

**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 – December 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**
9. **Committee Reports**
  - Audit Committee – Anthony Talerico, Jr., Chairman
  - Real Estate Committee – McKenzie Wilson, Chairwoman
  - Environmental Staff Advisory Committee – Elizabeth Dragon, Chairwoman
  - Historical Preservation Staff Advisory Committee – Jay Coffey, Chairman
  - Housing Staff Advisory Committee – Vacant, Chairperson
  - Veterans Staff Advisory Committee – Lillian Burry, Chairwoman
10. **Board Actions**
  1. Consideration of Approval of FMERA’s Draft 2024 Budget.
  2. Consideration of Approval of Selection of Independent Auditing Services.
  3. Consideration of Approval of the First Amendment to the Purchase and Sale Agreement & Redevelopment Agreement with Pinebrook Commerce Center LLC for the Pinebrook Road Commerce Center (former Fabrication Shops).
  4. Consideration of Approval of the Fifth Amendment to the Purchase and Sale Agreement & Redevelopment Agreement with RPM Development, LLC for the Nurses Quarters in Oceanport.
11. **Other Items**
12. **Public Comment Regarding any FMERA Business**
13. **Adjournment**



**MEMORANDUM**

**To:** Members of the Board

**From:** Kara Kopach  
Executive Director

**Date:** December 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 FMERA Budget**

FMERA staff presented the 2024 FMERA Budget to the Audit Committee at their December 14<sup>th</sup> meeting. Based on their review, the Audit Committee recommended that the 2024 FMERA Budget be submitted to the Board for approval at its December 20, 2023 meeting.

**2. Independent Auditing Services Request for Proposals**

The Audit Committee has completed the Independent Auditing Services selection process. The Committee's recommendation for appointment as the Authority's Independent Auditor will be brought to the Board for their consideration and approval at its December 20, 2023 meeting.

**Executive Director's Report**

**1. Update on Utilities and Infrastructure**

- The last few months have seen the conclusion of several sanitary infrastructure projects. The installation of the new East interceptor, force main, and pump station along Oceanport Avenue is complete. The installation of the new South interceptor along Oceanport Way is also complete, as is a new sanitary main on Malterer Avenue. The result of all this new sanitary infrastructure means the entirety of the Oceanport Borough portion of the Main Post has access to new and direct sanitary outfall to the Two Rivers Water Reclamation Authority system. Furthermore, FMERA is now working to decommissioning the eight remaining former army sanitary pump stations on the main post.
- In the Eatontown portion of the Fort, the installation of the sanitary main along Wilson Avenue is complete. The Wilson Avenue main provides sanitary outfall to the Eatontown Sewerage Authority system for the Monmouth County Motor Pool, Tech Campus B, the Eatontown Parks parcel, and Barracks parcel.
- The design for a new water lateral serving the 600 area, which includes the McAfee Center, is complete. A bid package is being prepared and expected to be out in early January.
- FMERA staff continues to work with JCP&L staff toward the construction of a new 22-megawatt electrical substation and 15KVA distribution system on the main post. This new infrastructure will replace the existing 4160V electrical system and make JCP&L the primary power provider for the Fort.

- FMERA continues to repair, replace, and maintain aged electrical infrastructure on the Fort pending the commissioning of the new substation and distribution system.
- FMERA, working with the Borough of Oceanport Engineer, completed the demolition of Building 886 in November 2023. The former Building 886 site will be used by JCP&L to construct a new electrical substation. As part of the same initiative, Building 555 is in the process of being demolished which will make way for improvements to Brewer Lane. FMERA anticipates demolition work at Building 555 to be completed by year end. FMERA is also working with the Borough of Oceanport to demolish Buildings 550 and 551, which is expected to be completed by the end of spring 2024.
- FMERA is moving forward with its plan to investigate and evaluate the current conditions of stormwater infrastructure located on the Main Post of Fort Monmouth. The project also involves identifying and recording necessary repairs and/or replacements to pipes, manholes, catch basins and outfall structures. The goal of the project is to convey ownership of stormwater infrastructure to the Boroughs of Eatontown and Oceanport once the stormwater infrastructure study is completed and all necessary repairs are made.

## 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 and medical offices.
- Oceanport Municipal Complex on August 16, 2017, where the Borough of Oceanport purchased the property for their new Oceanport Borough Hall, Police Department, Department of Public Works and Office of Emergency Management.
- 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.
- 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 200 weddings and events since opening.
- 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 in 2022, Baseline Social, a full-service state of the art bar and restaurant opened this summer and Mr. Green Tea, the specialty mochi and ice cream distributor is also open.
- 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, being 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, who has upgraded the existing Golf Course and renovated the historic Gibbs Hall. Martelli Signature Homes 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 property:

- Howard Commons, with Lennar Corporation for the construction of 275 Housing Units along Pinebrook Road, together with a retail component consisting of a maximum building square footage of 40,000 fronting on Hope Road and the paved and parking areas located within the property. Lennar has an obligation to provide twenty units of supportive housing on the property.

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 percent 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 7 parcels are under contract or have Board-approved contracts.

