

**Fort Monmouth Economic Revitalization Authority
In-Person & Telephonic Board Meeting
502 Brewer Avenue, Oceanport, N.J. 07757
Dial In: 888-431-3598 Access Code: 1123026
Agenda – September 20, 2023**

1. **Call to Order**
2. **Notice of Public Meeting**
3. **Pledge of Allegiance**
4. **Roll Call**
5. **Welcome**
6. **Approval of Previous Month’s Board Meeting Minutes**
7. **Public Comment Regarding Board Action Items**
8. **Executive Director/Secretary Report & Update**
 - Appointment of Audit Committee and Real Estate Committee Members
 - Staff Review of Executive Session Minutes
9. **Committee Reports**
 - Audit Committee – Anthony Talerico, Jr., Chairman
 - Real Estate Committee – Anthony Talerico, Jr., Chairman
 - Environmental Staff Advisory Committee – Elizabeth Dragon, Chairwoman
 - Historical Preservation Staff Advisory Committee – Jay Coffey, Chairman
 - Housing Staff Advisory Committee – Robert Long, Chairman
 - Veterans Staff Advisory Committee – Lillian Burry, Chairwoman
10. **Board Actions**
 1. Consideration of Approval of Organizational Matters
 - i) Appointment of Vice-Chairperson
 - ii) Secretary and Treasurer of the Authority
 - iii) Assistant Secretaries of the Authority
 - iv) OPRA Records Custodian and Ethics Liaison
 - v) Meeting Schedule for October 2023 – September 2024
 2. Consideration of Approval of Staff Advisory Committee Membership.
 3. Consideration of Approval of the Selection of Property & Facilities Maintenance Services pursuant to a Request for Proposals.
 4. Consideration of Approval of the Interagency Agreement between FMERA and the Borough of Oceanport to contract for civil and environmental engineering services.
 5. Approval of the Second Amendment to the Purchase and Sale and Redevelopment Agreement with Netflix, LLC for the Mega Parcel in Eatontown and Oceanport.
11. **Other Items**
12. **Public Comment Regarding any FMERA Business**
13. **Adjournment**



**Fort Monmouth Economic Revitalization Authority
Board Meeting
August 16, 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)**
- Lillian Burry – Monmouth County Commissioner – **V**
- Stephen Gallo – Public Member – **V**
- 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**
- Wayne Smith – State Veterans Program Coordinator, NJ Department of Labor & Workforce Development – **Designee**
- William Riviere – Principal Planner, NJ Department of Transportation – **Designee**

V – Denotes Voting Member

Members of the Authority and/or Designees not present:

Also present:

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

The meeting was called to order by Mayor Anthony Talerico, Jr. at 5:01 p.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.

Mayor Talerico asked for a moment of silence in remembrance of Lieutenant Governor Sheila Oliver.

The first item of business was the approval of the July 19th regular meeting minutes. A motion was made to approve the minutes by Lillian Burry and seconded by Jay Coffey.

Kara Kopach conducted a roll call vote.

NAME	YES	NO	ABSTAIN
Anthony Talerico	X		
Lillian Burry	X		
Steve Gallo	X		
Jay Coffey	X		
Tracy Buckley	X		
Jamera Sirmans	X		
Jorge Santos	X		

Motion to Approve: LILLIAN BURRY Second: JAY COFFEY

Ayes: 7

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

There was no public comment.

EXECUTIVE DIRECTOR/SECRETARY’S REPORT & UPDATE

Just a friendly reminder that the September FMERA Board meeting will be our annual reorganization meeting.

The FMERA team has continued to deploy both Federal and State funds toward our infrastructure improvements. A total of \$22.5 million dollars has been allocated or identified for pending projects with another \$30 million dollars forecasted for projects over the next 12-24 months for an additional 24 infrastructure projects. Over the last few years FMERA has replaced 23,300 LF of sanitary sewer mains (equivalent of 4.4 miles) and abandoned 4 pump stations. Our team has also replaced approximately 18,331 LF of Army installed water mains (equivalent of 3.5) to ensure the water is potable. We are now under contract with JCP&L for both a new substation to support the Main Post and for a wholesale replacement of the distribution system on the Main Post too.

None of this would have been possible without the Federal and State funds and the support of the Governor’s office, the County and the three host municipalities. They have continued to champion the development on Fort Monmouth and arm us with the tools to complete this wholesale utility replacement. In turn, the individual developments are getting new utilities at their frontage and are encouraged to accelerate their projects.

Our staff has worked nonstop to replace the left behind Army systems. There is no way that we accomplish this without their diligence in creating the legal docs, organizing the stakeholder conversations, expediting board actions, coordinating and completing the surveys, maps, and the design and engineering work to bring forth the installation and construction. The redevelopment of this property is exponentially accelerated by these infrastructure funds, and we are very thankful to have received same.

COMMITTEE REPORTS

1. AUDIT COMMITTEE

The Committee did not meet this month.

2. REAL ESTATE COMMITTEE

Anthony Talerico, Jr. stated that the Real Estate Committee met on August 8th and discussed the following:

- Discussion regarding the First Amendment to the Wilson Avenue MOU between FMERA and the Eatontown Sewerage Authority to modify the Project Costs to provide adequate funds to complete the Project. The increased Project Costs will be replaced with the new Construction Cost Estimation and ESA will engage with the second lowest qualified bidder to complete the project. The Committee reviewed the request and recommended it to the Board for approval.

- Discussion regarding a Purchase and Sale Agreement with the County of Monmouth for a Wetlands Preservation Area on the Woodlands Parcel. The County will pay \$63,000.00 for the property for county open space preservation, as a publicly accessible Monmouth County park for passive open space/recreation uses. The Committee reviewed the request and recommended it to the Board for approval.

Other Items:

- 1) Mega Parcel Reuse Plan Amendment
- 2) Request for Proposals (Property Mgmt. / Auditor / Surveyor / Engineering)
3. ENVIRONMENTAL STAFF ADVISORY COMMITTEE (ELIZABETH DRAGON, CHAIRWOMAN)

The Committee did not meet this month.

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

The Committee did not meet this month.

5. HOUSING STAFF ADVISORY COMMITTEE (ROBERT LONG, CHAIRMAN)

The Committee did not meet this month.

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

The Committee did not meet this month.

BOARD ACTIONS

- 1) Consideration of Approval of the First Amendment to the Memorandum of Understanding between FMERA and the Eatontown Sewerage Authority.

Laura Draushak read a summary of the Board memo.

The resolution is attached hereto and marked Exhibit 1.

A motion was made by Steve Gallo and was seconded by Jay Coffey.

Kara Kopach conducted a roll call vote.

NAME	YES	NO	ABSTAIN
Anthony Talerico	X		
Lillian Burry	X		
Steve Gallo	X		
Jay Coffey	X		
Tracy Buckley	X		
Jamera Sirmans	X		
Jorge Santos	X		

Motion to Approve: STEVE GALLO Second: JAY COFFEY
 Ayes: 7

- 2) Consideration of Approval of a Purchase and Sale Agreement with the County of Monmouth for a Wetlands Preservation Area on the Woodlands Parcel.

Laura Draushak 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 Jay Coffey.

Kara Kopach conducted a roll call vote.

NAME	YES	NO	ABSTAIN
Anthony Talerico	X		
Lillian Burry	X		
Steve Gallo	X		
Jay Coffey	X		
Tracy Buckley	X		
Jamera Sirmans	X		
Jorge Santos	X		

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

OTHER ITEMS

There were no other items before the Board.

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

There was no public comment.

There being no further business, on a motion by Lillian Burry and seconded by Jay Coffey and unanimously approved by all voting members present, the meeting was adjourned at 5:12p.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
First Amendment to the Memorandum of Understanding between the Fort Monmouth Economic
Revitalization Authority and the Eatontown Sewerage Authority

WHEREAS, the Eatontown Sewerage Authority (“ESA”), by a certain ordinance dated February 9, 1955, is the duly designated sewerage authority for the Borough of Eatontown. On November 17, 2016, FMERA acquired ownership of the Main Post of the former Fort Monmouth US Army military post including lands and improvements located in the Borough of Eatontown (“Borough”). The existing Army gravity sanitary lines fronting on Wilson and Nicodemus Avenues currently services the ESA service area but drain into a Two Rivers Water Reclamation Authority (“TRWRA”) meter located in Oceanport; and

WHEREAS, on October 28, 2022, FMERA and TRWRA entered into a memorandum of understanding for the design and engineering of a replacement gravity sanitary sewer lines along Wilson and Nicodemus Avenue in the Eatontown Section of Fort Monmouth to untangle the comingled Army gravity sanitary lines (“Design MOU”). The Design MOU intended to provide the final form for a design plan for Construction and Installation Work that is to be bid, constructed and owned by ESA. FMERA received the plans on April 12, 2022, which were prepared by Collier’s Engineering & Design (“Colliers”) on behalf of TRWRA and FMERA. The ESA and the Borough’s engineer firm T&M Associates (“T&M”) have since reviewed the Plans; and

