13-1 et seq., and the New Jersey Tort Claims Act, N.J.S.A. 59:1-1 et seq., the provisions of which are hereby incorporated herein. The Grant Agreement may be executed in any number of counterparts, all of which counterparts, taken together, shall constitute but one and the same Agreement. There are no third-party beneficiaries of this Agreement. The Grant Agreement may be modified or extended only by prior written agreement by the Parties; and

WHEREAS, the attached Grant Agreement between FMERA and TRWRA is in substantially final form. The final terms of the agreement will be subject to the approval of TRWRA, FMERA's Executive Director and the Attorney General's Office.

WHEREAS, on October 18, 2021, via email approval the Audit Committee reviewed the request and recommends it to the Board for approval.

THEREFORE, BE IT RESOLVED THAT:

1. The Authority approves a Memorandum of Understanding with the NJ Department of Consumer Affairs and FMERA.
2. The Authority approves a Grant Agreement between FMERA and the Two River Water Reclamation Authority 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.

3. The Authority approve staff's request for delegated authority to receive additional CSFRF Funds should funds beyond the initial \$10,500,000 be made available to FMERA under the same terms and conditions as stated in the MOU.

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: October 20, 2021

EXHIBIT 4

ADOPTED
October 20, 2021

**Resolution Regarding
Purchase and Sale & Redevelopment Agreement with U.S. Home Corporation, a wholly owned subsidiary of
Lennar Corporation, for the Howard Commons Parcel in Eatontown**

WHEREAS, the Howard Commons Parcel is a 63.67-acre tract on Pinebrook Road in the Fort's Charles Wood Area. The property is currently improved with 486 townhouse units constructed by the Army in 1953, along with 3,853 sf general purpose buildings. The Army phased out the use of the townhouses in the years leading up to the Fort's 2011 closure. The Fort Monmouth Reuse and Redevelopment Plan ("Reuse Plan") calls for the demolition of the existing improvements due to their age, condition, density and design, and their replacement with 275 dwelling units and approximately 15,000 sf of ancillary retail/commercial space. Howard Commons is a Phase One property in FMERA's June 25, 2012 Economic Development Conveyance Agreement ("EDC Agreement") with the Army. Title to the 63.67-acre tract was transferred to FMERA in June 2014; and

WHEREAS, FMERA issued an RFOTP on December 14, 2012 and all proposals were ultimately withdrawn. FMERA issued a second RFOTP for Howard Commons on December 29, 2014. Three proposals were received from American Properties, HovWest Land Acquisition and U.S. Home Corporation d/b/a Lennar. The proposals were independently scored, and American Properties received a score of 4,560, Lennar received a score of 4,200 and HovWest Land Acquisition received a score of 3,585. American Properties at Monmouth, LLC, a newly formed single purpose limited liability company, received the highest score and submitted the highest price proposal; and

WHEREAS, FMERA entered into negotiations with American Properties, but the American Properties ultimately terminated negotiations on September 13, 2018. Thereafter, FMERA entered into negotiations with Lennar as the number two proposer. In February 2021, the EDC Agreement was amended to permit the transfer of Howard Commons for \$1.5M due to the presence of historically applied pesticides impacting the property; and

WHEREAS, the Reuse Plan contemplates the demolition of the existing forty-eight residential housing buildings and the creation of a mixed-income housing neighborhood on the approximately 64-acre Howard Commons parcel, located at the intersection of Pinebrook Road and Hope Road. The Reuse Plan envisioned 275 new units of medium-density housing, open space/recreation and up to 15,000 square feet of convenience and/or mixed-use retail along Hope Road; and

WHEREAS, since the issuance of the RFOTP, New Jersey American Water ("NJAW"), the sole source water provided for the Tinton Falls/Eatontown/Oceanport area, communicated the need for land to build an approximately two-million-gallon storage tank to better serve the surrounding community and Fort properties. By way of a correspondence dated January 4, 2021, Lennar agreed to exclude the property identified as the Water Tank Parcel from the Howard Commons RFOTP in exchange for foregoing costs associated with demolition and remediation on the Water Tank Parcel. Earlier this year, the Board approved a PSARA for the sale of the Water Tank Parcel at its January 20, 2020 Board meeting and NJAW purchased four acres of the Howard Commons parcel. Therefore, Buildings 3034, 3035, 3036 and 3037 which are located on or partially on the Water Tank Parcel are no longer a demolition requirement for Lennar and the total acreage for Howard Commons Parcel has been reduced by approximately four (4) acres; and

WHEREAS, pursuant to the terms of the PSARA, Lennar will pay One Million Eight Hundred Thousand (\$1,800,000) Dollars for the Parcel. FMERA may agree to reduce the Purchase Price to cover the cost of the remediation of any newly discovered environmental issues in an amount not to exceed Three Hundred Thousand Dollars (\$300,000.00). The Purchaser's total Capital Investment is estimated at Sixty-Six Million Dollars (\$66,000,000); and

