

HUGH L. CAREY BATTERY PARK CITY AUTHORITY

Meeting of the Members
200 Liberty Street, 24th Floor
New York, NY 10281
October 29, 2018

Members Present

George Tsunis, Chairman
Louis Bevilacqua, Member
Donald Capoccia, Member
Martha Gallo, Member
Anthony Kendall, Member
Catherine McVay Hughes, Member
Lester Petracca, Member

Authority Staff in Attendance: Benjamin Jones, President and Chief Executive Officer
Debbie Addison, Director of Project Management & Planning
Sharmila Baichu, Vice President of Human Resources
Brett Beecham, Associate General Counsel
Anthony Buquicchio, Senior Project Manager
Marie Cornielle, Deputy Treasurer
Gwen Dawson, Vice President, Real Property
Abby Ehrlich, Director of Community Partnerships and Engagement
Pamela Frederick, Chief Financial Officer/Treasurer
James Gallagher, Assistant General Counsel
Abigail Goldenberg, General Counsel
Nimisha Haribaran, Executive Assistant/Contract Manager
Craig Hudon, Director of Parks Programming
Susie Kim, Deputy General Counsel
Karl Koenig, Controller
Eric Munson, Vice President of Administration & Strategic Planning
Lauren Murtha, Paralegal/Assistant Corporate Secretary
Robert Nesmith, Chief Contracting Officer
Anthony Peterson, Director of Diversity Programs
Bruno Pomponio, Director of Parks Operations
Jason Rachnowitz, Director of Financial Reporting
Nicholas Sbordone, Director of Communications and Public Affairs
Nicole Stallworth, Associate General Counsel
Markus Szejnberg, Special Counsel
Alexis Torres, Chief of Staff
Ryan Torres, Associate Director of Parks Operations
Kenneth Windman, Director of Facilities & Infrastructure Management

Others in Attendance: Warren Ruppel, Marks Paneth
Various Members of the Public

The meeting, called on public notice in accordance with the New York State Open Meetings Law, convened at 2:05 p.m.

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The first item on the agenda was the approval of the minutes of the September 18, 2018 meeting. Upon a motion made by Mr. Bevilacqua and seconded by Ms. McVay Hughes, the following resolution was unanimously adopted:

APPROVAL OF MINUTES OF THE SEPTEMBER 18, 2018 MEETING

BE IT RESOLVED, that the minutes of the meeting of the Members of the Hugh L. Carey Battery Park City Authority held on September 18, 2018 are hereby approved.

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There were no public comments.

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

Mr. Peterson reported that for the month of September, 2018, 32.81% or \$272,841.64 of the Authority's total allowable expenditures of \$831,525.02 was paid to M/WBEs and of this total amount, approximately 17% or \$142,356.92 was paid to MBEs, and approximately 16% or \$130,484.72 was paid to WBEs. Approximately 24% (\$197,889.43) of these amounts were paid directly to M/WBEs — 12.90% (\$107,304.71) to MBEs and 10.89 % (\$90,584.72) to WBEs. 9.01% (\$74,952.21) was paid to MWBEs as Sub-Contractors — 4.22% (\$35,052.21) to MBEs and 4.80% (\$39,900.00) to WBEs.

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The next item on the agenda was the Resiliency Update presented by Mr. Jones.

Mr. Jones began by reporting that we are continuing with our South Battery Park City and ball fields, design and engineering projects. Both teams are working hard on collecting and reviewing some of the background information related to both of these projects, including information on site conditions, relevant surveys, and building information. Of note for the South Battery Park City project, our team conducted an all agency stakeholder meeting in late September with city, state and neighborhood stakeholders. The same type of agency stakeholder meeting took place for the ball fields project this morning. Mr. Jones explained that these projects, and those to follow, are not just an enormous resilience initiative, it's a massive interagency coordination effort and really unlike any project of its kind, and everyone has come to the table prepared and cooperative.

Also, he noted, we are inserting ourselves in as many resiliency related activities as well including hosting three panels for New York City Climate Week and participating in a range of other activities from storm surge conferences, to finance and resiliency sessions, to stay on top of the changing landscape.

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Next, Ms. Gallo reported on the Javits Center visit.

Ms. Gallo first mentioned that the Chairman organized a best practices visit to the Javits Center, our convention center located on the west side. The CEO of the Javits Center, Alan Schwartz,

and his management team spent a good couple of hours with us, first helping us understand their vision, their thinking, and their financials, and then walked the property with us. She mentioned that some of the Board Members and many members of the Authority leadership team attended the visit.