WHEREAS, on June 6, 2023, FMERA and TRWRA entered into the Wilson Avenue MOU to reflect the mutual understanding of the Parties that ESA is to construct and install a new gravity sewer line servicing Wilson Avenue, the Monmouth County Department of Public Works site, and the Tech Campus A & B portions of the Eatontown Section of the former Fort Monmouth US Army military base, as more fully described in the Wilson Avenue MOU. The Wilson Avenue MOU provided an estimate cost for the Project representing an amount not to exceed Seven Hundred and Thirty Thousand Six Hundred and Sixteen Dollars and Sixty Cents (\$730,616.60); and

WHEREAS the Parties agreed that the statements contained in the Colliers Engineering & Design, Engineering Plans and Specifications for the Project entitled “Wilson Avenue Sanitary Sewer Extension” dated February 14, 2023, and any amendments thereafter be and are hereby incorporated into the Wilson Avenue MOU; and

WHEREAS, FMERA will grant to ESA such sanitary sewer easements across its lands as the final approved design for the Project as may be required. FMERA shall issue a non-exclusive easement, without charge, to ESA for construction and maintenance of the new gravity sewer lines; and

WHEREAS, in addition, the Board approved delegated authority to FMERA’s Executive Director to increase the Project Costs by an amount not to exceed 10% of the Project Costs for unforeseen costs associated with this Project. Any increase in costs beyond this amount is subject to FMERA’s Board approval; and

WHEREAS, on July 19, 2023, in accordance with the Local Public Contracts Law, ESA received bids for the Project resulting in one bid within the costs provided by the Wilson Avenue MOU Estimate and the remaining four bidders submitting costs in excess of the Wilson Avenue MOU Estimate. The bidder who submitted costs below the Wilson Avenue MOU Estimate subsequently withdrew their bid due to computational errors in pricing. The four remaining bids received exceeded the Wilson Avenue Estimate due to higher-than-expected costs for site clearance, installation of pipes and manholes, material costs and dewatering; and

WHEREAS, the Parties now seek to amend the Wilson Avenue MOU to modify the Project Costs to provide adequate funds to complete the Project. ESA intends to engage with the second lowest qualified bidder to complete the Project contingent upon the approval of the increased Project Costs in the amount of Eight Hundred and Seventy-Eight Thousand Nine Hundred and Five Dollars and Ninety-Eight Cents (\$878,905.98). Construction costs estimates previously attached to the Wilson Avenue MOU will be replaced with the new Construction Cost Estimation. ESA

shall not be required to utilize any of its own funds to pay costs or expenses for the Project and will return to FMERA upon completion of the Project any amount of the Project Costs that are not expended for the Project.

WHEREAS, all other terms of the Wilson Avenue MOU remain unchanged.

WHEREAS, the attached First Amendment to the MOU between FMERA and the ESA is in substantially final form. The final terms of the MOU will be subject to the approval of ESA, FMERA's Executive Director and a review as to the 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 First Amendment to the Memorandum of Understanding between the Fort Monmouth Economic Revitalization Authority and the Eatontown Sewerage Authority forming an interagency agreement for the funding and construction of the necessary New Wilson Avenue Gravity Sanitary Sewer Lines to provide sewer service for the portions of the former Fort Monmouth US Army military post located within the Borough of Eatontown.

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

Attachment

Dated: August 16, 2023

EXHIBIT 1

Resolution Regarding
Authorization to enter into a Purchase and Sale Agreement with the County of Monmouth for a Wetlands
Preservation Area on the Woodlands Parcel

WHEREAS, on May 18, 2016, the Board approved Evaluation Scoring for Local Beneficial Use Requests. The County of Monmouth requested that this conveyance be administered as a Local Beneficial Use (“LBU”) transaction. Accordingly, the County’s proposed use of the Property was reviewed and scored by FMERA staff utilizing the Board approved LBU criteria. This scoring is used to determine the discounted purchase price of the Property. Appraiser Robert Gagliano’s fair market value for the land was determined to be \$90,000. The scoring of the County's proposed use of the Property is 633, which entitles the Borough to a discount of 30% and resulting in a purchase price of \$63,000.00; and

WHEREAS, FMERA staff is pleased to report that negotiations with the County have resulted in the following terms: The County will pay \$63,000.00 for the approximately 23.78-acre property for county open space preservation, as a publicly accessible Monmouth County park for passive open space/recreational uses. The County also has the option to include a wetlands boardwalk and/or walking path for public use, so long as only minor site plan or approval would be necessary and subject to review and approval by FMERA; and

WHEREAS, per the PSA, Purchaser will have a ninety-day Due Diligence Period to investigate the “As Is” condition of the Property, including environmental investigations and survey work commencing on the Effective Date of the PSA with an option to extend Due Diligence for one additional thirty-day period. Since the Property will not be redeveloped, an Approval Period is not required. Closing may occur within thirty days after completion of Due Diligence. FMERA will convey the Property to the County in as-is condition, but with clear title and subject to the Army’s on-going obligations under CERCLA to address any pre-existing contamination that may exist on the Property. As this is a preservation initiative, no jobs will be created at the site and the County will invest approximately \$5,000 to improve the Property; and

WHEREAS, the Property shall be transferred subject to a public open space deed restriction; and

WHEREAS, utilities are not anticipated to be needed at the Property, however, if required, electric service shall be coordinated with JCP&L. The County shall be responsible for replacement, repair, maintenance and/or relocation of utilities within the Property to serve the Project, as applicable, subject to FMERA’s review and approval. FMERA intends to record easements for on-site, existing sanitary sewer mains that provide off-site service; and

WHEREAS, attached is the PSA between FMERA and the County of Monmouth which is in substantially final form. The final terms of the PSA will be subject to the approval of the County of Monmouth, FMERA’s Executive Director, 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 FMERA staff to enter into a Purchase and Sale Agreement with the County of Monmouth for a 23.78-acre tract known as the Woodland Parcel bounded roughly by Hope Road, the Fabrication Shops Parcel, Laboratory Road, and the Anthem Place residential development in the Tinton Falls Section of Fort Monmouth, New Jersey.

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

Attachment

Dated: August 16, 2023

EXHIBIT 2

MEMORANDUM

To: Members of the Board
From: Kara Kopach
Executive Director
Date: September 20, 2023
Subject: Monthly Status Report

Summary

The following are brief descriptions of the Fort Monmouth Economic Revitalization Authority (FMERA) staff's monthly activities which include the Treasurer's Report, and Update on Utilities and Infrastructure, Update on Development & Marketing and Update on the Fort Monmouth Redevelopment

Treasurer's Report

1. 2024 Budget Overview

The budget process for 2024 is about to get underway. In the coming weeks, FMERA staff will hold budget sessions and begin drafting the 2024 FMERA Budget. The draft budget will then be presented to the Audit Committee for their review. The 2024 FMERA Budget is scheduled to be brought to the Board for its consideration and approval at the December meeting. FMERA controls spending to the extent possible, until land sales occur, and proceeds are received, at which point we determine which projects in our budget can be completed. With the end of the 3rd quarter approaching, FMERA is targeted to remain under budget in all categories through year-end.

2. Independent Auditing Services Request for Proposals

The RFP for Independent Auditing Services was issued on August 18, 2023, with responses due back on September 26, 2023. Compliant proposals will be reviewed by members of the Evaluation Committee who will then meet to discuss their findings and prepare their report for submittal to the Audit Committee. We anticipate that the Audit Committee, based on their review of the Evaluation Committee's report, will make their recommendation for appointment at the Authority's Independent Auditor to the Board at the Authority's November meeting.

Executive Director's Report

1. Update on Utilities and Infrastructure

- Construction on the new, east interceptor, and force main along Oceanport Avenue is substantially complete. The new sanitary pump station has an expected completion and TRWRA acceptance of mid-September.
- The Phase II project, which includes the Barker Circle line, the South Interceptor, and the Malterer Avenue main continues. PM Construction has installed the first segment across the Barker Circle parcel and Oceanport Way at Anson Avenue. The completed project, along with the East Interceptor and Pump Station, will receive sanitary outfall from most of the Oceanport portion of the main post, and allow FMERA to decommission five of the six remaining FMERA operated sanitary pump stations on the main post. The remaining pump station, though not decommissioned, was shut down last September.
- In Eatontown, the design work that will serve the Monmouth County Motor Pool, Tech Campus B, the Eatontown Parks parcel, and Barracks parcel, and the Tech B parcel with sanitary outfall to the Eatontown Sewerage Authority owned main

along Mill Creek has been completed. ESA has contracted for the installation of the necessary sewer improvements to divert flow into Eatontown.