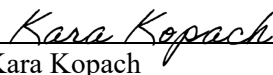
FMERA's redevelopment continues to move forward, with new homes, business, and amenities coming online on a rolling basis. In the Oceanport section of the Fort, Allison Hall is rehabilitating three structures on the site and has begun construction of its new facilities, new homes continue to populate the Parkers Creek development by Pulte, and Baseline Social is now open, offering dining and interactive experiences, like golf caves and live music, at the former Commissary. Mr. Green Tea, the specialty mochi and ice cream distributor is also open, alongside Baseline and Birdsmouth Brewery. In Eatontown, the historic rehabilitation and renovation of Gibbs Hall is now complete and construction of new housing on the course is on-going. Lennar's plans for the Howard Commons property have been reviewed by the Eatontown Planning Board and requests by the Borough are being addressed by the developer at this time. The Borough's park project, now permitted to include a splash pad, dog agility course, and more, is under Mandatory Conceptual Review with FMERA. In Tinton Falls, most of the Charles Wood area is already developed, with second generation projects underway, in addition to the planned construction of RWJBarnabas Health's medical campus. Monmouth County is currently undertaking due diligence for the acquisition of additional open space for their parks system.

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, FMERA staff received all public comments as of today, December 20<sup>th</sup>, regarding proposed Plan Amendment #20. FMERA staff will review all comments prior to introducing the final Plan Amendment to the Board for adoption. FMERA anticipates presenting Plan Amendment #20 to the Board in the first quarter of the new year.

FMERA is actively working to promote the services and opportunities now available at the Fort. Recently, FMERA collaborated with the Fort Athletic Club to establish a Fort Monmouth chamber, the Fort Owners Group (FOG). This new initiative is an opportunity to increase the visibility of new spaces and businesses and to encouraging partnership to enhance success and create community.

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. Our team will continue to provide updates to the public regarding on-going activities at the Fort that our stakeholders may participate in.

Please visit our website, [www.fortmonmouthnj.com](http://www.fortmonmouthnj.com) and follow us on Instagram at @fortmonmouthnj for our latest updates.

  
Kara Kopach

Prepared by: Regina McGrade

**Resolution Regarding  
Draft 2024 Budget**

**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 Draft 2024 Budget illustrates the Authority's progress in implementing the approved Phase 1 and Phase 2 Economic Development Conveyance (EDC) Agreements and embarking on the economic redevelopment of the former Fort property. This year's budget represents the projected 2024 financial activity under the approved Phase 1 and Phase 2 EDC Agreements; and

**WHEREAS**, the Draft 2024 Budget Summary illustrates the Budget based on the 2024 projected parcel sales to be sold with three parcels projected to be sold with net earnings from parcel sales. The Land Costs for the parcel sales include payments on the Working Capital Loan due to the NJ Economic Development Authority, the Direct Loan from the NJ Economic Development Authority, and payments due to the Army and the Homeless Fund under the terms of the EDC Agreement; and

**WHEREAS**, the Audit Committee has reviewed the draft 2024 Budget and recommends it to the Board for approval.

**THEREFORE, BE IT RESOLVED THAT:**

1. The Authority approves the draft 2024 Budget, as described in the attached memorandum.
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: December 20, 2023**

**EXHIBIT 1**

**MEMORANDUM**

**TO:** Members of the Board

**FROM:** Kara Kopach  
Executive Director

**SUBJECT:** Draft 2024 Budget

**DATE:** December 20, 2023

**Request**

I am requesting that the Board approve the Authority's Draft 2024 Budget.

**Background**

The Draft 2024 Budget is enclosed for your review and consideration. FMERA staff has collaborated in the development of a Budget which supports and enhances FMERA's Mission to *create an atmosphere in which employers will employ and investors will invest, to maximize the jobs created and the value of the property.* The Budget is also intended to expand the Authority's sources of funding while continuing to control costs and direct spending to maximize the benefits derived.

The Draft 2024 Budget illustrates the Authority's progress in implementing the approved Phase 1 and Phase 2 Economic Development Conveyance (EDC) Agreements and embarking on the economic redevelopment of the former Fort property. This year's budget represents the projected 2024 financial activity under the approved Phase 1 and Phase 2 EDC Agreements.

The Draft 2024 Budget Summary illustrates the Budget based on the 2024 projected parcel sales. Three parcels are projected to be sold for \$4,308,182. The projected Net Earnings from the parcel sales are \$1,404,313. The Land Costs for the parcel sales total \$2,903,869 and consist of \$54,890 in payments on the Working Capital Loan due to the New Jersey Economic Development Authority (EDA), \$726,613 in payments on the Direct Loan due to EDA, \$714,746 due to the Army and \$1,407,620 to the Homeless Fund under the terms of the EDC Agreement.

Operating income of \$45,000 represents the estimated amount due from EDA for the use and occupancy of FMERA's headquarters and the estimated amount received for Mandatory Conceptual Review application fees. Non-Operating Revenue of \$200,000 consists of miscellaneous revenue and interest from cash.