She then noted there were three things that she took away from the visit. One was that they have a very comprehensive business plan about how they want to enhance the use of various functions of the convention center. They are very modern in their thinking on sustainability, everything from saving more birds, to the greening of roofs, to farming on the roofs and using the produce from the farm in the kitchens of the Javits Center, and to using solar panels to improve the efficiency of their consumption of energy.

The second, she continued, was on resiliency. They have made tremendous progress since Superstorm Sandy, and reflecting on how the water came into that facility that day, we can learn a tremendous amount from them. They evaluated all different kinds of systems. They have three different bollard systems that deal with different levels of water, speed of water, etc., and they do dress rehearsals regularly to be ready for situations that can arise.

Lastly, she mentioned they have a clear vision for that complex. They have committed multiyear funds for the resiliency work and the sustainability work which allows them to try new things and fail fast. Their ability to stay on track without outside interagency coordination is a thing to behold. She then thanked the Chairman for taking us on that tour.

Ms. McVay Hughes then added that the President of the Javits Center also stated that the sustainability measures have also saved money on their bottom line and she knows this is something the Authority is looking at when working with ground lease agreements on the sustainability and resiliency measures as well,

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Next, Ms. Goldenberg reported on the policy on the pre-qualification of vendors.

Ms. Goldenberg began by explaining that the issue of the Authority's policy on its selection and use of prequalified vendors came up at our last board meeting. In trying to decide the best path forward on this policy, the first step, she mentioned, was to go to other authorities and agencies, and take a look at what they do, and see if there was anything to learn or model from. The policy that we have ended up with here for your consideration is one that largely was formed by ESD and DASNY policies. So we learned a lot of good approaches from those folks.

She continued to explain that the objective here is to create a policy for prequalified vendors that allows us as staff members to be as nimble as possible in a world in which these vendors are used for emergencies or projects that need to be done quickly without long RFP processes. We wanted to make sure that the policy served that need, but also balanced the desire to make sure we had internal controls and sufficient reporting to the Board. So the first sort of major change in this policy from the prior policy is that the board would be presented with the entire prequalified list at the time of the proposed establishment of that list and then the requested approval at the time that the board was presented with the list would be for approval to allow the staff to enter into contracts throughout whatever the timeframe for that panel is. Ms. Goldenberg explained this gives us the ability to have a more holistic view of the prequalified vendors and the Board would receive information about what's being spent in the aggregate on an annual basis. A regular reporting requirement was also included so

that on a quarterly basis we would provide reports to the Board indicating our usage to date for each prequalified vendor, so the Board is aware of how the allocated aggregate amount is being used.

Some other highlights of the policy she noted, would address what the criteria would be when we want to assign work from that panel. In that regard there are in this policy a number of criteria that must be considered at the time, not only that we enter into a contract, but when we're actually giving work.

Upon a motion made by Mr. Petracca and seconded by Mr. Capoccia, the following resolutions were unanimously adopted:

AUTHORIZATION TO ADOPT THE POLICY ON THE PRE-QUALIFICATION OF VENDORS

BE IT RESOLVED, that the Pre-Qualification of Vendors Policy (the "Policy"), substantially in the form presented at this meeting, be, and hereby is approved; and be it further

RESOLVED, that the President of the Authority or 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 adoption and implementation of the Policy, and any such further actions heretofore taken with respect to the Policy are hereby ratified and approved.

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The next item on the agenda was the pre-audit presentation for fiscal year ending October 31, 2018. Ms. Frederick introduced Warren Ruppel from Marks Paneth who walked the Members through the annual review.

Mr. Ruppel began by stating that he was going to briefly describe the scope of the audit and also to ask for any input regarding the audit process. The first tab is just some contact information for myself, others who are on the team. Some of the required communications that have I have to go through with you are contained in the second tab and basically remind you that our audit is performed in accordance with US generally accepted auditing standards as well as government auditing standards. We do both a six-month review of the financial statements for the six-month period ended April 30th, and then do the audit for the full year ended October 31st. Mr. Ruppel explained that the April 30th financial statements haven't been issued because the finance folks were waiting for an actuary report to be issued for some OPEB benefits, but expect those to be issued shortly now that the information has been received.

There was some discussion about why the Authority does a 6-month review and an annual audit, and Mr. Ruppel suggested that there was a point in time when the Authority wanted to have that level of comfort over the six-month information and clarified that this review does not include detailed testing of accounts. He then mentioned Marks Paneth will be doing the financial statement audit in December and that needs to be reported to the state by the end of January to meet the requirements under the public authorities accountability act.