- FMERA & JCP&L contracted in 2022 for the proposed electrical substation parcel. FMERA and JCP&L have executed the Distribution Agreement and will be working on the plans of the proposed electrical 15KVA distribution system.
- The Facilities and On-site Maintenance Teams continues to maintain and repair heat systems and fire suppressions systems of buildings to be reused by a potential Mega Parcel purchaser.

2. Update on the Fort's Redevelopment

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

In **Oceanport**, FMERA has closed on the following seventeen properties:

- Former Patterson Army Hospital on December 13, 2013, with AcuteCare Systems.
- Officer Housing Parcels on January 13, 2017, with RPM Development, LLC. RPM Development renovated the 116 historic housing units, creating 68 market-rate for sale units, and 48 rental units; twenty percent of the total units are available to low- and moderate-income households.
- Main Post Chapel on February 27, 2017, with Triumphant Life Assembly of God Church who purchased the approximately 16,372 sq. ft. building for use as a house of worship.
- Russel Hall on June 23, 2017, with TetherView Property Management, LLC, a private cloud computing services company who occupies the 40,000 sq. ft. building. Russel Hall currently houses a variety of businesses including tech companies, medical offices, and an architecture firm.
- Oceanport Municipal Complex on August 16, 2017, where the Borough of Oceanport purchased the property for their new municipal complex.
- Fitness Center on September 26, 2017, enabling Fort Partners Group, LLC, to renovate and expand the facility to emphasize basketball and medically based fitness and wellness programs, and individualized group training and classes. The Fitness Center now boasts over 2,100 members.
- Dance Hall parcel on April 4, 2018, to The Loft Partnership, LLC. The developer renovated the Dance Hall as a wedding banquet facility. They have booked over 172 weddings.
- Building 501, on April 24, 2019, with Family Promise of Monmouth County, an approximately 1.7-acre site, via a Legally Binding Agreement (LBA). Lunch Break has now merged with Family Promise and will expand the services offered on the site.
- Telecommunications Tower and Land on October 25, 2019, with Global Signal Acquisitions, LLC for an approximately 0.58 parcel of land containing the Telecommunications Tower and adjacent land.
- Squier Hall Complex, on December 19, 2019, with KKF University Enterprises, LLC, an approximately 31-acre site. The developer has secured a commitment from New Jersey City University for use of the site as a satellite campus. The campus opened in the Fall 2020 and continues to have both an academic and community events presence.
- Commissary, Post Exchange (PX) complex, Warehouse District and a 1000 Area Parking parcel, on October 16, 2020, with OPort Partners, LLC. The Commissary/PX parcel shall permit, Food Service, Flex space, Office, R&D and Instructional Schools and Studios. The Warehouse District will permit Flex Space, Medical Office, Office, and Research & Development. Birdsmouth, a brewery opened last year and a restaurant and food distributor is planned this summer in the old Commissary space.
- Marina, on March 25, 2021, with AP Development Partners, LLC, which will continue to operate as a marina/public boat ramp and restaurant.
- Barker Circle, with Barker Circle Partnership, LLC, an approximately 19.5-acre parcel in the historic district which includes the repurposing of buildings 205-208, and 287, as well as the Main Post Firehouse and Kaplan Hall, for residential, office and other commercial uses.
- Lodging Area, on November 24, 2021, with Somerset Development, LLC, a 15-acre site located on Parkers Creek, to be developed with up to 185 new and renovated housing units. Townhouses are for sale and some have already been sold and are occupied.
- Allison Hall, on May 20, 2022, with Fort Monmouth Business Center, LLC, a 13-acre parcel which includes the reuse of the historic building, as well as retail, office/research & development and open space/recreation uses.

Also in **Oceanport**, FMERA has executed or approved contracts on the following property:

- Nurses Quarters, with RPM Development, LLC for the 24-unit residential complex on Main Street adjacent to the former Patterson Army Hospital.

In **Eatontown**, FMERA has closed on the following three properties:

- Suneagles Golf Course, on December 18, 2020, with Martelli Development, LLC, to maintain and upgrade the existing Golf Course, renovate historic Gibbs Hall, and construct 75 new housing units. Martelli continues to operate the course and restaurant in the interim, so it remains open to the public as the redevelopment progresses. The Developer has constructed and sold numerous townhouses in the middle of the course and continues to construct housing units.
- New Jersey American Water Tank Parcel, on April 23, 2021, a parcel located on a 3.945-acre tract on the Howard Commons parcel to install a water tank to serve NJAW's needs by providing approximately four acres of land surrounded on two sides by undeveloped preserved forest, a municipal road on another and a fourth side that encompasses soon to be built residential units which will be buffered by trees. NJAW has demolished the existing structures on the site and will start construction in the first quarter of 2024.
- Eatontown Parks Parcel, on March 7, 2022, with the Borough of Eatontown, a 3.82-acre tract known as the Nicodemus Avenue Park Parcel located on Nicodemus Avenue for active recreation uses. The Borough has demolished all of the existing structures and is designing the park for a splash pad and accompanying bathrooms.

Also in **Eatontown**, FMERA has executed or approved contracts on the following parcel:

- Building 1123, a former general office building at Avenue of Memories and Wilson Avenue with the Borough of Eatontown for the reuse by the Borough's Department of Public Works.

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

- Parcel E, on January 13, 2013, with Commvault for the headquarters. Commvault announced in March 2023 that they will be selling this building. The new developer anticipates providing lease backed space to Commvault and will also provide additional tenant space to other end users.
- Building 2525, on February 5, 2016, with Aaski Technologies who leases the building to other tenants for technology and office uses.
- Child Development Center, on March 18, 2016, with Trinity Hall, for the all-girl high school. Trinity Hall completed their second generation project on the site to expand the building's footprint twofold.
- Fort Monmouth Recreation Center and Swimming Pool, on January 6, 2017, with the Monmouth County Park System and being used for programs which include arts & crafts, sports, exercise classes and a variety of amenities including classrooms, gymnasium and a game room.
- Parcel F-3 on February 23, 2017, with the Monmouth County Park System in conjunction with the adjacent Recreation Center and Swimming Pool. Located along Hope Road, the County has expanded its services and public open space amenities currently offered at the Recreation Center.
- Charles Wood Fire Station, on May 22, 2018, transferring the property to Commvault Systems, Inc. for use as corporate office and training space.
- Parcel C with Lennar Corporation, on August 2, 2018, approved for 243 residential units and up to 58,000 sq. ft. of retail development. Lennar has completed the residential portion of this site but the commercial deliverables remain and have been adversely impacted due to the changing market conditions for retail.
- Parcel C1 with Lennar Corporation, on August 2, 2018. Lennar has constructed and sold all 45 single family homes.
- Parcel F-1 – Myer Center and Building 2705, on December 16, 2022, an approximately 36-acre parcel in Tinton Falls where RWJ Barnabas Health (RWJBH) plans to create a health campus to include a cancer center, medical offices, and a future hospital. RWJBH anticipates starting construction on the site this year.

Also in **Tinton Falls**, FMERA has executed contracts on two properties:

- Fabrications Shops (Pinebrook Road Commerce Center), 45,000 sq. ft. of light industrial and flex office space buildings along Pinebrook Road for sale to Pinebrook Commerce Center, LLC.
- Tinton Falls Commercial Parcel (Pulse Power, Building 2719, and the Pistol Range) with RWJBH for 1) construction of a three-story Medical Office Building; 2) installation of a grid-supply solar energy system; 3) construction of active recreational facilities, including two (2) multi-purpose grass or turf athletic fields, one (1) baseball/softball field, up to five (5) tennis courts, and a field house; 4) passive recreation, including a community walking/nature trail that enhances walkability and interconnectedness of the Tinton Falls section of Fort Monmouth; and 5) open space to benefit the surrounding area.

3. **Development & Marketing Update**

FMERA continues to make good progress on the Fort's redevelopment, with about 86% of the Fort's 1,126 acres sold, under contract, in negotiations, or entering the request for proposals process. To date, FMERA has sold 34 parcels, and another 6 parcels are under contract or have Board-approved contracts.

FMERA's redevelopment continues to move forward, with new homes, business, and amenities coming online on a rolling basis. In the Oceanport section of the Fort, Allison Hall is rehabilitating three structures on the site and site prep for the remaining new construction and new homes continues to populate the Parkers Creek development by Pulte, and Baseline Social nears its opening at the former Commissary. In Eatontown, progress continues on the historic rehabilitation and renovation of Gibbs Hall which is now open for events and construction of new housing on the course is on-going with over twenty homes already sold. Lennar's project plans at for the Howard Commons property were reviewed by the Eatontown Planning Board on September 18th and the developer and the Borough are working through the comments received at the meeting. In Tinton Falls, most of the Charles Wood area is already developed, with second generation projects underway, in addition to the planned construction of RWJ Barnabas Health's medical campus.

The remainder of FMERA's projects are in various stages of development, many of which are still in the due diligence, design, and approvals phases. Continuous demolition and construction can otherwise be seen Fort-wide. As for the Mega Parcel, Netflix is officially out of due diligence and continues to move forward with good faith efforts to finalize their concept plan in preparation for Reuse Plan Amendment #20.