FMERA's 2024 proposed Budget's General and Administrative expenses of \$209,000, represents general office operating expenses and maintenance & utilities, and Direct Office expenses of \$1,478,625 represents the salary and fringe of FMERA staff. Program Costs of \$2,230,000 consist of professional services and carrying costs of the property. Carrying costs mainly consist of property maintenance, utilities and insurance. Interest expense on the Working Capital Loan of \$85,700 represents the estimated 2024 interest on the working capital loan from EDA. Interest Expense on the Direct Loan of \$310,00 represents the estimated 2024 interest on the Direct Loan from EDA.

The Authority's 2024 proposed Capital Budget calls for outlays totaling \$21,295,170, comprised of various infrastructure projects. Infrastructure Funds of \$21,600,000 consist of funds received through appropriations in the Fiscal Year 2024 State Budget and the reimbursement of infrastructure funds from developers. The Audit Committee has reviewed the request and recommends it to the Board for approval.

**Recommendation**

In summary I am requesting that the Board approve the Authority's Draft 2024 Budget.

*Kara Kopach*  
\_\_\_\_\_  
Kara Kopach

Prepared by: Jennifer Lepore

Draft



**Resolution Regarding the  
Approval of Award of Independent Auditing Services**

**WHEREAS**, 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; and

**WHEREAS**, FMERA issued a Request for Proposals (“RFP”) on August 18, 2023, for Independent Auditing Services (the “Independent Auditor”) to solicit Technical Proposals and Fee Proposals from qualified independent auditing firms of certified public accountants to conduct an audit of the financial statements of the Authority for the fiscal years ending December 31, 2023, 2024 and 2025; and

**WHEREAS**, the independent auditing services are required to satisfy the requirements of Executive Order No. 122 (McGreevey 2004) and Executive Order No 37 (Corzine 2006). As stated in Executive Order 122 (McGreevey 2004), public authorities, agencies and commissions of the State of New Jersey, such as the Authority, oversee billions of dollars in public funds. An independent auditing process is fundamental to the ability of these entities to oversee such funds, to set appropriate financial policies, to ensure that management maintains effective internal controls and to ensure that financial statements are free from material misstatements; and

**WHEREAS**, the proposals were due on September 26, 2023, and two proposals were received. The two technical proposals were distributed to the Audit Evaluation Committee which was established pursuant to Executive Order No. 122 (McGreevey 2004) and was comprised of three members of the FMERA Board; and

**WHEREAS**, 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; and

**WHEREAS**, the final scores, inclusive of the technical evaluation and the fee schedule, ranged from a high of 330 points to a low of 301 with CliftonLarsonAllen LLP (“CLA”) scoring 330, and Mercadien scoring 301; and

**WHEREAS**, the Audit Evaluation Committee determined CLA’s proposal to be the most favorable to the Authority, based on CLA’s experience in providing independent audit services and understanding of federal and state laws, rules and regulations regarding and governing such audits, and the experience with Economic Development Conveyance (EDC) and Base Realignment Closure (BRAC) and other factors as described in the RFP; and

**WHEREAS**, CliftonLarsonAllen’s independent audit services fee proposal is not to exceed \$164,461.50 over the three-year period; and

**WHEREAS**, FMERA staff recommends that the Board approve the selection of CliftonLarsonAllen LLP as FMERA’s Independent Auditor for the fiscal years ending December 31, 2023, 2024 and 2025. The Authority reserves the right to extend the term of engagement for two (2) one (1) year extension options; and

**WHEREAS**, the Audit Committee has reviewed the request and recommends it to the Board for approval.

**THEREFORE, BE IT RESOLVED THAT:**

1. The Board approves the selection of CliftonLarsonAllen LLP for Independent Auditing Services for fiscal years ending December 31, 2023, 2024 and 2025 and commencing with the date of appointment pursuant to a Request for 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: December 20, 2023**

**EXHIBIT 2**

Draft

**MEMORANDUM**

**TO:** Members of the Board

**FROM:** Kara Kopach  
Executive Director

**RE:** Appointment of Independent Auditing Services

**DATE:** December 20, 2023

**Summary**

I am requesting that the Board approve the selection of CliftonLarsonAllen LLP, pursuant to a Request for Proposals, as the Fort Monmouth Economic Revitalization Authority (“FMERA” or the “Authority”) independent auditor for fiscal years ending December 31, 2023, 2024 and 2025 with the right to extend the term of the engagement for two (2) one (1) year extension options.

**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 August 18, 2023, for Independent Auditing Services (the “Independent Auditor”) to solicit Technical Proposals and Fee Proposals from qualified independent auditing firms of certified public accountants to conduct an audit of the financial statements of the Authority for the fiscal years ending December 31, 2023, 2024 and 2025. The independent auditing services are required to satisfy the requirements of Executive Order No. 122 (McGreevey 2004) and Executive Order No 37 (Corzine 2006). As stated in Executive Order 122 (McGreevey 2004), public authorities, agencies and commissions of the State of New Jersey, such as the Authority, oversee billions of dollars in public funds. An independent auditing process is fundamental to the ability of these entities to oversee such funds, to set appropriate financial policies, to ensure that management maintains effective internal controls and to ensure that financial statements are free from material misstatements. The proposals were due on September 26, 2023, and two proposals were received.

