

**Fort Monmouth Economic Revitalization Authority
Board Meeting
April 19, 2023
Public Meeting and Teleconference**

MINUTES OF THE MEETING

Members of the Authority and/or Designees present:

- Anthony Talerico, Jr. – Mayor of Eatontown – **V (Serving as Vice-Chairperson)**
- Jay Coffey – Mayor of Oceanport – **V**
- Tracy Buckley – Tinton Falls Councilwoman – **V - Designee**
- Jamera Sirmans – Associate Counsel, Governor’s Authorities Unit – **V – Designee**
- Jorge Santos – Chief Real Estate Development Officer, NJEDA – **V – Designee**
- Elizabeth Dragon – Assistant Commissioner Community Investment and Economic Revitalization - **Designee**
- Robert Long – Deputy Commissioner, NJ Department of Community Affairs – **Designee**
- William Riviere – Principal Planner, NJ Department of Transportation – **Designee**

V – Denotes Voting Member

Members of the Authority and/or Designees not present:

- Lillian Burry – Monmouth County Commissioner – **V**
- Stephen Gallo – Public Member – **V**
- Wayne Smith – State Veterans Program Coordinator, NJ Department of Labor & Workforce Development – **Designee**

Also present:

- Kara Kopach, Executive Director
- FMERA staff:
 - Regina McGrade – Administrative Manager
 - Jennifer Lepore – Accounting Manager
 - Sarah Giberson – Senior Project Officer Marketing & RE Development
 - Upendra Sapkota – Senior Project Officer, Planning & Development
 - Kristy Dantes – Director of Facilities & Infrastructure
 - Joe Fallon – Senior Environmental Officer
 - Laura Draushak – Director of Legal Affairs
- Matt Reagan, Deputy Attorney General (DAG)

The meeting was called to order by Mayor Anthony Talerico, Jr. at 5:06p.m. and followed by the Pledge of Allegiance.

Kara Kopach announced that in accordance with the Open Public Meetings Act, notice of the meeting was sent to the Asbury Park Press and the Star Ledger at least 48 hours prior to the meeting, and that the meeting notice has been duly posted on the Secretary of State’s bulletin board at the State House, and the FMERA website.

WELCOME

Anthony Talerico, Jr. welcomed attendees to the Authority’s meeting. Mr. Talerico 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. Mr. Talerico stated that there are 2 public comment periods, the first being public comment regarding any of the Board actions and the second being any FMERA business.

The first item of business was the approval of the March 15th regular meeting minutes. A motion was made to approve the minutes by Jay Coffey and seconded by Jamera Sirmans.

Kara Kopach conducted a roll call vote.

NAME	YES	NO	ABSTAIN
Anthony Talerico	X		
Jay Coffey	X		
Tracy Buckley	X		
Jamera Sirmans	X		
Jorge Santos	X		

Motion to Approve: JAY COFFEY Second: JAMERA SIRMANS
Ayes: 5

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

There was no public comment.

EXECUTIVE DIRECTOR/SECRETARY’S REPORT & UPDATE

FMERA continues to make significant progress on the redevelopment at Fort Monmouth. As most of you have seen, there are numerous infrastructure projects in the pipeline. The largest sewer project is scheduled to finish over the next few months and a new one is anticipated to start soon. We anticipate demolishing a few buildings by the fall and also expect developers to construct new residential and commercial facilities in the coming months. This is an exciting time to be part of the Fort Community. We are extremely grateful for the Boroughs and the County and our State stakeholders for all of their assistance in moving this development in a positive direction. This redevelopment will continue to thrive with the help of the community at large.

COMMITTEE REPORTS

1. AUDIT COMMITTEE

Anthony Talerico, Jr. stated that the Committee met on April 11th and discussed the following:

- Discussion regarding the Authority’s 2022 Comprehensive Annual Report. The Annual Report is combined with the audited financial statements and serves as FMERA’s comprehensive annual report to meet the requirements of Executive Order No. 37 and the June 2012 Phase 1 and October 2016 Phase 2 EDC agreements with the Army. The independent accounting firm of CliftonLarsonAllen LLP has issued an unmodified opinion with regard to the 2022 financial statements which is their highest opinion. The Committee reached a consensus and agreed to recommend to the Board for approval.