In conjunction with the Facilities & Infrastructure team, the development team is supporting efforts to have infrastructure updated Fort-wide and for the Mega Parcel, as well as to expend grant funds in support of the same. FMERA has approved numerous MOU's with its municipal and utility partners to expedite the installation of new utility systems that will allow FMERA to decommission all of the former Army systems. FMERA is pleased to take the next step in establishing a new electrical grid on the Main Post. A distribution agreement with JCP&L has been executed and now FMERA and JCP&L are working through the establishment of service agreements and the construction and installation of the substation and distribution lines.

As businesses and amenities come online, FMERA continues to create visibility for these new assets through our social media as well as through our on-site wayfinding signage initiative. FMERA plans to install an additional two signs in the coming weeks. Our team will continue to provide updates to the public regarding on-going activities at the Fort that our stakeholders may participate in. Thanks to everyone that participated in NJCU's third blood drive on the Fort Monmouth campus. This will continue to be a recurring event and we encourage the community to support this great cause.

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


Kara Kopach

Prepared by: Regina McGrade

MEMORANDUM

TO: Members of the Board

FROM: Kara Kopach
Executive Director

DATE: September 20, 2023

SUBJECT: Executive Session Items
For Informational Purposes Only

As the Members are aware, the Open Public Meetings Act provides exceptions to public session for certain matters, such as ongoing real estate negotiations, litigation strategy, attorney-client confidential information, or personnel matters. For this reason, from time to time, the Board goes into Executive Session for these matters.

In compliance with New Jersey's Open Public Meetings Act, the Board first adopts a resolution at its public meeting indicating what matters will be discussed in Executive Session and when the minutes of the Executive Session will be disclosed to the public.

Many items remain sensitive or unresolved and therefore cannot be made public at this time; however, after a review by staff, several items have been resolved and are no longer considered confidential. Attached, for the Board's information, is a chart outlining the resolved items from the past five years.

Staff will continue to review executive session items on an annual basis and present an update to the Board at its annual meeting each September, which will include a list of matters no longer deemed confidential. As is the current practice, if a request is made for information on an Executive Session item in the interim, staff, in consultation with the Attorney General's Office, will review the request to determine if the item can be made public at that time.



Kara Kopach

Attachment: Executive Session Items Chart – December 21, 2011-November 2, 2022
Prepared by: Regina McGrade

**EXECUTIVE SESSION ITEMS
DECEMBER 2011 – November 2022**

Item	Date of Action	Description	Resolution
Entering into Executive Session to Discuss Pending Real Estate Negotiation	December 21, 2011	The Authority desires to enter into executive session to discuss pending negotiations concerning contracts to transfer real property that will be owned by the Authority and the Authority is a party to such contract (Parcel E)	<i>Released with redactions for Attorney-Client privilege.</i>
Entering into Executive Session to Discuss Negotiations of Howard Commons Purchase and Sale Agreement and Redevelopment Agreement	July 16, 2014	The Authority desires to enter into executive session to discuss real estate purchase, lease or acquisition from and pending negotiations of Howard Commons Purchase and Sale Agreement and Redevelopment Agreement.	<i>Ongoing real estate contract negotiations.</i>
Entering into Executive Session to Obtain Attorney-Client Advice Regarding a Proposed Motion	March 18, 2015	The Authority desires to enter into executive session to discuss the legal ramifications related to a proposed motion (Fort Monmouth prevailing wage obligations)	<i>Ongoing – Remains subject to Attorney-Client privilege</i>
Entering into Executive Session to Discuss Attorney-Client Advice Regarding a Proposed Motion	May 20, 2015	The Authority desires to enter into executive session to discuss the legal ramifications related to a proposed motion (Fort Monmouth prevailing wage obligations)	<i>Ongoing – Remains subject to Attorney-Client privilege</i>
Entering into Executive Session to Discuss Pending Contract Negotiations	June 17, 2015	The Authority desires to enter into executive session to discuss pending contract negotiations (Golf Course RFOTP and MOU with DHS)	<i>Released with redactions for Attorney-Client privilege.</i>
Entering into Executive Session to Discuss Contract Negotiations	September 18, 2019	The Authority desires to enter into executive session to discuss contract negotiations.	<i>Ongoing real estate contract negotiations.</i>
Entering into Executive Session to Discuss Contract Negotiations	October 4, 2019	The Authority desires to enter into executive session to discuss contract negotiations.	<i>Ongoing real estate contract negotiations.</i>
Entering into Executive Session to Discuss litigation risk	July 21, 2021	The Authority desires to enter into executive session to discuss litigation risks.	<i>Ongoing real estate contract negotiations.</i>
Entering into Executive Session to Discuss Contract Negotiations	November 2, 2022	The Authority desires to enter into executive session to discuss contract negotiations.	<i>Ongoing real estate contract negotiations.</i>

ADOPTED
September 20, 2023

**Resolution Regarding the
Re- Appointment of a Vice-Chairperson
Re-appointment of a Secretary, Treasurer and Assistant Secretaries
Re-appointment of OPRA Records Custodian and Ethics Liaison, and
Approval of October 2022 – September 2023 Meeting Dates**

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

WHEREAS, the Authority’s By-Laws provide that an annual reorganization meeting be held in September of each year.

THEREFORE, BE IT RESOLVED THAT:

1. The Authority approves the re-appointment of Mayor Anthony Talerico, Jr. to serve as Vice-Chairperson.
2. The Authority approves the re-appointment of the Executive Director as Secretary and the Accounting Manager as Treasurer.
3. The Authority approves the re-appointment of the Office Administrative Manager and the Director of Legal Affairs as Assistant Secretaries.
4. The Authority affirms the re-appointment of Fred Cole as Ethics Liaison Officer and Marcus Saldutti as OPRA Records Custodian.
5. The Authority approves the October 2023 – September 2024 Meeting Dates attached hereto.
6. This resolution shall take effect immediately, but no action authorized herein shall have force and effect until 10 days, Saturdays, Sundays, and public holidays excepted, after a copy of the minutes of the Authority meeting at which this resolution was adopted has been delivered to the Governor of the State of New Jersey for his approval, unless during such 10-day period the Governor of the State of New Jersey shall approve the same, in which case such action shall become effective upon such approval, as provided by the Act.

ATTACHMENT

Dated: September 20, 2023

EXHIBIT 1

MEMORANDUM

TO: Members of the Board

FROM: Kara Kopach
Executive Director

DATE: September 20, 2023

SUBJECT: Annual Meeting

The Fort Monmouth Economic Revitalization Authority’s (“FMERA”) By-Laws provide that an annual reorganization meeting be held in September of each year. On September 6, 2023, McKenzie Wilson was appointed by Governor Murphy to serve as the Fort Monmouth Economic Revitalization Authority Board Chairperson.

At the annual meeting, one of the purposes of the meeting is to appoint a Vice-Chairperson of the Authority for the coming year. In September 2022, Eatontown Mayor Anthony Talerico, Jr. was appointed as the Vice-Chairperson and has served as acting Chairperson due to the Board’s Chairperson vacancy. With the appointment of Chairperson McKenzie Wilson, staff would like to make a recommendation to the Board that Mayor Anthony Talerico, Jr. be re-appointed as Vice-Chairperson.

The By-Laws of the Authority provide for the appointment of a Secretary and Treasurer. At the Authority’s September 21, 2022 meeting, the Board approved the appointment of Executive Director Kara Kopach as Secretary and Accounting Manager Jennifer Lepore as Treasurer. The By-Laws also provide for the appointment of one or more Assistant Secretaries. Specifically, the By-Laws state that the Authority may by resolution appoint one or more Assistant Secretaries and provide them with the power to perform any and all duties as Secretary, by request of the Secretary or if he or she is absent or disabled. At the Authority’s September 21, 2022 meeting, the Board approved the appointment of Administrative Manager Regina McGrade and Director of Legal Affairs Laura Drahushak as Assistant Secretaries. Therefore, Staff requests Board approval of the re-appointment of Kara Kopach as Secretary, Jennifer Lepore as Treasurer, and Regina McGrade and Laura Drahushak as Assistant Secretaries.

Staff is also seeking the Board to reaffirm the appointment of the NJEDA’s Senior Vice President of Business Support, Fred Cole as Ethics Liaison Officer and the NJEDA’s Senior Legal Affairs Officer, Marcus Saldutti as OPRA Records Custodian.

In addition, attached is a proposed schedule of the monthly Board meetings for October 2023 – September 2024.

Therefore, I am seeking your approval for the following actions: 1) Re-Appointment of Vice-Chairperson, 2) Re-Appointment of the Secretary and the Treasurer, 3) Re-Appointment of Assistant Secretaries, 4) the re-appointment of OPRA Records Custodian and Ethics Liaison Officer, and 5) the proposed monthly Board meeting schedule.



