

BATTERY PARK CITY PARKS CONSERVANCY CORPORATION

Meeting of the Directors
One World Financial Center – 24th Floor
New York, NY 10281
October 27, 2015

Directors Present

Dennis Mehiel, Chairman/CEO
Hector Batista, Member
Frank Branchini, Member
Martha Gallo, Member
Lester Petracca, Member

Conservancy Staff in
Attendance:

Shari C. Hyman, President/COO
Betty Chin, Director of Administration and Finance
Bruno Pomponio, Director of Parks Operations
Alix S. Pustilnik, Vice President/Secretary
Robert M. Serpico, Vice President/Treasurer
Seema Singh, Assistant Secretary

Authority Staff in Attendance: Lauren Brugess, Paralegal/Assistant Corporate Secretary
Gwen Dawson, Vice President, Real Property
Robin Forst, Vice President, External Affairs
Benjamin Jones, Vice President of Administration and Internal Audit
Karl Koenig, Controller
Kevin McCabe, Chief of Staff/Special Assistant to the Chairman/CEO
Anthony Peterson, Director of Diversity Programs
Alexis Torres, Special Advisor to the President/COO

Others in Attendance: Therese Loeb Kreuzer, Downtown Post NYC
Matt Fenton, The Broadsheet
Sue Malesevic, Downtown Express
Carl Glassman, Tribeca Trib

The meeting of the Directors convened at 11:57 a.m.

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The first item on the agenda was the approval of the minutes of the July 29, 2015 meeting. Upon a motion made by Mr. Branchini and seconded by Ms. Gallo, the following resolution was unanimously adopted:

APPROVAL OF MINUTES OF THE JULY 29, 2015 MEETING

BE IT RESOLVED, that the minutes of the meeting of the Directors of the Battery Park City Parks Conservancy Corporation held on July 29, 2015 are hereby approved.

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Pursuant to a similar vote during the Authority's Board of Members meeting earlier, the Board made the decision to vote on an item relating to the Conservancy's retirement system. This resolution ratifies the Conservancy's withdrawal from the Cultural Institutions Retirement System pension.

Upon a motion made by Ms. Gallo and seconded by Mr. Branchini, the following resolution was unanimously approved:

RATIFICATION OF THE WITHDRAWAL FROM THE CULTURAL INSTITUTIONS RETIREMENT SYSTEM ("CIRS") PENSION

BE IT RESOLVED, that, as discussed at this meeting, the prior actions taken by the President and Chief Operating Officer (the "President") of the Conservancy or her/his designee(s) in executing the Settlement Agreement with CIRS, dated October 1, 2015 to effectuate the Conservancy's withdrawal from the CIRS pension are hereby approved and ratified; and be it further

RESOLVED, that the President of the Conservancy or her/his designee(s) be, and each of them hereby is, authorized and empowered to take all such other and further actions as may be necessary, desirable or appropriate, in connection with the Conservancy's withdrawal from the CIRS pension, as contemplated in the foregoing resolution, and any other and further actions heretofore taken are hereby ratified and any actions hereafter taken are confirmed and approved.

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The next item on the agenda, presented by Mr. Pomponio, was the authorization to enter into a contract with American Water Technologies, Inc. for the reverse osmosis system maintenance.

Mr. Pomponio explained that Teardrop Park uses a reverse osmosis system for its irrigation which requires an annual maintenance contract since this system must be serviced and maintained from April through October annually. On April 20, 2015, the Conservancy issued a request for proposals for and three proposals were received; none of the proposals were from M/WBEs.

Upon a motion made by Ms. Gallo and seconded by Mr. Batista, the following resolution was unanimously approved:

AUTHORIZATION TO EXECUTE A CONTRACT WITH AMERICAN WATER TECHNOLOGIES, INC. FOR THE REVERSE OSMOSIS SYSTEM MAINTENANCE

BE IT RESOLVED that in accordance with the materials presented to this meeting, the President and Chief Operating Officer (the "President") of the Conservancy or her/his designee(s) be, and each of them hereby is, authorized and empowered to enter into a three-year contract with American Water Technologies, Inc. for the Reverse Osmosis System Maintenance in a not-to-exceed amount of \$18,672.57, and be it further

RESOLVED, that the President or her/his designee(s) be, and each of them hereby is, authorized and empowered to execute and deliver the contract on behalf of the Conservancy, subject to such changes as the officer or officers shall, with the advice of counsel, approve as necessary and appropriate and in the best interests of the Conservancy, such approval to be conclusively evidenced by the execution and delivery of the contract; and be it further

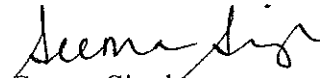
RESOLVED, that the President or her/his designee(s) be, and each of them hereby is, authorized and empowered to execute all such other and further documents and to take all such other and further

actions as may be necessary, desirable or appropriate in connection with the transactions contemplated in the foregoing resolutions, and any such execution of documents and any other further actions heretofore taken are hereby ratified and any actions hereafter taken are confirmed and approved.

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There being no further business, upon a motion made by Ms. Gallo and seconded by Mr. Branchini, the meeting thereupon adjourned at 11:59 a.m.

Respectfully submitted,



Seema Singh
Assistant Secretary