2. REAL ESTATE COMMITTEE

Anthony Talerico, Jr. stated that the Real Estate Committee met on April 11th and discussed the following:

- Discussion regarding a MOU between FMERA and the County of Monmouth regarding property maintenance and landscaping services for the Mega Parcel properties in Oceanport and Eatontown. FMERA will enter into this MOU with the County for the sole purpose of Monmouth County District 6 Public Works performing the services and other associated work on the Mega Parcel at a not-to-exceed cost of One Hundred Thousand per year of which FMERA is holding from Netflix in escrow for the payment for the 2023 Project costs and expenses. The Committee reached a consensus and agreed to recommend to the Board for approval.
- Discussion regarding Interagency Agreement between FMERA and Oceanport to contract for civil and environmental engineering services for Building 886, which is located in the Oceanport on the future JCP&L substation parcel, and the grant of delegated authority to the Executive Director to increase Project Funding by an amount not to exceed 10% for unforeseen costs. The Committee reached a consensus and agreed to recommend to the Board for approval.

Other Items:

- 1. 2022 Annual Report & Financials
- 2. JCP&L Distribution Agreement
- 3. Howard Commons

3. ENVIRONMENTAL STAFF ADVISORY COMMITTEE (ELIZABETH DRAGON, CHAIRWOMAN)

Elizabeth Dragon 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 (ROBERT LONG, CHAIRMAN)

Robert Long stated that the Committee did not meet this month.

6. VETERANS STAFF ADVISORY COMMITTEE (LILLIAN BURRY, CHAIRWOMAN)

Anthony Talerico, Jr. stated that the Committee did not meet this month.

BOARD ACTIONS

- 1) Consideration of Approval of the 2022 Comprehensive Annual Report with Audited Financial Statements

Laura Drahushak 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 Anthony Talerico.

Kara Kopach conducted a roll call vote.

NAME	YES	NO
Anthony Talerico	X	
Jay Coffey	X	
Tracy Buckley	X	
Jamera Sirmans	X	
Jorge Santos	X	

Motion to Approve: JAY COFFEY Second: ANTHONY TALERICO

Ayes: 5

- 2) Consideration of Approval of a Memorandum of Understanding between FMERA and the County of Monmouth regarding property maintenance and landscaping services.

Laura Drahushak 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 Anthony Talerico.

Kara Kopach conducted a roll call vote.

NAME	YES	NO
Anthony Talerico	X	
Jay Coffey	X	
Tracy Buckley	X	
Jamera Sirmans	X	
Jorge Santos	X	

Motion to Approve: JAY COFFEY Second: ANTHONY TALERICO
Ayes: 5

- 3) Consideration of Approval of an Interagency Agreement between FMERA and the Borough of Oceanport to contract for civil and environmental engineering services.

Laura Draushak 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 Anthony Talerico.

Kara Kopach conducted a roll call vote.

NAME	YES	NO
Anthony Talerico	X	
Jay Coffey	X	
Tracy Buckley	X	
Jamera Sirmans	X	
Jorge Santos	X	

Motion to Approve: JAY COFFEY Second: ANTHONY TALERICO
Ayes: 5

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 Jamera Sirmans and seconded by Jay Coffey and unanimously approved by all voting members present, the meeting was adjourned at 5:18p.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.

Kara Kopach

Kara Kopach – Secretary

Resolution Regarding
Approval of Fort Monmouth Economic Revitalization Authority 2022 Comprehensive Annual Report

WHEREAS, the Legislature enacted the Fort Monmouth Economic Revitalization Authority Act (Act), P.L. 2010, c. 51, to create the Fort Monmouth Economic Revitalization Authority (FMERA or Authority); and

WHEREAS, the Authority selected its independent auditors, CliftonLarsonAllen LLP, pursuant to Executive Order No. 122 (McGreevey); and

WHEREAS, the Authority's independent auditors audited and accepted the Authority's financial statements for January 1, 2022 to December 31, 2022 and issued an unmodified opinion regarding the financial statements; and

WHEREAS, the certification and accompanying financial statements have been executed by the Executive Director and the Accounting Manager confirming that FMERA has followed its standards, procedures and internal controls; and