The next discussion point was related to OPEB benefits, postemployment benefits other than pensions and the accounting rules for that have changed, and requires the Authority to record any unfunded liability that you have for these OPEB benefits, present value of the projected benefits. The

calculations are done by an actuary and that'll basically result in the Authority recording approximately a \$40 million liability for those OPEB benefits on its balance sheet. And the prior year statements will be retroactively restated to reflect that liability as well. Ms. Frederick explained that this liability is fully funded through a reserve, however the Authority is not legally required to use the funds in the reserve for these benefits so this is not a protected reserve and could theoretically be raided. She explained they are looking into segregating these reserve funds into a trust that cannot be raided but the Authority's enabling legislation does not currently permit this and would need to be amended.

Mr. Ruppel noted that at the end of the audit he would report any adjustments that were made to the financial statements, any adjustments that were not recorded because they were deemed to be immaterial. Any unusual items, disagreements with management, or difficulties in performing the audit would also be reported. He noted that they usually get great cooperation from Pam, Karl, Jason, and the team and expect that to continue. He explained they really have ongoing communications throughout the year on issues and things and are anticipating new accounting standards as they come up.

He mentioned some inquiries regarding fraud that are listed in item number nine. He explained they have a laundry list of items they look at in terms of fraud and governance and asked the members here if they have any knowledge or suspicion of fraud at the Authority and whether they are aware of any activities under the whistleblower provisions that are in place. At this time Mr. Kendall stopped the presentation and recommended that this presentation take place at an audit committee meeting. Mr. Ruppel said this presentation is typically done with the audit committee so it is nothing outside of the ordinary.

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The next item on the agenda, presented by Mr. Jones, was the approval of the Budget for fiscal year ending October 31, 2019.

Mr. Jones began by stating that this presentation will go over the high points of the numbers, but also what we had in mind as we prepared this budget. Some highlights from this past fiscal year show our excess revenues for the year are approximately \$194 million. Per the settlement agreement, about \$153 million of that goes to the city general fund, and a little over \$40 million will flow to the joint purpose fund, which will support affordable housing in the city. Our total receipts for the past year are approximately \$298 million, \$10 million more than projected. We funded \$68.8 million to bond funding requirements. He also noted we had an operating budget of \$27.7 million this past year and are coming in under that at \$27.1 million.

Mr. Jones discussed the areas of focus that will drive a lot of the projects and operations for the next year which include continuing to accelerate our efforts in resiliency, getting approval on our capital plan with the city including preventive maintenance projects, working with several buildings to preserve rental housing and expand affordability where we can, reasserting ourselves on the sustainability front geared towards our own practices but also energy efficiency incentives for the broader neighborhood, continue investing in cultural program services and art installations, finalize a strategy to address the master lease term, and work on an enhanced framework for our security services with an eye towards safety and customer service.

Mr. Jones then explained we are projecting \$306 million in revenues for FY 2019, about 37% of this amount funds our debt service and operations and then 63% is the excess revenue that goes to the general fund and joint purpose fund of the city.

Mr. Jones then elaborated on our proposed operating expense budget, which is a 1.38% increase to just over \$28 million from last year. He then mentioned the FY '19 capital budget, which is under review by the city, noting we have a list of projects ahead of us for the year and thanks to the team here, the vast majority of these projects are either underway or procurement has been initiated for them. Once city approval is received we will go full force, he said.

Upon a motion made by Ms. McVay Hughes and seconded by Mr. Capoccia, the following resolution was unanimously adopted:

APPROVAL OF AUTHORITY BUDGET FOR FISCAL YEAR ENDING OCTOBER 31, 2019

BE IT RESOLVED, that the budget of the Authority for the fiscal year ending October 31, 2019, substantially in the form presented to this meeting be, and hereby is, approved and ordered filed with the records of the Authority; and be it further

RESOLVED, that the President and Chief Executive Officer of the Authority or his designee(s) be, and each of them hereby is, directed to file said budget and related information with all parties as required pursuant to all outstanding bond resolutions, agreements and requirements of law.

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The next item on the agenda, presented by Mr. Munson, was an update on the public art collection.

Mr. Munson explained that in response to last month's request for a more comprehensive look at our public art collection, he presented a four part update as to where we are in terms of fleshing that plan out. The first part of that is a full appraisal of our 14 world-class pieces, which is going to start in the next few weeks. He noted we are in the process of procuring an appraiser who will look at all 14 pieces, first the site specific environmental pieces, and then directly afterwards the pieces that are more sort of sculpture based that could theoretically be moved if necessary. We expect that that appraisal will be completed in February of next year. He explained the appraisal will consist of two numbers, an insurance value, so what it would cost to reconstruct the piece and the second would be the fair market value.

The second piece of this plan, he continued to explain, was restoration. There are three pieces in our collection that were identified as needing immediate remediation, the Martin Puryear piece, Ned Smyth's The Upper Room on the Esplanade, and Mary Miss' South Cove. Those three pieces again will be coming before you for approval on construction work in the months ahead.