Kara Kopach

Attachment: 2023-2024 Board Meeting Calendar



FORT MONMOUTH ECONOMIC REVITALIZATION AUTHORITY

2023-2024 Board Meeting Calendar

DATE	TIME	
Wednesday, October 18, 2023	5:00 PM	502 Brewer Avenue, Oceanport, NJ 07757 Dial In: 888-431-3598 / Access Code: 1123026
Wednesday, November 15, 2023	5:00 PM	502 Brewer Avenue, Oceanport, NJ 07757 Dial In: 888-431-3598 / Access Code: 1123026
Wednesday, December 20, 2023	5:00 PM	502 Brewer Avenue, Oceanport, NJ 07757 Dial In: 888-431-3598 / Access Code: 1123026
Wednesday, January 17, 2024	5:00 PM	502 Brewer Avenue, Oceanport, NJ 07757 Dial In: 888-431-3598 / Access Code: 1123026
Wednesday, February 21, 2024	5:00 PM	502 Brewer Avenue, Oceanport, NJ 07757 Dial In: 888-431-3598 / Access Code: 1123026
Wednesday, March 20, 2024	5:00 PM	502 Brewer Avenue, Oceanport, NJ 07757 Dial In: 888-431-3598 / Access Code: 1123026
Wednesday, April 17, 2024	5:00 PM	502 Brewer Avenue, Oceanport, NJ 07757 Dial In: 888-431-3598 / Access Code: 1123026
Wednesday, May 15, 2024	5:00 PM	502 Brewer Avenue, Oceanport, NJ 07757 Dial In: 888-431-3598 / Access Code: 1123026
Wednesday, June 19, 2024	5:00 PM	502 Brewer Avenue, Oceanport, NJ 07757 Dial In: 888-431-3598 / Access Code: 1123026
Wednesday, July 17, 2024	5:00 PM	502 Brewer Avenue, Oceanport, NJ 07757 Dial In: 888-431-3598 / Access Code: 1123026
Wednesday, August 21, 2024	5:00 PM	502 Brewer Avenue, Oceanport, NJ 07757 Dial In: 888-431-3598 / Access Code: 1123026
Wednesday, September 18, 2024	5:00 PM	502 Brewer Avenue, Oceanport, NJ 07757 Dial In: 888-431-3598 / Access Code: 1123026

Please note that all meeting dates, times and locations are subject to change. New dates, times and locations will be posted accordingly.



ADOPTED
September 20, 2023

**Resolution Regarding
Staff Advisory Committee Membership Criteria**

WHEREAS, the Authority has established four staff advisory committees: Environmental, Historical Preservation, Housing and Veterans; and

WHEREAS, these Committees (“Staff Advisory Committees” or “SACs”) were established to assist FMERA, by providing advice to FMERA staff on how best to move Fort Monmouth’s redevelopment effort forward within the context of their area of expertise; and

WHEREAS, the SACs provide important insight and information for the benefit of the staff as it manages the issues associated with the redevelopment of the Fort property; and

WHEREAS, each SAC is chaired by a FMERA board member; and

WHEREAS, FMERA staff developed SAC membership criteria in 2012, which helped to standardize and focus experience and expertise requirements for prospective SAC members; and

WHEREAS, the objective is to ensure that FMERA has a knowledgeable and balanced SAC membership, capable of providing timely and sound advice to FMERA regarding the subject matter of the Committee.

THEREFORE, BE IT RESOLVED THAT:

1. For the reasons expressed in the attached Board memorandum, the Authority reaffirms the Staff Advisory Committee membership criteria attached to the Board memorandum, selects the identified committee chairs, and authorizes the FMERA Executive Director and the SAC Chairs to fill the membership of each Committee accordingly, which membership shall be at the pleasure of the Board.

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

ATTACHMENT

Dated: September 20, 2023

EXHIBIT 2

MEMORANDUM

TO: Members of the Board

FROM: Kara Kopach
Executive Director

DATE: September 20, 2023

SUBJECT: Staff Advisory Committee Membership Criteria

Request

The Fort Monmouth Economic Revitalization Authority (“FMERA”) staff is asking that the Board reaffirm the Staff Advisory Committee (“SAC”) membership criteria and authorize FMERA’s Executive Director to work with the SAC Chairs to fill or reappoint the membership of each committee accordingly.

Background

The four (4) Staff Advisory Committees are Environmental, Housing, Veterans, and Historical Preservation. The SACs were established to assist FMERA by providing advice to the FMERA staff. The Committees are charged with making recommendations to staff on how best to move Fort Monmouth’s redevelopment effort forward within the context of their area of expertise. Each SAC is chaired by a FMERA Board member and is made up of selected members of the community impacted by the closing of Fort Monmouth. Meetings are scheduled by the FMERA staff in consultation with the SAC Chairs, the frequency and timing of which is to be determined based on specific issues confronting the staff in each of the subject areas.

In 2012 FMERA staff developed SAC membership criteria, which helped to standardize and focus experience and expertise requirements for prospective SAC members. The objective is to ensure that FMERA has a knowledgeable and balanced SAC membership, capable of providing timely and sound advice to the FMERA staff regarding the subject matter of the committee. It is important that subject matter experts and parties involved in various segments of the community and marketplace participate in the committees to give FMERA staff access to current and creative thinking in each of the SAC subject matter areas.

Recommendation

In summary, the FMERA staff is asking that the Board reaffirm the Staff Advisory Committee membership criteria and authorize FMERA’s Executive Director to work with the SAC Chairs to fill or reappoint the membership of each committee accordingly.



Kara Kopach

Prepared by: Regina McGrade

Resolution Regarding the
Approval of Award of Property & Facilities Maintenance Services

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, FMERA issued a Request for Proposals (“RFP”) for Property & Facilities Maintenance Services on June 9, 2023 to solicit Technical Proposals and Fee Proposals from qualified firms interested in performing Property & Facilities Maintenance Services to procure and manage subcontractors or utilize in-house staff to perform routine tasks to facilitate the conveyance of Fort Monmouth property to interested purchasers; and

WHEREAS, proposals were due on August 8, 2023 and three compliant proposals were received; from Chenega Healthcare Services, LLC, The Oak Group and G. Builders, LLC; and

WHEREAS, the three technical proposals were distributed to the Evaluation Committee, which consisted of three New Jersey Economic Development Authority employees, all of which are assigned to the FMERA Office. The technical proposals were scored independently by each of the evaluators and were evaluated based upon relevant experience and management approach and other criteria established in the RFP; and

WHEREAS, the Evaluation Committee met to review the scoring of the technical proposals and the fee proposals were reviewed by FMERA’s Accounting Manager and the RFP Coordinator; and

WHEREAS, the final scores, inclusive of the technical evaluation and the fee schedule, ranged from a high of 341 points to a low of 26 points with Chenega Healthcare Services, LLC (“Chenega”) scoring 341, The Oak Group scoring 243, and G. Builders, LLC scoring 26; and

WHEREAS, FMERA staff determined that Chenega’s proposal to be the most favorable to the Authority, based on price, Chenega’s experience in buildings operations, facilities maintenance, the qualifications of managing a closed military base, the management of contractors and subcontractors, and other factors as described in the RFP; and

WHEREAS, the Board's approval is for the amount of the fully loaded monthly fee and annual escalation rate as set forth in the fee schedule. Any additional work necessary that requires subcontractors and subconsultants shall be obtained under the existing contracting delegated authority; and

WHEREAS, FMERA staff recommends that the Board approve the selection of Chenega Healthcare Services, LLC’s as FMERA’s Property & Facilities Maintenance Services Firm for an initial term of twelve (12) months commencing with the date of appointment. The Authority reserves the right to extend the term of the engagement for up to an additional four (4), twelve (12) month terms. At the time of the extension, the Authority may, at its sole discretion, elect not to extend the contract; and

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

THEREFORE, BE IT RESOLVED THAT:

1. The Board approves the selection of Chenega Healthcare Services, LLC as FMERA’s Property & Maintenance Services for an initial term of twelve (12) months commencing with the date of appointment pursuant to a Request of Proposals.

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

Attachment

Dated: September 20, 2023

EXHIBIT 3

MEMORANDUM

TO: Members of the Board

FROM: Kara Kopach
Executive Director

RE: Selection of Property & Facilities Maintenance Services

DATE: September 20, 2023

Summary

I am requesting that the Board approve the selection of a Property & Facilities Maintenance Services Firm pursuant to a Request for Proposals (“RFP”) for Property & Facilities Maintenance Services.

Background

Governor Christie signed P.L. 2010 c. 51 on August 17, 2010 to create the Fort Monmouth Economic Revitalization Authority (“FMERA” or the “Authority”). The economies, environment, and quality of life of the host municipalities, Monmouth County, and the State will benefit from the efficient, coordinated, and comprehensive redevelopment and revitalization of Fort Monmouth.