WHEREAS, on April 11, 2023, per its Charter as well as section 9 of Executive Order 122 (2004), the Audit Committee reviewed the draft comprehensive annual report, including the 2022 audited financial statements prior to release and considered the relevancy, accuracy and completeness of the information presented. Also, pursuant to Executive Order 122 (2004), the independent auditor met with the Audit Committee, where it was reported that the financial audit resulted in no negative findings or internal control deficiencies. Subsequent to its review of the report, the Committee recommended that the report be presented to the Board for approval; and

WHEREAS, pursuant to Executive Order No. 37 (Corzine) the Authority is required to submit its Comprehensive Annual Report for review from its Members; and

WHEREAS, the Audit Committee has reviewed the 2022 Comprehensive Annual Report and recommends it to the Board for approval.

THEREFORE, BE IT RESOLVED THAT:

1. The Members of the Authority approve the Authority's 2022 Comprehensive Annual Report and approve submitting the Report to the Governor's Authorities Unit, the United States Department of the Army and posting it on the Authority's website.
2. The Executive Director and/or any individual authorized to execute documents pursuant to the Operating Authority is authorized to do and perform all acts necessary to effectuate the above.
3. This resolution shall take effect immediately, but no action authorized herein shall have force and effect until 10 days, Saturdays, Sundays, and public holidays excepted, after a copy of the minutes of the Authority meeting at which this resolution was adopted has been delivered to the Governor of the State of New Jersey for his approval, unless during such 10-day period the Governor of the State of New Jersey shall approve the same, in which case such action shall become effective upon such approval, as provided by the Act.

Dated: April 19, 2023

EXHIBIT 1

Resolution Regarding
Approval of a Memorandum of Understanding between FMERA and the County of Monmouth
regarding property maintenance and landscaping services

WHEREAS, in November 2016, FMERA and the County entered into a Purchase and Sale Agreement and Redevelopment Agreement (“PSARA”) for the purchase of land and buildings to utilize the property as Monmouth County’s District 6 Public Works and Motor Pool complex and to provide in-kind services, including landscaping and snow plowing and removal, as requested by FMERA and for the benefit of FMERA’s efforts of the redevelopment at Fort Monmouth; and

WHEREAS, as the development on Fort Monmouth has continued to grow, the County’s assistance has extended to third party developers. On January 13, 2023, FMERA entered into a Purchase and Sale and Redevelopment Agreement with Netflix, Inc. (the “Purchaser”) conveying in part, the approximately 292-acre parcel known as the Mega Parcel (“NF PSARA”); and

WHEREAS, the Purchaser has agreed to reimburse FMERA for costs related to the utilities and property maintenance of the property identified in Exhibit A pursuant to Section 47(h)(i) of the NF PSARA beginning on April 13, 2023 and continuing until such time Purchaser terminates the NF PSARA or closes on the Property. FMERA seeks to continue to utilize the County’s services and wishes to enter into an MOU to pay the County directly for the Project which will allow for the property maintenance and landscaping of the Mega Parcel during the pre-closing time period; and

WHEREAS, the Project Sites are located within the boundaries of the Boroughs of Eatontown and Oceanport of the Main Post Area of Fort Monmouth; and

WHEREAS, FMERA will enter into this MOU with the County for the sole purpose of Monmouth County District 6 Public Works performing property maintenance and landscaping services and other associated work on the Mega Parcel at a not-to-exceed cost of One Hundred Thousand (\$100,000.00) Dollars (the “Project Funds”) per year. The Project consists of the property maintenance and landscaping tasks as detailed in County’s proposal attached as Exhibit B; and

WHEREAS, FMERA hereby confirms to the County that FMERA is holding One Hundred Thousand (\$100,000.00) Dollars from the Purchaser in escrow for the payment for the 2023 Project costs and expenses based on the proposal to perform the work by Monmouth County. Beginning January 1, 2024, Purchaser shall remit to FMERA the reasonable estimate of the annual property maintenance costs by the first of the month. Upon receipt of the County’s monthly invoice on the last day of each month, FMERA will remit payment to the County within seven days. Upon notification from Purchaser that other services as defined in Exhibit B are requested, FMERA will notify the County within twenty-four hours during the week or on the next business day if the request is received on the weekend; and