WHEREAS, the due diligence period will run for sixty days from the later to occur of 1) the PSARA execution date, or 2) the date on which FMERA delivers to Purchaser a Boundary Survey and with FMERA's approval the Due Diligence Period may be extended for an additional sixty days if necessary to complete

environmental investigations; and

WHEREAS, purchaser will apply for and diligently pursue the required approvals for the Project within ninety days following the end of the Due Diligence Period. The Approval Period shall be eighteen months commencing upon the completion of the Due Diligence Period. In the event that the Purchaser is unable to obtain all Approvals within the Approval Period, FMERA staff may grant, at its sole discretion an extension of the Approval Period for an additional six month period, which shall be granted if FMERA staff determines that the Purchaser is diligently and in good faith pursuing all Approvals. Purchaser may elect to waive receipt of all Approvals within the Approval Period or Approval extension Period and close on the Property without said Approvals; and

WHEREAS, closing is subject to and conditioned upon the following conditions i) Approval of Purchaser as redeveloper of the Property by the NJEDA Board; ii) the receipt by Purchaser of all Approvals within the timeframes set forth in the PSARA; iii) a Mandatory Conceptual Review approval of the Project by FMERA prior to (or concurrent with) seeking preliminary and final site plan approval from the Borough with the understanding that any such waiver will not toll or delay in any way the Purchaser's obligation to comply with the Project Schedule; iv) Seller shall have satisfied all conditions relating to the conveyance of fee simple marketable title insurable at regular rates; and v) Seller shall have obtained a Reuse Plan Amendment for the property. Closing shall occur no later than forty-six days after satisfaction or waiver of the Conditions Precedent to Closing; and

WHEREAS, purchaser represents that it is purchasing the Property with the intent to construct the Project, which consists of the demolition of existing improvements, and the construction of two hundred seventy-five Housing Units along Pinebrook Road ("Residential Phase"), together with a retail component consisting of a maximum building square footage of 33,800 fronting on the Property's Hope Road ("Retail Phase"). The Retail shall be no more than two stories and shall have a maximum permitted lot coverage of sixty percent and a maximum floor area of twenty percent. Twenty percent of the new Housing Units will be Affordable Homes. Lennar will develop two hundred twenty Homes as twenty-two or more for-sale single family detached Homes with the balance of the Homes as for-sale townhomes and stacked townhomes, with the remaining thirty-five non-supportive Affordable Homes to be developed as for-sale or rental units, at Lennar's option. FMERA and/or the Affordable Housing Alliance will have the option to acquire twenty of the affordable homes for use as permanent supportive housing units, as required by FMERA's legally binding agreement for accommodation of special needs populations; and

WHEREAS, the Redevelopment Project will also consist of the removal of pesticide-contaminated soil found on the Property. Purchaser shall have two options for removal of contaminated soil, a selection of which must occur prior to the conclusion of Due Diligence. Either Purchaser will disposal of any pesticide-contaminated soil found to an off-site location, or Purchaser shall relocate any pesticide-contaminated soil to a portion of the Property identified as the Receiving Parcel. The Receiving Parcel is an approximately six acre portion of the Property on the south side of Pinebrook Road (the "Receiving Parcel") where Purchaser intends to dispose of pesticide-contaminated soil found on the Property, subject to conditions set forth in this Agreement and as required by the New Jersey Department of Environmental Protection ("NJDEP"), and convert the Receiving Parcel to passive or active recreation space or a small solar energy system. Removal will be subject to NJDEP concurrence; and

WHEREAS, if Purchaser elects to remove contaminated soil to the Receiving Parcel, Purchaser will cap the affected portion of the Receiving Parcel with certified clean fill, or such other hard cap material as may be approved by the NJDEP at a height to exceed 36 inches above the adjacent Pinebrook Road top curb grade. The Receiving Parcel is depicted in the Conceptual Site Plan, and any relocation of the Receiving Parcel shall require FMERA's written consent. Upon completion of the cap to the Receiving Parcel, and upon NJDEP concurrence, Purchaser will be permitted to convey the Receiving Parcel to the Borough of Eatontown; and

WHEREAS, purchaser shall commence the abatement and demolition of the existing improvements within forty-five days of Closing. Purchaser shall complete abatement and demolition of the existing improvements shall occur within twelve months of Closing, and Purchaser shall Complete Construction of the Project no later than seventy-two months from Closing; and

WHEREAS, Purchaser also covenants to create a minimum of twenty-six part-time and/or full-time jobs within twelve months of the Completion of the Project completion or pay a penalty of \$1,500 for each job not created; and

WHEREAS, in addition, Purchaser is obligated to improve access to the ball fields located near the southeast portion of the Property by paving and widening, if required, to accommodate emergency vehicles and to grant an access easement to the3 Eatontown Board of Education; and

WHEREAS, attached in substantially final form is the PSARA between FMERA and Lennar. The final terms of the PSARA are subject to the approval of FMERA's Executive Director, Lennar and the Attorney General's Office. The Real Estate Committee has reviewed the request and recommends it to the Board for approval; and

WHEREAS, on October 18, 2021, via email, the Real Estate Committee reviewed the request and recommends it to the Board for approval.

THEREFORE, BE IT RESOLVED THAT:

1. The Authority approves the Purchase and Sale Agreement & Redevelopment Agreement with U.S. Home Corporation, a wholly owned subsidiary of Lennar Corporation for the Howard Commons in Eatontown 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 20, 2021

EXHIBIT 5