FMERA issued a Request for Proposals (“RFP”) on June 9, 2023, for Property & Facilities Maintenance Services to solicit Technical Proposals and Fee Proposals from qualified Firms interested in performing property and facility maintenance services. FMERA issued RFP Addendum #1 on June 29, 2023, Addendum #2 on July 19, 2023, Addendum #3 on July 27, 2023. The property maintenance services shall utilize in-house staff and subcontractors to perform routine tasks as well as other tasks as determined by FMERA to be needed during the term of the contract including procurement and management of subcontractors and/or subconsultants. The services will be performed for various properties and facilities owned, operated, leased and/or managed by the Authority. The proposals were due on August 8, 2023, and three proposals were received.

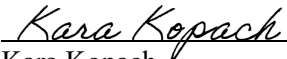
The three technical proposals were distributed to the Evaluation Committee, which consisted of three (3) New Jersey Economic Development Authority employees, all of which are assigned to the FMERA Office. The technical proposals were scored independently by each of the evaluators and were evaluated based upon relevant experience and management approach and other criteria established in the RFP. The fee proposals were reviewed by FMERA’s Accounting Manager and the RFP Coordinator. The final scores, inclusive of the technical evaluation and the fee schedule, ranged from a high of 341 points to a low of 26 points with Chenega Healthcare Services, LLC (“Chenega”) scoring 341, The Oak Group scoring 243, and G. Builders, LLC scoring 26. As such, FMERA staff determined that Chenega’s proposal to be the most favorable to the Authority, based on price, Chenega’s experience in buildings operations, facilities maintenance, the qualifications of managing a closed military base, the management of contractors and subcontractors, and other factors as described in the RFP.

The Board's approval is for the amount of the fully loaded monthly fee and annual escalation rate as set forth in the attached fee schedule. Any additional work necessary that requires subcontractors and subconsultants shall be obtained under the existing contracting delegated authority.

FMERA staff recommends that the Board approve the selection of Chenega Healthcare Services, LLC's as FMERA's Property & Facilities Maintenance Services Firm for an initial term of twelve (12) months commencing with the date of appointment. The Authority reserves the right to extend the term of the engagement for up to an additional four (4), twelve (12) month terms. At the time of the extension, the Authority may, at its sole discretion, elect not to extend the contract. The Real Estate Committee has reviewed the request and recommends it to the Board for approval.

Recommendation

In summary, I am requesting that the Board approve the selection of Chenega Healthcare Services, LLCs for Property & Facilities Maintenance Services for an initial term of twelve (12) months commencing with the date of appointment pursuant to a Request of Proposals.


Kara Kopach

Attachment: Property & Facilities Maintenance Services Scoresheet
Fee Schedule

Prepared by: Regina McGrade

Name	Score
Chenaga Healthcare Services	341
The Oak Group	243
G. Builders, LLC	26

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, the site containing Buildings 550 & 551 may be utilized for future public parking. Under the terms of the June 2022 Memorandum of Understanding (“MOU”), Colliers Engineering and Design (“Colliers”) has prepared a scope of work for the abatement and demolition of Building 886, Building 555, and the completion of scopes of work for Buildings 550 and 551 (“Project Sites”), are forthcoming; 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 Sites 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, at its March meeting the FMERA Board approved an 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. The MOU was executed on May 12, 2023; and

WHEREAS, at its June meeting, the FMERA Board approved an MOU with Oceanport for the Borough's engineering to oversee the public bidding for the demolition and remediation of Building 555, one of the three identified Project Sites. The MOU was executed on July 31, 2023; and

WHEREAS, on August 21, 2023, FMERA received the demolition plans for the Project Site, as defined in the attached MOU, containing Buildings 550 & 551 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 Buildings 550 & 551; 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 Four Hundred and Seventy Thousand Four Hundred and Twenty (\$470,420.00) 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 \$470,420.00, the Borough is required to notify FMERA that additional Project Funds are required. Any increase in costs beyond this amount plus the 10% delegated authority to the Executive Director for unforeseen costs 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 Buildings 550 and 551 and (2) 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: September 20, 2023

EXHIBIT 4

MEMORANDUM

TO: Members of the Board

FROM: Kara Kopach
Executive Director

RE: Approval of the Interagency Agreement between FMERA and the Borough of Oceanport to contract for civil and environmental engineering services

DATE: September 20, 2023

Request

I am requesting that the Board (1) approve 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 Buildings 550 and 551, which is located in the Oceanport section of Fort Monmouth (the “Project”), and (2) the 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.

Background

Buildings 550, 551, 555 and 886, which are located on the Main Post of Fort Monmouth, are in locations targeted for utility and infrastructure improvements and/or blight removal. All four buildings are outdated and not suitable for future use. Under its current agreement with Jersey Center Power & Light for buildout of a new substation, FMERA is obligated to demolish Building 886. The site containing Building 555 may be utilized for an expansion and dedication of Brewer Lane, while the site containing Buildings 550 and 551 may be used for future public parking. Buildings 550 and 551, and 555 are located near current and future development. Under the terms of the June 2022 Memorandum of Understanding (“MOU”), referenced below, Colliers Engineering and Design (“Colliers”) has prepared a scope of work for the abatement and demolition of Building 886, Building 555, and Buildings 550 and 551.

Civil & Environmental Engineering Services MOU

At its June 2022 meeting, the Board approved a Memorandum of Understanding 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.

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 (3) 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 Sites either together or separately.

Draft plans were to be provided within sixty (60) 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 is expected to be greater than \$19,000, the Borough is 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.

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.

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.

Amended MOU

Upon the Borough 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.

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.

MOU for Abatement, Demolition, and Project Management for Building 886

At its March meeting the FMERA Board approved an 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. The MOU was executed on May 12, 2023.

MOU for Abatement, Demolition, and Project Management for Building 555

At its June meeting, the FMERA Board approved an MOU with Oceanport for the Borough's engineering to oversee the public bidding for the demolition and remediation of Building 555, one of the three identified Project Sites. The MOU was executed on July 31, 2023.

MOU for Abatement, Demolition, and Project Management for Buildings 550 & 551

On August 21, 2023, FMERA received the demolition plans for the Project Site, as defined in the attached MOU, containing Buildings 550 & 551 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 Buildings 550 & 551.

The purpose of the "Project" consists of the retention of the Borough's engineer, Colliers, for the abatement and demolition of Buildings 550 & 551 located on the Project Site. Colliers' services shall include: bidding services for abatement and demolition contracts and the oversight of the following tasks: removal of all asbestos containing materials (both friable and non-friable materials) from the interior and exterior sections of Buildings 550 and 551, asbestos abatement monitoring and reporting, post asbestos abatement review and the issuance of a final report, the collection, packaging, labeling, and disposal of universal wastes and other hazardous materials found at

Building 550 and 551 to identified waste management facilities, potential removal of an underground storage tank, proper termination/abandonment (cut and capping)/deenergizing of existing utilities prior to commencement of demolition activities, all demolition work and the final restoration (i.e. grading, top soiling, and seeding) of the Project site. Colliers shall conduct a public bidding process for abatement and demolition services.

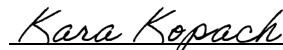
Starting a month after selection of the bidder, Colliers shall prepare and submit weekly summary reporting the status of the Project. The goal of this Project is to facilitate a competitive bidding process for the selection a qualified subcontractor to commence and successfully complete the Project in the most cost-effective manner possible, with oversight from Colliers.

The cost for the Project is estimated to be Four Hundred and Seventy Thousand Four Hundred and Twenty (\$470,420.00) 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 \$470,420.00, the Borough is required to notify FMERA that additional Project Funds are required. Any increase in costs beyond this amount plus the 10% delegated authority to the Executive Director for unforeseen costs is subject to FMERA's Board approval.

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 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.

Recommendation

In summary, I am requesting that the Board (1) approve 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 Buildings 550 and 551 and (2) 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.