The two technical proposals were distributed to the Audit Evaluation Committee which was established pursuant to Executive Order No. 122 (McGreevey 2004) and was comprised of three members of the FMERA Board. 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 330 points to a low of 301 with CliftonLarsonAllen LLP (“CLA”) scoring 330, and Mercadien scoring 301. As such, the Audit Evaluation Committee determined CLA’s proposal to be the most favorable to the Authority, based on CLA’s experience in providing independent audit services and understanding of federal and state laws, rules and regulations regarding and governing such audits, and the experience with Economic Development Conveyance (EDC) and Base Realignment Closure (BRAC) and other factors as described in the RFP.

CliftonLarsonAllen's independent audit services fee proposal is not to exceed \$164,461.50 over the three-year period.

FMERA staff recommends that the Board approve the selection of CliftonLarsonAllen LLP as FMERA's Independent Auditor for the fiscal years ending December 31, 2023, 2024 and 2025. The Authority reserves the right to extend the term of engagement for two (2) one (1) year extension options. The Audit Committee has reviewed the request and recommends it to the Board for approval.

**Recommendation**

In summary, I am requesting that the Board approve CliftonLarsonAllen LLP for Independent Auditing Services for fiscal years ending December 31, 2023, 2024 and 2025 and commencing with the date of appointment pursuant to a Request for Proposals.

*Kara Kopach*  
\_\_\_\_\_  
Kara Kopach

Prepared by: Regina McGrade

Draft

**Resolution Regarding  
First Amendment to the Purchase and Sale Agreement & Redevelopment Agreement with Pinebrook Commerce Center LLC for the Pinebrook Road Commerce Center (former Fabrication Shops)**

**WHEREAS**, on August 10, 2015, FMERA and PCC executed a PSARA for the Pinebrook Road Commerce Center. The property consists of 6.5 acres of land and eight (8) buildings: Buildings 2501, 2502, 2503, 2504, 2506, 2507, 2508 and 2625. The property is a Phase One property in FMERA's June 25, 2012 Economic Development Conveyance Agreement (EDC Agreement) with the Army. FMERA received title to all of the remaining Phase One properties from the Army by deed dated May 29, 2014; and

**WHEREAS**, pursuant to the terms of the PSARA, PCC will pay \$658,182.40 for the property. Closing will occur within 30 days of satisfaction of the conditions precedent to closing, which include: PCC completing due diligence and obtaining all approvals necessary to develop the project; receipt of a final remediation document from either the New Jersey Department of Environmental Protection or purchaser's Licensed Site Remediation Professional; and consent from the New Jersey Economic Development Authority Board of PCC as redeveloper. FMERA will convey the property to PCC in as-is condition, but with clear title and subject to the Army's on-going obligations under CERCLA; and

**WHEREAS**, the redevelopment plan under the terms of the PSARA included the improvements to the existing structures at an estimated cost of \$2,250,000 for use as light industrial/fabrication/assembly facilities in accordance with then proposed Reuse Plan Amendment #4. Purchaser's site improvements included the extension of a water main to serve the Fabrication Shops and the Pistol Range, and installation of road improvements to connect Satellite Road to a new loop road that will provide egress to Pearl Harbor Avenue.; and

**WHEREAS**, upon closing, PCC is to commence the site improvement and renovation work within nine months and complete construction no later than 36 months of closing. PCC will covenant to create a minimum of 96 new or relocated jobs at the property within four years of closing or pay a penalty of up to \$144,000. This obligation will be secured by a promissory note granted by the principals of PCC. In the event that PCC does not commence or complete construction within the timeframes specified above, then FMERA may exercise a right to repurchase the project from PCC; and

**WHEREAS**, since the execution of the PSARA, FMERA's Board approved Plan Amendment #3 which permitted the reuse of the existing buildings on the property for reuse for light industrial/fabrication/assembly uses. The water main to serve the Fabrication Shops has been completed, and the adjacent property on which the connection to Satellite Road to Pearl Harbor Avenue is to be constructed has gone under contract as of October 25, 2021 and includes the obligation for the adjoining contract purchase to complete a roadway extension in line with its proposal; and

**WHEREAS**, the Parties now wish to clarify certain understandings and obligations contained within the PSARA, including modifications to the Redevelopment Project ("Project"), the timelines, and other obligations associated with the Project to move; and

**WHEREAS**, as further described in the attached First Amendment, the Definitions section has been revised to provide further clarification on the meaning of "Complete, Completed, or Completion" and "Project." Section 6(a) "Redevelopment Project, Capital Investment and Job Creation" shall be deleted and replaced. The Project shall retrofit and reuse existing structures for use as light fabrication/assembly facilities subject to Reuse Plan Amendment #3. Construction shall commence no later than nine months after Closing and shall be completed no later than thirty-six months after Closing. Additional provisions in Section 6(a) are further described therewithin, along with modifications to Sections 7 "Declarations and Covenants", 14 "Conditions Precedent to Closing", and 15 "Time and Place of Closing" for clarification; and

**WHEREAS**, Section 52 "Miscellaneous; Utilities and Roadways" is amended to clarify the obligations related to the construction of a new roadway connecting Satellite Road to Pearl Harbor Avenue ("Satellite Road Extension") and acknowledges that the southern entrance drive shall provide shared access and obligates both PCC and the purchaser of the abutting Tinton Falls Commercial Parcel to pay a pro-rata portion of all maintenance costs; and

