

HUGH L. CAREY BATTERY PARK CITY AUTHORITY

Meeting of the Members
200 Liberty Street, 24th Floor
New York, NY 10281
July 20, 2016

Members Present

Dennis Mehiel, Chairman/CEO
Donald Capoccia, Member
Martha Gallo, Member
Lester Petracca, Member

Authority Staff in Attendance: Shari C. Hyman, President/COO
Lauren Bruggess, Paralegal/Assistant Corporate Secretary
Marie Cornielle, Deputy Treasurer
Gwen Dawson, Vice President, Real Property
Joseph Ganci, Design Director
Abigail Goldenberg, Special Counsel and Risk Officer
Yasmin Gonsalves, Executive Assistant
Benjamin Jones, Vice President of Administration and Internal Audit
Susie Kim, Associate General Counsel
Karl Koenig, Controller
Kevin McCabe, Chief of Staff/Special Assistant to the Chairman/CEO
Brenda McIntyre, Vice President, Human Resources
Robert Nesmith, Chief Contracting Officer
Anthony Peterson, Director of Diversity
Bruno Pomponio, Director of Parks Operations
Alix S. Pustilnik, General Counsel/Corporate Secretary
Jason Rachnowitz, Director of Financial Reporting
Nicholas Sbordone, Director of Communications and Public Affairs
Robert M. Serpico, Chief Financial Officer
Seema Singh, Deputy General Counsel/Assistant Corporate Secretary
Nicole Stallworth-Roper, Associate General Counsel
Alexis Torres, Special Advisor to the President/COO
Ryan Torres, Assistant Director of Horticulture
Ken Windman, Director of Facilities & Infrastructure Management

Others in Attendance: State Senator Daniel Squadron
Eric Mayo, Squadron's Office
Therese Loeb Kreuzer, Downtown Post NYC
Matt Fenton, The Broadsheet
Mark Godfrey, CBRE
Timothy Sheehan, CBRE

The meeting, called on public notice in accordance with the New York State Open Meetings Law, convened at 10:22 a.m.

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The first item on the agenda was the approval of the minutes of the June 8, 2016 meeting. Upon a motion made by Ms. Gallo and seconded by Mr. Petracca, the following resolution was unanimously adopted:

APPROVAL OF MINUTES OF THE JUNE 8, 2016 MEETING

BE IT RESOLVED, that the minutes of the meeting of the Members of the Hugh L. Carey Battery Park City Authority held on June 8, 2016 are hereby approved.

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The next item on the agenda was the M/WBE Report presented by Mr. Peterson.

Mr. Peterson updated the Members on the Authority's and the Conservancy's total expenditures for the month of June and the first quarter of the State's 2016 Fiscal Year. For the month of June he noted 22.26% or \$177,220.97 total expenditures of \$796,198.04 were paid to M/WBEs. Of this total amount, approximately 9.41% or \$74,947.29 was paid to MBEs and approximately 12.85% or \$102,273.68 was paid to WBEs. He also mentioned we were a little under our goals but similar to where we were last year.

Mr. Peterson then reported on the first quarter of the State's 2016 Fiscal Year which runs from April 1, 2016 to June 30, 2016. He reported 21.53% or \$447,972.59 of the Authority's and the Conservancy's total expenditures of \$2,076,981.11 was paid to M/WBEs. Of this total amount, 9.73% or \$202,123.45 was paid to MBEs and 11.79% or \$244,972.59 was paid to WBEs.

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The next item on the agenda, presented by Mr. Jones, was an authorization to amend the contract with The ALS Group for insurance advisory services.

Mr. Jones explained that the Authority has been utilizing this contract with ALS to focus on two things: making sure our ground leases are compliant in terms of the insurance requirements and contracts that were executed before, Cool Insuring Agency, our broker of record came on board, are also still up to date and compliant with the insurance requirements. Now, they have been given another set of contracts to look at and their contract is expiring, we need to extend that contract, without adding any money to it, to the end of the year to complete this compliance and true-up work.

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

AUTHORIZATION TO AMEND THE CONTRACT WITH THE ALS GROUP FOR INSURANCE ADVISORY SERVICES

BE IT RESOLVED, that in accordance with the materials presented to this meeting, the President and Chief Operating Officer (the "President") of the Authority or her/his designee(s) be, and each of them hereby is, authorized and empowered to execute an amendment (the "Amendment") to the contract with The ALS Group for insurance advisory services, extending the contract term through December 31, 2016.