Kara Kopach

Attachment: Memorandum of Understanding
Prepared by: Regina McGrade

Resolution Regarding
Second Amendment to the Purchase and Sale & Redevelopment Agreement with Netflix, Inc. for the
Mega Parcel in Eatontown and Oceanport

WHEREAS, on January 13, 2023, FMERA and Netflix executed a PSARA for the Mega Parcel (the “Property”) an approximately 292± acre parcel) of land containing former residential, administrative and R&D buildings, warehouses, workshops and additional general-purpose facilities in the Boroughs of Eatontown and Oceanport, within the Main Post section of Fort Monmouth. The Mega Parcel is conveniently located adjacent to State Route 35, providing easy access to the Garden State Parkway, Route 18, NJ Transit Bus Lines & adjacent to County Route 11 (Oceanport Avenue), which provides direct access to the Little Silver NJ Transit Train Station. The westernmost 51.1 acres of the Mega Parcel lie within the Phase 1 area of Fort Monmouth, which requires profit sharing with the U.S. Department of the Army. The remaining Mega Parcel acreage lies within the Phase 2 area of Fort Monmouth; and

WHEREAS, pursuant to the terms of the PSARA, Netflix will pay Forty-Seven Million Dollars for the Mega Parcel. Additionally, Netflix has agreed to pay a utility contribution of Five Million Dollars, and the FMERA office relocation fee of Three Million Dollars. The Total Amount due at Closing shall be Fifty-Five Million Dollars, subject to any adjustment relative to the Environmental Carve-Out Holdback. Netflix’s total Capital Investment is estimated at Eight Hundred and Forty-Eight Million Dollars which shall be allocated between Phase 1 representing Eight Hundred Six Million Dollars of investment and Phase 2 representing Forty-Two Million Dollars of investment in furtherance of the Redevelopment Project; and

WHEREAS, the Due Diligence Period will run for ninety days from the PSARA execution date and may be extended under the Executive Director’s delegated authority for two additional thirty day periods to complete the due diligence tests, inspections, and reviews; and

WHEREAS,; on April 25, 2023, during Purchaser’s First Due Diligence Extension Period, Purchaser sent a letter citing the complex nature of the Property and requesting: 1) permission to exercise the second thirty day Due Diligence Extension Period until June 14, 2023; 2) an additional forty-five day extension of the Due Diligence Period from June 14, 2023 until July 31, 2023, and 3) a further forty-five day extension of the Due Diligence Period from July 31, 2023 until September 14, 2023 under the Executive Director’s delegated authority. FMERA granted the request for the Second Due Diligence Period Extension on April 28, 2023, and the FMERA Board approved the request for a Third and Fourth Due Diligence Extension Period on June 6, 2023; and

WHEREAS, on August 28, 2023, Purchaser contacted FMERA to discuss its on-going negotiations with Monmouth County regarding the vacation of Wilson Avenue and the conveyance of Malterer Avenue (“Wilson Avenue Agreement”), as further described in Section 47(p)(ii) of the PSARA. While Purchaser has been making good faith efforts to finalize the terms of the Wilson Avenue Agreement, Purchaser indicated that it did not anticipate finalizing the agreement prior to the expiration of the Fourth Due Diligence Extension Period, set to expire on September 14, 2023. and

WHEREAS, as Purchaser has further developed its concept plan in preparation for the adoption of Reuse Plan Amendment #20, the vacation of Wilson Avenue has become a critical component of studio operations and for maximizing the site’s highest and best use for the Project. As such, Purchaser has requested the right to terminate the Agreement and receive a refund of the Second Deposit should FMERA, Netflix and Monmouth County be unable to mutually agree upon the terms of the Wilson Avenue Agreement prior to the first day of the Approval Period and that such request be formalized in a Second Amendment to the PSARA. Purchaser’s right to terminate the PSARA and receive the Second Deposit back shall be limited to those terms expressly set forth therein; and

WHEREAS, as Purchaser has been progressing in good faith and anticipates progressing beyond the Due Diligence Period and finalizing its concept plan for the Project, staff recommends approval of the Second Amendment which shall make the Second Deposit refundable should Purchaser not have executed the Wilson Avenue Agreement, in a form and substance reasonably acceptable to Purchaser, prior to the first day of the Approval Period; and

WHEREAS, the attached Second Amendment to the PSARA between FMERA and Netflix is in substantially final form. The final terms of the Second Amendment to the PSARA are subject to the approval of FMERA's Executive Director, Netflix, Inc. 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 the Second Amendment to the Purchase and Sale & Redevelopment Agreement with Netflix, Inc. for the Mega Parcel in Eatontown and 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 Amendment.

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

Attachment

Dated: September 20, 2023

EXHIBIT 5

MEMORANDUM

TO: Members of the Board

FROM: Kara Kopach
Executive Director

RE: Second Amendment to the Purchase and Sale & Redevelopment Agreement with Netflix, Inc. for the Mega Parcel in Eatontown and Oceanport.

DATE: September 20, 2023

Request

I am requesting that the Board approve the execution of the Second Amendment to the Purchase and Sale & Redevelopment Agreement (“PSARA”) with Netflix, Inc. (“Netflix” or “Purchaser”) for the Mega Parcel Property in Eatontown and Oceanport.

Background

On January 13, 2023 FMERA and Netflix executed a PSARA for the Mega Parcel (the “Property”), an approximately 292± acre parcel of land containing former residential, administrative and R&D buildings, warehouses, workshops and additional general-purpose facilities in the Boroughs of Eatontown and Oceanport, within the Main Post section of Fort Monmouth. The Mega Parcel is conveniently located adjacent to State Route 35, providing easy access to the Garden State Parkway, Route 18, NJ Transit Bus Lines & adjacent to County Route 11 (Oceanport Avenue), which provides direct access to the Little Silver NJ Transit Train Station. The westernmost 51.1 acres of the Property lie within the Phase 1 area of Fort Monmouth, which requires profit sharing with the U.S. Department of the Army. The remaining Mega Parcel acreage lies within the Phase 2 area of Fort Monmouth.

Purchase and Sale & Redevelopment Agreement

Pursuant to the terms of the PSARA, Netflix will pay Forty-Seven Million (\$47,000,000) Dollars for the Mega Parcel. Additionally, Purchaser has agreed to pay a utility contribution of Five Million (\$5,000,000.00) Dollars, and the FMERA office relocation fee of Three Million (\$3,000,000.00) Dollars. The Total Amount due at Closing shall be Fifty-Five Million (\$55,000,000.00) Dollars, subject to any adjustment relative to the Environmental Carve-Out Holdback, as further described below. The Purchaser’s total Capital Investment is estimated at Eight Hundred and Forty-Eight Million (\$848,000,000) Dollars which shall be allocated between Phase 1 representing Eight Hundred Six Million (\$806,000,000) Dollars of investment and Phase 2 representing Forty-Two Million (\$42,000,000) Dollars of investment in furtherance of the Redevelopment Project.

The Due Diligence Period will run for ninety (90) days from the PSARA execution date and may be extended under the Executive Director’s delegated authority for two (2) additional thirty (30) day periods to complete the due diligence tests, inspections, and reviews.

With respect to the Environmental Carve-Out Parcels, Purchaser and Seller agreed to deposit Two Million Four Hundred Thirty Three Thousand Seven Hundred One Dollars and Ninety-Nine Cents (\$2,433,701.99) of the Purchase Price (“Environmental Carve-Out Holdback”) in escrow at Closing, to be held and disbursed in accordance with the terms of an Environmental Carve-Out Escrow Agreement (provided that if and to the extent one or more Environmental Carve-Out Parcels are included in the Property conveyed by Seller to Purchaser at the

Initial Closing, this amount shall be reduced by the amount(s) allocated to such Environmental Carve-Out Parcels and such amount(s) shall be added to the balance of the Purchase Price to be paid by Purchaser at the Initial Closing). Purchaser shall have a separate period of thirty (30) days (“ECP Confirmation Period”) following the date that FMERA receives title to each Environmental Carve-Out Parcel from the Army. This ECP Confirmation Period shall be for the sole and express purpose of confirming any FOST or Final Remediation Document issued with respect to each such Environmental Carve-Out Parcel and shall commence the Subsequent Closing(s) within forty-five (45) days of FMERA’s receipt of title. Purchaser shall have the option, subject to Army and FMERA approval, to close title to one or more of the Environmental Carve-Out Parcels at any time earlier than the Subsequent Closing date, provided that (1) Purchaser waives the requirement of a FOST issuance by the Army prior to such accelerated Subsequent Closing, (2) Purchaser shall be deemed to have waived its ECP Confirmation Period with respect to the Environmental Carve-Out Parcel which is the subject of such accelerated Subsequent Closing, (3) FMERA shall not be obligated to assume any environmental liability in connection with any such accelerated Subsequent Closing, (4) the conveyance of title to such Environmental Carve-Out Parcel from FMERA to Purchaser shall occur on the same date, and immediately after, FMERA acquires title to such Environmental Carve-Out Parcel from the Army, and (5) the Parties execute a mutually acceptable agreement or other documentation setting forth the Parties’ conditions and obligations with respect to the accelerated Subsequent Closing and the applicable Environmental Carve-Out Parcel(s) following the date of such accelerated Subsequent Closing. Purchaser acknowledges that the Subsequent Closings are not options, but that Purchaser is obligated to consummate each and every one of the Subsequent Closings thereby taking title to each Environmental Carve-Out Parcel.

Purchaser will apply for and diligently pursue the required approvals for the Project. The Approval Period shall be thirty-six (36) months and shall commence upon the later of i) the expiration of the Due Diligence Periods, or ii) the date that the Seller delivers to Purchaser a final non-appealable Reuse Plan Amendment, provided that if the Purchaser fails to deliver a final Conceptual Site Plan within forty-five (45) days of the expiration of the Due Diligence Period, then the commencement of the Approval Period shall be the date the Reuse Plan Amendment would have been delivered had the Purchaser timely deliver the Final Conceptual Site Plan. The Purchaser may request extension(s) of the original Approval Period, under the Executive Director’s delegated authority, for two (2) additional three (3) month period(s) which shall be granted if the Seller determines that the Purchaser is diligently and in good faith pursuing All Approvals.