**WHEREAS**, in the event that the agreement between the contract purchaser of the abutting Tinton Falls Commercial Parcel and FMERA is terminated, FMERA shall construct or cause to be constructed the Satellite Road Extension and grant all necessary access easements. The amendment further clarifies that it is understood between the Parties that the construction of the Satellite Road Extension is a post-closing obligation and shall not prevent the Purchaser from receiving a Certificate of Completion for the Project. The obligation to construct an access road to the Satellite Road Extension is that of the Purchaser and described in the amendment; and

**WHEREAS**, all other terms of the PSARA will remain unchanged. The attached First Amendment to the PSARA is in substantially final form. The final terms of the amendment will be subject to the approval of FMERA's Executive Director and 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 First Amendment to the Purchase and Sale Agreement and Redevelopment Agreement with Pinebrook Commerce Center LLC (PCC) for the Pinebrook Road Commerce Center (former fabrication shops) in the Tinton Falls Reuse Area.

2.

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

**Attachment**

**Dated: December 20, 2023**

**EXHIBIT 3**

**MEMORANDUM**

**TO:** Members of the Board

**FROM:** Kara Kopach  
Executive Director

**SUBJECT:** First Amendment to the Purchase and Sale & Redevelopment Agreement with Pinebrook Commerce Center LLC for the Pinebrook Road Commerce Center (former Fabrication Shops)

**DATE:** December 20, 2023

**Request**

I am requesting that the Board approve the execution of the First Amendment to the Purchase and Sale Agreement & Redevelopment Agreement (“PSARA”) with Pinebrook Commerce Center LLC (“PCC” or “Purchaser”) for the Pinebrook Road Commerce Center (former fabrication shops) in the Tinton Falls Reuse Area.

**Background**

On August 10, 2015, FMERA and PCC executed a PSARA for the Pinebrook Road Commerce Center. The property consists of 6.5 acres of land and eight (8) buildings: Buildings 2501, 2502, 2503, 2504, 2506, 2507, 2508 and 2625. The property is a Phase One property in FMERA’s June 25, 2012 Economic Development Conveyance Agreement (EDC Agreement) with the Army. FMERA received title to all of the remaining Phase One properties from the Army by deed dated May 29, 2014.

**Purchase and Sale & Redevelopment Agreement**

Pursuant to the terms of the PSARA, PCC will pay \$658,182.40 for the property. Closing will occur within 30 days of satisfaction of the conditions precedent to closing, which include: PCC completing due diligence and obtaining all approvals necessary to develop the project; receipt of a final remediation document from either the New Jersey Department of Environmental Protection or purchaser’s Licensed Site Remediation Professional; and consent from the New Jersey Economic Development Authority Board of PCC as redeveloper. FMERA will convey the property to PCC in as-is condition, but with clear title and subject to the Army’s on-going obligations under CERCLA.

The redevelopment plan under the terms of the PSARA included the improvements to the existing structures at an estimated cost of \$2,250,000 for use as light industrial/fabrication/assembly facilities in accordance with then proposed Reuse Plan Amendment #4. Purchaser’s site improvements included the extension of a water main to serve the Fabrication Shops and the Pistol Range, and installation of road improvements to connect Satellite Road to a new loop road that will provide egress to Pearl Harbor Avenue.

Upon closing, PCC is to commence the site improvement and renovation work within nine months and complete construction no later than 36 months of closing. PCC will covenant to create a minimum of 96 new or relocated jobs at the property within four years of closing or pay a penalty of up to \$144,000. This obligation will be secured by a promissory note granted by the principals of PCC. In the event that PCC does not commence or complete construction within the timeframes specified above, then FMERA may exercise a right to repurchase the project from PCC.

Since the execution of the PSARA, FMERA's Board approved Plan Amendment #3 which permitted the reuse of the existing buildings on the property for reuse for light industrial/fabrication/assembly uses. The water main to serve the Fabrication Shops has been completed, and the adjacent property on which the connection to Satellite Road to Pearl Harbor Avenue is to be constructed has gone under contract as of October 25, 2021 and includes the obligation for the adjoining contract purchase to complete a roadway extension in line with its proposal.

### **First Amendment**

The Parties now wish to clarify certain understandings and obligations contained within the PSARA, including modifications to the Redevelopment Project ("Project"), the timelines, and other obligations associated with the Project to move.

As further described in the attached First Amendment, the Definitions section has been revised to provide further clarification on the meaning of "Complete, Completed, or Completion" and "Project." Section 6(a) "Redevelopment Project, Capital Investment and Job Creation" shall be deleted and replaced. The Project shall retrofit and reuse existing structures for use as light fabrication/assembly facilities subject to Reuse Plan Amendment #3. Construction shall commence no later than nine (9) months after Closing and shall be completed no later than thirty-six months (36) after Closing. Additional provisions in Section 6(a) are further described therewithin, along with modifications to Sections 7 "Declarations and Covenants", 14 "Conditions Precedent to Closing", and 15 "Time and Place of Closing" for clarification.