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

RESOLVED, that the President of the Authority 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 and further actions heretofore taken are hereby ratified and any actions hereafter taken are in all respects confirmed and approved.

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The next item on the agenda, presented by Mr. Jones, was an authorization to amend the contract with RK Software, Inc. for web services.

Mr. Jones stated that RK Software supports our website maintenance and an extension to their contract until the end of the year is necessary so that we can move forward with a competitive procurement for these continued services. Although there is still money left in this contract, he noted, an additional \$15,000 is being requested to cover the work to be completed for the remainder of the extended term.

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

AUTHORIZATION TO AMEND THE CONTRACT WITH RK SOFTWARE, INC. FOR WEB SERVICES

BE IT RESOLVED, that in accordance with the materials presented to this meeting, the President and Chief Operating Officer (the "President") of the Authority or her/his designee(s) be, and each of them hereby is, authorized and empowered to execute an amendment (the "Amendment") to the contract with RK Software, Inc. for web services, extending the contract term through December 31, 2016 and increasing the contract value by a not-to-exceed amount of \$15,000.

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

RESOLVED, that the President of the Authority 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 and

further actions heretofore taken are hereby ratified and any actions hereafter taken are in all respects confirmed and approved.

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The next item on the agenda, presented by Ms. Dawson, was an authorization to execute a contract with Pansini Stone Setting, Inc. for the asphalt and granite remediation project.

Ms. Dawson explained that in 2007 the Authority commenced an asphalt and granite remediation program that provided periodic repairs to the asphalt pavers and the granite paving stones and edging blocks that get damaged, chip, or break over time as a result of the marine environment and weather conditions. We have performed two programs, one in 2007 and another in 2012. It is now time for another since there have been 14 different locations identified that require this remediation work.

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

AUTHORIZATION TO EXECUTE A CONTRACT WITH PANSINI STONE SETTING, INC. FOR THE ASPHALT AND GRANITE REMEDIATION PROJECT

BE IT RESOLVED, in accordance with the materials presented to this meeting, that the President and Chief Operating Officer of the Authority (the "President") or her/his designee(s) be, and each of them hereby is, authorized and empowered to execute a contract (the "Contract") with Pansini Stone Setting Inc., for the Asphalt and Granite Remediation Project in the lump-sum amount of \$722,235; 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 Authority, subject to such changes as the officer or officers executing the Contract shall, with the advice of counsel, approve as necessary and appropriate and in the best interest of the Authority, such approval to be conclusive evidence 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 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, also presented by Ms. Dawson, was an authorization to execute contracts with Integrated Construction Enterprises ("ICE") and Paul J. Scariano Inc. ("PJS") for the on-call general contractor services.

Ms. Dawson reminded the Board that they previously approved a contract with the Velez Group for on-call general contractor services and it was mentioned at the time that we might select another one or two so that we would have the proficiencies and expertise available. As a result of the procurement and the strength of the proposals that were received, she mentioned, Integrated

Construction and Paul J. Scariano, demonstrated their different proficiencies. ICE is particularly good at interiors and has experience with historic structures and restoration projects, while PJS is particularly experienced in site work and electrical work. This request is to enter into two additional on-call general contractor services contracts with ICE and with PJS, each for \$275,000 for two years.

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

AUTHORIZATION TO EXECUTE A CONTRACT WITH INTEGRATED CONSTRUCTION ENTERPRISES FOR ON-CALL GENERAL CONTRACTOR SERVICES

BE IT RESOLVED, that in accordance with the materials presented to this meeting, the President and Chief Operating Officer (the "President") of the Authority or her/his designee(s) be, and each of them hereby is, authorized and empowered to execute a two-year contract (the "Contract") with Integrated Construction Enterprises for On-Call General Contractor Services in the not-to-exceed amount of \$275,000; 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 Authority, subject to such changes as the officer or officers executing the Contract shall, with the advice of counsel, approve as necessary and appropriate and in the best interest of the Authority, such approval to be conclusive evidence 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 and further actions heretofore taken are hereby ratified and any actions hereafter taken are confirmed and approved.

