

HUGH L. CAREY BATTERY PARK CITY AUTHORITY  
Meeting of the Members  
One World Financial Center, 24<sup>th</sup> Floor  
New York, NY 10281  
March 12, 2015

Members Present

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

Authority Staff in Attendance: Shari C. Hyman, President/COO  
Davina Anderson, Legal Administrative Assistant  
Lauren Bruggess, Paralegal/Assistant Corporate Secretary  
Gwen Dawson, Vice President, Real Property  
Robin Forst, Vice President, External Affairs  
Benjamin Jones, Vice President, Administration  
Susie Kim, Associate General Counsel  
Karl Koenig, Controller  
Kevin McCabe, Special Assistant to the Chairman/CEO  
Brenda McIntyre, Vice President, Human Resources  
Robert Nesmith, Chief Contracting Officer  
Anthony Peterson, Director of Diversity Programs  
Alix S. Pustilnik, General Counsel/Corporate Secretary  
Robert M. Serpico, Chief Financial Officer  
Seema Singh, Deputy General Counsel/Assistant Corporate Secretary  
Alexis Torres, Special Advisor to the President/COO

Others in Attendance: Tessa Huxley, Battery Park City Parks Conservancy Corporation  
Sumit Pal, WithumSmith+Brown  
Marc Silverman, WithumSmith+Brown  
Anupam Goradia, WithumSmith+Brown  
Matt Fenton, The Broadsheet  
Amanda Woods, Tribeca Trib  
Sue Malesevic, Downtown Express

The meeting, called on public notice in accordance with the New York State Open Meetings Law, convened at 9:30 a.m.

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The first item on the agenda was the approval of the minutes of the January 22, 2015 meeting. Upon a motion made by Mr. Petracca and seconded by Ms. Gallo, the following resolution was unanimously adopted:

**APPROVAL OF MINUTES OF THE JANUARY 22, 2015 MEETING**

BE IT RESOLVED, that the minutes of the meeting of the Members of the Hugh L. Carey Battery Park City Authority held on January 22, 2015 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 State's new 30% utilization goal for M/WBE participation, which will go into effect on April 1, 2015. He stated that the Authority's and Conservancy's M/WBE numbers for January and February 2015 were at or above the new 30% utilization rate. For January 2015, 30% or \$189,042.35 of the Authority's and the Conservancy's total expenditures was paid to M/WBEs. Of this total amount, approximately 14% or \$89,573.06 was paid to MBEs and approximately 16% or \$99,469.29 was paid to WBEs. For February 2015, 38% or \$471,312.72 of the Authority's and the Conservancy's total expenditures was paid to M/WBEs. Of this total amount, approximately 28% or \$345,351.26 was paid to MBEs and approximately 10% or \$125,961.46 was paid to WBEs.

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The next item on the agenda was a presentation of audit reports by WithumSmith+Brown ("Withum"), the Authority's external internal auditors. Mr. Jones introduced Marc Silverman, Anupam Goradia and Sumit Pal of Withum to the Members. Mr. Silverman reported that there were three audit reports completed and issued: one on purchases and procurement, one on investments and investment processes, and one on financial reporting. He noted that nothing was brought to Withum's attention that would cause it to believe there were any issues in any of the Authority's internal controls and the only recommendation was a further strengthening of these processes "to a world class standard".

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The next item on the agenda, presented by Mr. Jones, was an authorization to execute a contract with Ricoh USA, Inc. ("Ricoh") for copier services and the purchasing of equipment.

Mr. Jones noted that the current contract, also with Ricoh, is coming to an end. He explained that the new Ricoh contract would be a multi-year contract to provide both equipment and support services, for copying and scanning, for both the Authority and at the Conservancy. The amount of equipment being used and the features and functionality associated with them are increasing, but through the competitive bidding process a proposal was received that will result in less cost per year, Mr. Jones stated.

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

**AUTHORIZATION TO EXECUTE A CONTRACT WITH RICOH USA, INC. FOR COPIER SERVICES AND EQUIPMENT**

BE IT RESOLVED, that in accordance with the materials presented to this meeting, the President and Chief Operating Officer ("President") of the Authority or her/his designee(s) be, and each of them hereby is, authorized and empowered to enter into a contract (the "Contract") with Ricoh USA, Inc. to provide copier services and equipment for a term of thirty-six (36) months in the not-to-exceed amount of \$41,843.16, with an additional per image fee of \$0.00630 for black ink copies and a per image fee of \$0.045 for color copies, for a total not-to-exceed amount of \$65,000; 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 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 interests of the Authority, such approval to be conclusively evidenced by the execution and delivery of the Contract; 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, an authorization to execute a lease amendment with Regatta Property, LLC, was deferred until the Members' next meeting due to lack of a quorum as a result of Ms. Gallo's recusal.

Mr. Petracca made a motion to enter Executive Session to discuss matters leading to the appointment, employment, dismissal or removal of a particular person or corporation and matters pertaining to litigation, which was seconded by Ms. Gallo. The Members entered Executive Session at 9:45 a.m.

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The Members exited Executive Session at 10:53 a.m. and resumed the public meeting.

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There being no further business, upon a motion made by Mr. Branchini and seconded by Ms. Gallo, the Members unanimously voted to adjourn the meeting. The meeting thereupon adjourned at 10:54 a.m.

Respectfully submitted,

  
Lauren Brugess  
Assistant Corporate Secretary