Section 52 "Miscellaneous; Utilities and Roadways" is amended to clarify the obligations related to the construction of a new roadway connecting Satellite Road to Pearl Harbor Avenue ("Satellite Road Extension") and acknowledges that the southern entrance drive shall provide shared access and obligates both PCC and the purchaser of the abutting Tinton Falls Commercial Parcel to pay a pro-rata portion of all maintenance costs. In the event that the agreement between the contract purchaser of the abutting Tinton Falls Commercial Parcel and FMERA is terminated, FMERA shall construct or cause to be constructed the Satellite Road Extension and grant all necessary access easements. The amendment further clarifies that it is understood between the Parties that the construction of the Satellite Road Extension is a post-closing obligation and shall not prevent the Purchaser from receiving a Certificate of Completion for the Project. The obligation to construct an access road to the Satellite Road Extension is that of the Purchaser. Additional details are described therewithin.

All other terms of the PSARA will remain unchanged. The attached First Amendment to the PSARA is in substantially final form. The final terms of the amendment will be subject to the approval of FMERA's Executive Director and 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 First Amendment to the Purchase and Sale Agreement and Redevelopment Agreement with Pinebrook Commerce Center LLC (PCC) for the Pinebrook Road Commerce Center (former fabrication shops) in the Tinton Falls Reuse Area.

  
\_\_\_\_\_  
Kara Kopach

Prepared by: Sarah Giberson



**Resolution Regarding**  
**Fifth Amendment to the Purchase and Sale Agreement & Redevelopment Agreement with RPM**  
**Development, LLC for the Nurses Quarters in Oceanport**

**WHEREAS**, on November 13, 2019, the Board authorized the execution of the PSARA between FMERA and RPM Development Group for the Nurses Quarters Property, an approximately 3.75± acre parcel of land containing two buildings (Buildings 1077 and 1078) totaling approximately 18,655 gsf located on Main Street and Stephenson Avenue in the Main Post Area of Fort Monmouth; the PSARA was executed on January 14, 2020; and

**WHEREAS**, RPM's proposal for the Nurses Quarters calls for residential uses consisting of thirty-four residential units broken down into a mix of ten three to four-bedroom owner-occupied townhomes and the reuse of twenty-four one- and two-bedroom apartments as rentals, and seven of the apartments will be designated affordable housing flats and the seven affordable housing flats are subject to confirmation that they satisfy Purchaser's obligation to set aside twenty (20%) percent of the total residential units on this Parcel as housing that is affordable to low- and moderate-income households; and

**WHEREAS**, RPM will pay Two Million One Hundred and Fifty Thousand Dollars for the property and shall have a total Capital Investment, net of the Purchase price, of Six Million Six Hundred Ninety Thousand Dollars; and

**WHEREAS**, under the terms of the PSARA, Seller was to deliver to Purchaser a survey to be used during Due Diligence for Title review, but due to a delay in the delivery of the survey for the site, RPM requested a Due Diligence extension of sixty days to complete its investigation of the suitability of the Property for redevelopment therefore FMERA staff requested and the Board approved a Due Diligence extension until May 14, 2020; the First Amendment was executed on March 12, 2020; and

**WHEREAS**, on September 25, 2020, the FMERA Board approved transmittal to the host municipalities Reuse Plan Amendment #16, which included an alternative development scenario for the Borough of Oceanport for both the Nurses Quarters Property and the Barker Circle parcel. After the 45-day comment period, FMERA decided to move forward with only an alternative development scenario for the Barker Circle parcel and to address the Nurses Quarters Property in a separate Reuse Plan Amendment; and

**WHEREAS**, since that time, the Purchaser has been in discussions with the Borough of Oceanport regarding the configuration of the site, and in particular the location of the driveway servicing the parcel along with the setbacks from Main Street; and

**WHEREAS**, a special development committee formed by the Oceanport Planning Board indicated a willingness to accommodate the project if the ingress and egress were modified and if the setback was held at the proposed depth; the Planning Board will have an additional opportunity to provide comment during the 45-day public comment period; and

**WHEREAS**, the Approval Period expired on May 14, 2021 and an Amendment to the Reuse Plan to accommodate the Project is a condition precedent to closing; and

**WHEREAS**, on March 16, 2022, the FMERA Board approved the transmittal to the host municipalities of Reuse Plan Amendment #18 which included an alternative development scenario for the Nurses Quarters Property. Reuse Plan Amendment #18 was transmitted on April 4, 2022, and the 45-day comment period ended on May 18, 2022; and

**WHEREAS**, at its April 2022 meeting, the FMERA Board approved the Second Amendment to the Agreement, which retroactively extended the Approval Period for six months until January 14, 2023. The Second Amendment was executed on August 15, 2022; and

**WHEREAS**, following the adoption of Reuse Plan Amendment #18 in July 2022, RPM notified FMERA via email on August 15, 2022, that it wished to modify the Project as defined, citing a change in market conditions that indicate that demand for a small for-sale community would not be economically profitable given the site constrictions requiring a shared driveway for the townhouses. As such, RPM requested that the ten owner-occupied townhouses targeted in the Project be converted to rental units with a reduced footprint of 1850 square feet with no Homeowners Association; and