WHEREAS, the County shall use Project Funds disbursed by FMERA to the County to pay the property maintenance and landscaping (i.e., mowing, weedwacking, etc.) costs to complete the Project. The County shall not be required to utilize any of its own funds to pay for the costs or expenses of the Project but shall notify FMERA if they incur costs or expenses beyond the maximum not to exceed contract value of One Hundred Thousand (\$100,000) Dollars per year. FMERA will have no obligation to reimburse or otherwise pay the County should the County incur costs beyond the \$100,000 per year without FMERA’s written consent; and

WHEREAS, the County shall perform the tasks as outlined in Exhibit B during the thirty-one week property maintenance and landscaping season and will perform other services (i.e., snow plowing and removal) on a per request basis. The County shall provide FMERA with monthly invoices on the last day of each month the services are performed. FMERA shall notify the County at least five days before the next billing cycle if any/all

of the work is to be completed outside of this MOU. Upon notification of FMERA utilizing an alternate means to complete the work, the County shall return any unused monies under this agreement; and

WHEREAS, it is agreed that nothing in this Memorandum of Understanding shall obligate or require the County to enter into or continue any agreement or contract for the Project or to expend the County personnel time or other administrative costs for the Project unless sufficient funds are readily available to the County for expenses that would be incurred in connection with the Project. The County shall at all times have the right to terminate or discontinue any agreement, contract or work for the Project if the County determines that sufficient funds are not readily available to the County for the expenses that would be incurred in connection with the Project; and

WHEREAS, this Memorandum of Understanding will commence immediately upon execution by the Parties for a period of twelve months. The Parties agree that there shall be three one-year renewal options available to the Parties and these extensions may be exercised based on the mutual agreement of the parties. Any Party shall have the right to terminate this MOU upon written notice to the other party. Upon termination, the County shall make reasonable efforts not to incur any additional expenses or administrative costs; provided, however, the County shall be permitted to continue to use the Project Funds to pay for any expenses or fees actually incurred in connection with the Project; and

WHEREAS, in addition, delegated authority shall be granted to FMERA's Executive Director to approve additional property maintenance and landscaping costs in an amount not to exceed 10% of the approved One Hundred Thousand (\$100,000); and

WHEREAS, the attached MOU is in substantially final form. The final terms of the MOU will be subject to the approval of the Executive Director, the County of Monmouth and a review as to form by 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 a Memorandum of Understanding between the Fort Monmouth Economic Revitalization Authority and the County of Monmouth, regarding property maintenance and landscaping services to be performed by the Monmouth County District 6 Department of Public Works for the Mega Parcel property located in the Boroughs of Eatontown and Oceanport of Fort Monmouth with final terms acceptable to the Executive Director and a review as to form by 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: April 19, 2023

EXHIBIT 2

Resolution Regarding
Approval of an Interagency Agreement between FMERA and the Borough of Oceanport to contract for civil and environmental engineering services

WHEREAS, the identified buildings on the Main Post of Fort Monmouth are outdated and not suitable for future use. All four buildings are in locations targeted for utility and infrastructure improvements and/or blight removal. This interagency agreement will enable FMERA to move forward with the blight removal and improvements to the Main Post infrastructure, which will serve both sold properties and future redevelopment projects on the Main Post; and

WHEREAS, in particular, FMERA is obligated to demolish Building 886 under its current agreement with Jersey Center Power & Light for buildout of a new substation, while Buildings 550 and 551, and 555 are located near current development and the Project Site containing Buildings 550 and 551 may be used for future public parking. Therefore, demolition will support redevelopment at the Fort including current and future property owners; and

WHEREAS, at its June 2022 meeting, the Board approved a Memorandum of Understanding (“MOU”) with the Borough of Oceanport (“Borough”) to contract for civil and environmental engineering services for demolition plans and specification including abatement, demolition and site improvements. The Borough selected Colliers as its engineering firm via a formal RFQ process for the calendar year. Accordingly, the Borough retained Colliers to prepare plans and a scope of work (the “Plans”) for the Project; and

WHEREAS, the Project scope included one set of demolition plans for the three Project Sites and three additional demolition plans and specification for each of the three Project Sites. The Plans also included surveying services and field/building reconnaissance. Under the terms of MOU, the Plans were to be used by FMERA to bid out environmental abatement and demolition contracts for portions of the Main Post, and FMERA may choose to bid out each of the three identified Project Site either together or separately; and