Closing shall occur no later than ninety (90) days after satisfaction of all conditions precedent to closing, including but not limited to: i) confirmation by both Parties that all conditions precedent to closing have been satisfied; ii) approval of the Purchaser as redeveloper of the property by the NJEDA Board; iii) Purchaser’s completion of Due Diligence (except with respect to the Environmental Carve-Out Parcels); iv) the receipt of all Approvals within the timeframes set forth in the PSARA; v) JCP&L shall have fulfilled its obligations under its agreement with FMERA with respect to the delivery of the substation and distribution lines to the Property intended to service the Project with a minimum of 10MV of power; vi) a written agreement with JCP&L, acceptable to JCP&L and the Purchaser, for up to an additional 33 MV of power; vii) Seller having performed all covenants, agreements and conditions required by the Agreement; viii) Seller shall have satisfied all conditions relating to the conveyance of fee simple marketable title insurable at regular rates (except with respect to the Environmental Carve-Out Parcels); and ix) Seller shall have approved and delivered a Reuse Plan Amendment for the Property. In the event that JCP&L cannot accommodate the required electric loads for the Project and/or fails to consummate an agreement with Purchaser to provide the required power despite diligent, good faith efforts by the Purchaser in accordance with the timelines set forth in Section 47(q) of the PSARA, Purchaser shall have the right to terminate this agreement and receive a refund of its full Deposit regardless of whether or not the Due Diligence and Approval Period(s) have expired.

The Project shall consist of a sustainable and integrated film studio campus which shall be completed in Phases. Phase 1 shall include the construction of twelve (12) soundstages that will range in size from 15,000 square feet to 40,000 square feet each with a maximum interior clear height of 50 feet and a maximum exterior height of 70 feet (the soundstages shall have, in the aggregate, a minimum buildout of 180,000 square feet and a maximum buildout of 480,000 square feet), including associated improvements and uses customary and incidental to the

principal film use. The Phase 1 improvements may additionally include, but are not limited to, mill space, production support buildings, office buildings, production services buildings, commissary/cafeteria, basecamp with trailer parking, a helipad, designated space for large temporary or permanent exterior sets (i.e. backlots), swim tank(s) for film production, ancillary surface and/or structured parking, consumer experience centers and/or attractions, retail components (including food and beverage facilities), a theater, a visitor center and/or a hotel, wind or small solar systems, and rooftop solar. As part of Phase 1, Purchaser may renovate and/or reuse one or more existing buildings located on the Property for its proposed use, which may include the FMERA offices (Building 502), Mallette Hall (Buildings 1206-1207), McAfee Building (Building 600) and Expo Theater (Building 1215).

Phase 2 of the Project shall consist of the development of additional production support space for the film studio campus, such as basecamps and backlots. The Phase 2 improvements may additionally include, but are not limited to, sound stages, mill space, production support buildings, office buildings, production services buildings, commissary/cafeteria, swim tank(s) for film production, ancillary surface and/or structured parking, consumer experience centers and/or attractions, retail components (including food and beverage facilities), a theater, a visitor center and/or a hotel, wind or small solar systems, and rooftop solar. Purchaser may renovate and/or reuse one or more existing buildings located on the Property for its proposed use, which may include Vail Hall Buildings (Buildings 1150-1152), Artist Barracks (Buildings 1102-1107), as well as Buildings 276, 277, 279, 280, 281 and 482 in the 400 Area, which shall at minimum cover at least fifty-one (51%) percent of the Developable Acreage within the Phase 2 area of the Project.

Additionally, within two (2) years of Closing and as part of the Project, the Purchaser shall be obligated to: (a) as part of both Phase 1 and Phase 2, , demolish all existing buildings on the Property it has not identified for reuse, provided that for buildings located on Environmental Carve-Out Parcels, the date shall be two (2) years from the subsequent closing for the relevant Environmental Carve-Out Parcel; (b) as part of Phase 1, preserve Greely Field and Cowan Park as deed-restricted publicly accessible open space at the Initial Closing, preserve, repair, and maintain the World War II memorial located in Greely Field and the flagpole & plaque located in Cowan Park, which shall not be disturbed, (c) as part of Phase 1 and Phase 2, construct/improve the trail system applicable to each such Phase, and (d) as part of Phase 1 and Phase 2, construct/improve the sidewalk applicable to each such Phase.

Purchaser shall Complete Construction of Phase 1 of the Project no later than forty-eight (48) months from the date of the Initial Closing. Seller may extend the date for Completion of Construction of Phase 1 for two (2) additional periods of six (6) months each, under the Executive Director's delegated authority, provided Purchaser is diligently and in good faith pursuing the Completion of Construction of Phase 1. Purchaser shall Complete Construction of Phase 2 of the Project no later than eighty-four (84) months from date of the Initial Closing. Seller may extend the date for Completion of Construction of Phase 2 for two (2) additional periods of six (6) months each under the Executive Director's delegated authority, provided Purchaser is diligently and in good faith pursuing the Completion of Construction of Phase 2.

As described in the PSARA, the total New Jersey employment attributable to Purchaser's construction investment at the Project will reach a maximum of Three Thousand Five Hundred and Twenty-Eight (3,528) full-time equivalent jobs. Purchaser represents that thereafter, the total New Jersey employment attributable to Purchaser's production investment at the Property will be a total of One Thousand Four Hundred and Seven (1,407) jobs within twenty-four (24) months of the issuance of the Certificate of Completion of Phase 1 of the Project and an additional total of One Hundred and Twenty-Eight (128) jobs within twelve (12) months of the issuance of the Certificate of Completion of Phase 2 of the Project. Purchaser shall pay a penalty of \$1,500 for each job not created within the timelines set forth in the PSARA.

First Amendment to the PSARA

On April 25, 2023, during Purchaser's First Due Diligence Extension Period, Purchaser sent a letter citing the complex nature of the Property and requesting: 1) permission to exercise the second thirty (30) day Due Diligence Extension Period until June 14, 2023 (the "Second Due Diligence Extension Period"); 2) an additional forty-five

(45) day extension of the Due Diligence Period from June 14, 2023 until July 31, 2023 (the “Third Due Diligence Extension Period”), and 3) a further forty-five (45) day extension of the Due Diligence Period from July 31, 2023 until September 14, 2023 (the “Fourth Due Diligence Extension Period”) under the Executive Director’s delegated authority. FMERA granted the request for the Second Due Diligence Period Extension on April 28, 2023 and the FMERA Board approved the request for a Third and Fourth Due Diligence Extension Period on June 6, 2023.

Second Amendment to the PSARA

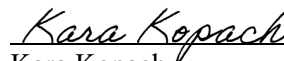
On August 28, 2023, Purchaser contacted FMERA to discuss its on-going negotiations with Monmouth County regarding the vacation of Wilson Avenue and the conveyance of Malterer Avenue (“Wilson Avenue Agreement”), as further described in Section 47(p)(ii) of the PSARA. While Purchaser has been making good faith efforts to finalize the terms of the Wilson Avenue Agreement, Purchaser indicated that it did not anticipate finalizing the agreement prior to the expiration of the Fourth Due Diligence Extension Period, set to expire on September 14, 2023. As Purchaser has further developed its concept plan in preparation for the adoption of Reuse Plan Amendment #20, the vacation of Wilson Avenue has become a critical component of studio operations and for maximizing the site’s highest and best use for the Project. As such, Purchaser has requested the right to terminate the Agreement and receive a refund of the Second Deposit should FMERA, Netflix and Monmouth County be unable to mutually agree upon the terms of the Wilson Avenue Agreement prior to the first day of the Approval Period and that such request be formalized in a Second Amendment to the PSARA. Purchaser’s right to terminate the PSARA and receive the Second Deposit back shall be limited to those terms expressly set forth therein.

As Purchaser has been progressing in good faith and anticipates progressing beyond the Due Diligence Period and finalizing its concept plan for the Project, staff recommends approval of the Second Amendment which shall make the Second Deposit refundable should Purchaser not have executed the Wilson Avenue Agreement, in a form and substance reasonably acceptable to Purchaser, prior to the first day of the Approval Period.

The attached Second Amendment to the PSARA between FMERA and Netflix is in substantially final form. The final terms of the Second Amendment to the PSARA are subject to the approval of FMERA’s Executive Director, Netflix, Inc. 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.

Recommendation

In summary, I am requesting that the Board approve the execution of the Second Amendment to the Purchase and Sale & Redevelopment Agreement with Netflix, Inc. for the Mega Parcel in Eatontown and Oceanport.



Kara Kopach

Attachments: Second Amendment to the PSARA
Prepared by: Sarah Giberson