**WHEREAS**, additionally, on October 12, 2022, RPM requested via email, a six-month extension to the Approval Period, set to expire January 14, 2023. As RPM had been awaiting confirmation that changes to the Project would be acceptable to FMERA and the Borough of Oceanport, it has been proceeding in good faith towards obtaining all approvals to the extent possible, was delayed in finalizing all applications. The FMERA Board reviewed and approved these requests at its October 2022 meeting. The Third Amendment was executed on November 30, 2022; and

**WHEREAS**, on May 22, 2023, RPM requested via a letter, an extension to the Approval Period, set to expire June 14, 2023. RPM represented that although the project had been delayed due to a variety of COVID-19 related issues, it was now on track to move through the approval process and was on the agenda for the Oceanport Planning Board June 27, 2023 meeting for preliminary and final site plan approval. As the Approval Period would expire before RPM was scheduled for the Oceanport Planning Board and would have required additional time to obtain the remainder of its approvals, RPM requested to extend the Approval Period by ninety days with the option for FMERA's Executive Director to further extend by an additional ninety days if Purchaser is proceeding in good faith. The Fourth Amendment was approved on July 11, 2023; and

**WHEREAS**, on December 4, 2023 RPM requested via a letter, an extension to the Approval Period as extended under the Executive Director's delegated authority and set to expire January 14, 2024. RPM represented that it is still completing resolution compliance for its approvals with the Borough of Oceanport and is awaiting approval from the Freehold Soil Conservation District; and

**WHEREAS**, as RPM has been proceeding in good faith, FMERA staff recommends granting a ninety-day extension to the Approval Period, until April 14, 2024. FMERA staff further recommends that should RPM request an additional extension of the Approval Period beyond April 14, 2024, that RPM shall agree to reimburse FMERA for the pro rata costs of the insurance premiums for Buildings 1077 and 1078 for the duration of the additional extension, which are currently an annual cost of \$4,373 and \$4,373 respectively; and

**WHEREAS**, all other terms of the PSARA will remain unchanged. The attached Fifth Amendment to the PSARA is in substantially final form. The final terms of the amendment will be subject to the approval of FMERA's Executive Director and 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 Fifth Amendment to the Purchase and Sale & Redevelopment Agreement with RPM Development, LLC for the Nurses Quarters on terms substantially consistent to those set forth in the attached memorandum and with final terms acceptable to the Executive Director and the Attorney General's Office and authorizes the Executive Director to execute the Agreement.

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

**Attachment**

**Dated: December 20, 2023**

**EXHIBIT 4**

**MEMORANDUM**

**TO:** Members of the Board

**FROM:** Kara Kopach  
Executive Director

**RE:** Fifth Amendment to the Purchase and Sale Agreement & Redevelopment Agreement with RPM Development, LLC for the Nurses Quarters in Oceanport

**DATE:** December 20, 2023

**Request**

I am requesting that the Board approve the execution of the Fifth Amendment to the Purchase and Sale Agreement & Redevelopment Agreement (“PSARA”) with RPM Development, LLC (“RPM” or “Purchaser”) to extend the Approval Period until April 14, 2024 and to further require RPM to reimburse FMERA for the pro-rata costs of related insurance premiums should an additional extension be requested beyond April 14, 2024.

**Background**

On November 13, 2019, the Board authorized the execution of the PSARA between FMERA and RPM Development, LLC (the “Parties”) for the Nurses Quarters Property, an approximately 3.75± acre parcel of land containing two buildings (Buildings 1077 and 1078) totaling approximately 18,655 gsf located on Main Street and Stephenson Avenue in the Main Post Area of Fort Monmouth. The Nurses Quarters were built in 1962 and include 24 residential units. The PSARA was executed on January 14, 2020.

RPM’s proposal for the Nurses Quarters calls for residential uses consisting of thirty-four (34) residential units broken down into a mix of ten (10) three to four-bedroom owner-occupied townhomes and the reuse of twenty-four (24) one- and two-bedroom apartments as rentals. Seven (7) of the apartments will be designated affordable housing flats. The seven (7) affordable housing flats are subject to confirmation that they satisfy Purchaser’s obligation to set aside twenty (20%) percent of the total residential units on this Parcel as housing that is affordable to low- and moderate-income households.

Purchaser will pay Two Million One Hundred and Fifty Thousand Dollars (\$2,150,000) for the property and shall have a total Capital Investment, net of the Purchase price, of Six Million Six Hundred Ninety Thousand dollars (\$6,690,000). Pursuant to the terms of the PSARA, RPM was provided a sixty (60) day Due Diligence Period commencing on the Effective Date of the PSARA. Per the terms of the PSARA, Closing will occur within thirty (30) days of satisfaction of the Conditions Precedent to Closing, which include RPM completing due diligence and obtaining all approvals or waiving receipt of one or more approvals; an amendment to the Reuse Plan to accommodate the Project; and the consent of the NJEDA Board. Pursuant to the PSARA, the parties will endeavor to satisfy these contingencies within twelve (12) months of expiration of the Due Diligence Period. The Approval Period shall be twelve (12) months commencing on completion of the Due Diligence Period. The Approval Period expired on May 14, 2021.