WHEREAS, draft plans were to be provided within sixty days of receiving notice from FMERA to proceed with the Project with 14 days for FMERA to review and comment, and then 14 days for the Borough’s engineer to finalize and deliver the four sets of Plans. Costs for the work were estimated to be \$19,000, with the Board approving a delegation to FMERA’s Executive Director to increase the cost by an amount not to exceed 10% for unforeseen design costs for demolition or environmental abatement. In the event the amount due to the Borough’s contractor for the work described within the MOU was expected to be greater than \$19,000, the Borough was required to notify FMERA that additional Project Funds are required. Any increase in costs is subject to FMERA’s Board approval. The MOU with the Borough was executed on July 6, 2022; and

WHEREAS, upon initiating work under the original MOU, Colliers concluded that the amount allocated to the Project did not capture the full cost to complete the work under the MOU. In particular, Colliers found that the asbestos and environmental testing performed by the Army that was relied on to form the basis of the initial Project funding costs was insufficient to meet demolition standards and additional testing was required far beyond what was originally anticipated; and

WHEREAS, additionally, FMERA’s original civil engineering cost estimate did not include the necessary manhours to identify each type of construction material (concrete, steel, wood, sheetrock, fiberglass, etc.) found in the four referenced buildings. The scope of work has been amended to indicate the construction material needs to be quantified in terms of the amount of material (linear feet or square feet) and then converted into pounds for each material present and incorporated into the demolition specifications for each building; and

WHEREAS, upon the Borough’s notification to FMERA that the funds under the original MOU would not be sufficient to complete the scope of work, FMERA requested an updated estimate for the scope of the work to include the additional asbestos and environmental testing and surveying work. Under the expanded estimate, the

Project funding costs were estimated to be One Hundred and Ninety-Five Thousand Three Hundred and Sixty-Five (\$195,365.00) Dollars. This increase reflects the inclusion of additional hours for identification of material quantities and required asbestos and environmental testing; and

WHEREAS, at its January meeting, the FMERA Board approved the amendment to the MOU for increased funding, as well as the Executive Director's delegated authority to increase the Project Funding by an amount not to exceed 10% for unforeseen design costs for demolition or environmental abatement. All other terms of the MOU remained the same. The Amended MOU was executed on February 23, 2023; and

WHEREAS, on March 11, 2023, FMERA received the demolition plans for Project Site, as defined in the attached MOU, containing Building 886 from Colliers and wishes to enter into a separate MOU with Oceanport for the Borough's engineer to oversee the public bidding for the demolition and remediation of Building 886, one of three identified Project Sites. It is FMERA's intention to enter into a separate MOU for abatement and demolition work for Buildings 550/551 and Building 555 upon receipt of the two additional scopes of work; and

WHEREAS, the purpose of the "Project" consists of the retention of the Borough's engineer, Colliers, for the abatement and demolition of Building 886 located on the Project Site. Colliers services shall include: bidding services for abatement and demolition contracts and the oversight of those tasks as detailed in the attached memorandum; and

WHEREAS, the cost for the Project is estimated to be One Hundred and Sixty-Five Thousand Nine Hundred and Fifty (\$165,950.00) Dollars with the Board approving a delegation to FMERA's Executive Director to increase the cost by an amount not to exceed 10% for unforeseen costs for abatement or demolition. In the event the amount due to the Borough's contractor for the work described within the MOU is expected to be greater than \$165,950.00, the Borough is required to notify FMERA that additional Project Funds are required. Any increase in costs beyond this amount is subject to FMERA's Board approval; and

WHEREAS, the attached amended MOU is in substantially final form. The final terms of the MOU will be subject to the approval of the Executive Director, the Borough of Oceanport and as to form by 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 interagency agreement between FMERA and the Borough of Oceanport for funding, asbestos abatement (including removal, monitoring, and associated reporting), demolition, and site restoration activities (including preparation of all applications and associated, prerequisite environmental, engineering services and demolition permits) for Building 886 and grant of delegated authority to the Executive Director to increase Project Funding by an amount not to exceed 10% for unforeseen costs associated with the Project with final terms acceptable to the Executive Director and a review as to form by 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: April 19, 2023

EXHIBIT 3