AUTHORIZATION TO EXECUTE A CONTRACT WITH PAUL J. SCARIANO FOR ON-CALL GENERAL CONTRACTOR SERVICES

BE IT RESOLVED, that in accordance with the materials presented to this meeting, the President and Chief Operating Officer (the "President") of the Authority or her/his designee(s) be, and each of them hereby is, authorized and empowered to execute a two-year contract (the "Contract") with Paul J. Scariano for On-Call General Contractor Services in the not-to-exceed amount of \$275,000; 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 Authority, subject to such changes as the officer or officers executing the Contract shall, with the advice of counsel, approve as necessary and appropriate and in the best interest of the Authority, such approval to be conclusive evidence 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 and further actions heretofore taken are hereby ratified and any actions hereafter taken are confirmed and approved.

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Next, State Senator Daniel Squadron was introduced by Chairman Mehiel. The Chairman mentioned that there was a request, from the elected officials that represent the residents of Battery Park City, that Board meetings be open for general comment from members of the public. The Board decided not to allow this but instead offered the accommodation of allowing elected officials to attend the Board meetings to speak on behalf of the public. Senator Squadron reported on the letter he wrote and other letters written by members of the public, regarding public comment at Board meetings.

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The next item on the agenda, presented by Ms. Dawson, was an authorization to execute a contract with D'Onofrio General Contractors for the North Esplanade restoration project services.

The North Esplanade, she began explaining, is still supported by the original timber piles while all of the other areas of the Esplanade are currently supported by 3,100 concrete piles. Last year Langan Engineering was hired to perform a complete investigation of the settlement that is occurring in the walkway along the North Esplanade as a result of some fill loss that is occurring primarily at the areas where the two esplanades meet, the Hudson River Esplanade and the North Esplanade.

Ken Windman, Director of Infrastructure and Project Manager on this, was asked to describe the scope of work to the Members.

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

AUTHORIZATION TO ENTER INTO A CONTRACT WITH D'ONOFRIO FOR THE NORTH ESPLANADE RRESTORATION PROJECT

BE IT RESOLVED, that the President and Chief Operating Officer of the Authority (the "President") or her/his designee(s) be, and each of them hereby is, authorized and empowered to enter into a contract (the "Contract") with D'Onofrio General Contractors Corp., for the North Esplanade Restoration Project in the total lump-sum amount of \$1,400,000; 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 Authority, subject to such changes as the officer or officers executing the Contract shall, with the advice of counsel, approve as necessary and appropriate and in the best interest of the Authority, such approval to be conclusive evidence 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 and further actions heretofore taken are hereby ratified and any actions hereafter taken are confirmed and approved.

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Mr. Petracca made a motion to enter Executive Session to discuss matters pertaining to litigation, which was seconded by Mr. Capoccia. The Members entered Executive Session at 11:15 a.m.

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Upon a motion made by Mr. Petracca and seconded by Ms. Gallo, the Members exited Executive Session at 12:15 p.m. and resumed the public meeting.

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After discussions during Executive Session, the Board made the decision to vote on an item relating to an amendment to the ground lease with South Cove Plaza located at 50 Battery Place.

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

AUTHORIZATION TO EXECUTE AN AMENDMENT TO THE AUTHORITY' S GROUND LEASE WITH DEMATTEIS BATTERY PARK ASSOCIATES LLC FOR SOUTH COVE PLAZA LOCATED AT 50 BATTERY PLACE

BE IT RESOLVED, that in accordance with the materials presented to this meeting, the President and Chief Operating Officer (the "President") of the Authority or her/his designee(s) be, and each of them hereby is, authorized and empowered to execute an amendment (the "Amendment") to the Authority's ground lease with DeMatteis Battery Park Associates LLC for South Cove Plaza located at 50 Battery Place; and be it further

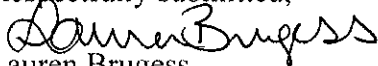
RESOLVED, that the President of the Authority or her/his designee(s) be, and each of them hereby is, authorized and empowered to execute and deliver the Amendment on behalf of the Authority, subject to such changes as the officer or officers executing the Amendment shall, with the advice of counsel,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

RESOLVED, that the President of the Authority 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 Mr. Capoccia and seconded by Mr. Petracca, the Members unanimously voted to adjourn the meeting. The meeting thereupon adjourned at 12:15 p.m.

Respectfully submitted,


Lauren Brugess
Assistant Corporate Secretary