RPM will commence construction of the Project forty-five (45) days after the satisfaction of all Conditions Precedent to Closing. Purchaser shall complete construction of the Project no later than twenty-four (24) months from the Commencement of Construction. FMERA will have a right to repurchase the Property if construction is



not timely commenced or completed. RPM estimates that it will create a minimum of thirty-eight (38) part- or full-time, temporary construction related jobs in connection with the Project. Purchaser represents that it will create or cause to be created a minimum of one (1) permanent full or part-time job by Project completion or pay a penalty of \$1,500 for each permanent job not created.

### **First Amendment**

Under the terms of the PSARA, Seller was to deliver to Purchaser a survey to be used during Due Diligence for Title review. Due to a delay in the delivery of the survey for the site, RPM requested a Due Diligence extension of sixty (60) days to complete its investigation of the suitability of the Property for redevelopment. FMERA staff requested and the Board approved a Due Diligence extension until May 14, 2020. The First Amendment was executed on March 12, 2020.

### **Second Amendment**

On September 25, 2020, the FMERA Board approved transmittal to the host municipalities Reuse Plan Amendment #16, which included an alternative development scenario for the Borough of Oceanport for both the Nurses Quarters Property and the Barker Circle parcel. After the 45-day comment period, FMERA decided to move forward with only an alternative development scenario for the Barker Circle parcel and to address the Nurses Quarters Property in a separate Reuse Plan Amendment.

RPM's Approval Period expired on May 14, 2021 and a Reuse Plan Amendment, which is a condition precedent to closing had not yet been adopted. At its March 2022 meeting, the FMERA Board approved the transmittal to the host municipalities of Reuse Plan Amendment #18 which included an alternative development scenario for the Nurses Quarters Property. At its April 2022 meeting, the FMERA Board approved the Second Amendment to the Agreement, which retroactively extended the Approval Period for six (6) months until January 14, 2023.

### **Third Amendment**

Following the adoption of Reuse Plan Amendment #18 in July 2022, RPM notified FMERA via email on August 15, 2022, that it wished to modify the Project as defined, citing a change in market conditions that indicate that demand for a small for-sale community would not be economically profitable given the site constrictions requiring a shared driveway for the townhouses. As such, RPM requested that the ten (10) owner-occupied townhouses targeted in the Project be converted to rental units with a reduced footprint of 1850 square feet with no Home Owners Association.

Additionally, on October 12, 2022, RPM requested via email, a six (6) month extension to the Approval Period, set to expire January 14, 2023. As RPM had been awaiting confirmation that changes to the Project would be acceptable to FMERA and the Borough of Oceanport, it has been proceeding in good faith towards obtaining all approvals to the extent possible, was delayed in finalizing all applications. The FMERA Board reviewed and approved these requests at its October 2022 meeting. The Third Amendment was executed on November 30, 2022.

### **Fourth Amendment**

On May 22, 2023, RPM requested via a letter, an extension to the Approval Period, set to expire June 14, 2023. RPM represented that although the project had been delayed due to a variety of COVID-19 related issues, it was now on track to move through the approval process and was on the agenda for the Oceanport Planning Board June 27, 2023 meeting for preliminary and final site plan approval. As the Approval Period would expire before RPM was scheduled for the Oceanport Planning Board and would have required additional time to obtain the remainder of its approvals, RPM requested to extend the Approval Period by ninety (90) days with the option for FMERA's Executive Director to further extend by an additional ninety (90) days if Purchaser is proceeding in good faith.

The FMERA Board approved this request via the Fourth Amendment to the PSARA at its June 2023 meeting. The Fourth Amendment was executed on July 11, 2023.

**Fifth Amendment**

On December 4, 2023 RPM requested via a letter, an extension to the Approval Period as extended under the Executive Director’s delegated authority and set to expire January 14, 2024. RPM represented that it is still completing resolution compliance for its approvals with the Borough of Oceanport and is awaiting approval from the Freehold Soil Conservation District. As RPM has been proceeding in good faith, FMERA staff recommends granting a ninety (90) day extension to the Approval Period, until April 14, 2024. FMERA staff further recommends that should RPM request an additional extension of the Approval Period beyond April 14, 2024, that RPM shall agree to reimburse FMERA for the pro rata costs of the insurance premiums for Buildings 1077 and 1078 for the duration of the additional extension, which are currently an annual cost of \$4,373 and \$4,373 respectively.

All other terms of the PSARA will remain unchanged. The attached Fifth Amendment to the PSARA is in substantially final form. The final terms of the amendment will be subject to the approval of FMERA’s Executive Director and a review as to form by the Attorney General's Office. The Real Estate Committee has approved the request and recommends it to the Board for approval.

**Recommendation**

In summary, I am requesting that the Board approve the proposed Fifth Amendment to the PSARA with RPM Development, LLC to extend the Approval Period until April 14, 2024 and to further require RPM to reimburse FMERA for the pro-rata costs of related insurance premiums should an additional extension be requested beyond April 14, 2024.

*Kara Kopach*  
\_\_\_\_\_  
Kara Kopach

Prepared by: Sarah Giberson