Then the third piece, he noted, was conservation work, sort of standard upkeep, management, cleaning of the collection. In the past we have had cleaners maintain some of our bronze and stone pieces and we are going to be broadening that scope to include the mixed media pieces and the site-specific pieces as well.

And then the last piece that was mentioned was building out a robust temporary art pipeline. The past year we've had Animalis Works, Sunrise Sunset Revolution, which has been a very successful piece at Pier A Plaza and in the coming years, he mentioned, the hope is to build out a pipeline so that one will follow the other in succession, building on some of the artistic themes.

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The next item on the agenda, presented by Ms. Dawson was an authorization to enter into a contract with Community Electric Inc. for the Site-Specific Art Belvedere Pylons/Glass Benches Restoration and LED Lighting Conversion Project.

Ms. Dawson reminded the Members that this matter was brought to the board last month and this is the matter that created the request for the update on the public art collection. The board requested that before approving this particular contract, there be additional information provided about the public art collection, she noted. With the information provided by Eric and the process that has been created to create a full understanding of the art collection and its value, the expectation was that the board would feel comfortable with proceeding with approval of this contract for the restoration of the pylons and the glass benches.

As mentioned last month, Community Electric was considered comparably qualified and so the Real Property department recommended entering into a contract with Community Electric for performance of the project for the cost of \$595,925.

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

AUTHORIZATION TO ENTER INTO AN AGREEMENT WITH COMMUNITY ELECTRIC, INC. FOR THE SITE-SPECIFIC ART (BELVEDERE PYLONS AND GLASS BENCHES) RESTORATION AND LED LIGHTING CONVERSION PROJECT

BE IT RESOLVED, that in accordance with the materials submitted at this meeting, the President and Chief Executive Officer (the "President") of the Battery Park City Authority or her/his designee(s) be, and each of them hereby is, authorized and empowered to execute an agreement (the "Agreement") with Community Electric, Inc. for a term of fourteen (14) months to perform the Site-Specific Art (Belvedere Pylons and Glass Benches) Restoration and LED Lighting Conversion Project, in the lump sum amount of \$595,925.00; 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 Agreement on behalf of the Authority, subject to such changes as the officer or officers executing the Agreement shall, with the advice of counsel, approve as necessary and appropriate in the best interest of the Authority, such approval to be conclusively evidenced by the execution and delivery of the Agreement; 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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The next item on the agenda, presented by Ms. Goldenberg, was an authorization to amend the retainer agreement with Bracewell, LLP for the WTC Litigation.

Ms. Goldenberg explained to the Members that about a year ago Bracewell LLP was retained to assist in providing representation on our cases related to the cleanup following the 9/11 attacks. Since we retained them, she said, we have made great strides towards closing this out. Specifically after many years we finally got the city to agree to our contractual indemnification so the vast majority of any remaining litigation relates to claims that are now fully indemnified by the city. There are a couple of loose litigation ends to tie up that are outside of that indemnification being held by the city. She then requested to extend Bracewell's contract for one additional year, with an additional not to exceed amount of \$100,000, to do some litigation cleanup.

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

AUTHORIZATION TO AMEND THE RETAINER AGREEMENT WITH BRACEWELL, LLP

BE IT RESOLVED, that in accordance with the materials submitted at this meeting, the President and Chief Executive Officer (the "President") of the Battery Park City Authority or her/his designee(s) be, and each of them hereby is, authorized and empowered to execute an amendment to the retainer agreement (the "Amendment") with Bracewell, LLP to increase the amount payable thereunder by \$100,000 to a total not-to-exceed amount of \$300,000 and extend the contract term to September 13, 2019; 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 in the best interest 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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The next item on the agenda, presented by Mr. Munson, was an authorization to amend the contract with AlliedUniversal for security services.

Mr. Munson began by explaining that the Authority entered into a contract with, at the time it was Allied Barton, now AlliedUniversal, in 2015 with two one-year options to renew. Those three years, at a total contract amount of \$6.3 million, are now wrapping up and the relationship with AlliedUniversal has been very successful. The one thing that has been lacking, he noted, has been the ability to actually enforce certain quality of life violations in our parks and public spaces.

As a result of that, he continued, and under BJ's leadership a special patrol officer pilot was started with the New York City Police Department. Due to some delays on the city's side in getting some approvals, the pilot didn't start until just a few weeks ago. Right now, he reported, we have special patrol officers in Battery Park City parks patrolling and issuing warnings for certain violations

and those warnings will turn into summonses in the weeks ahead, which we hope will change behavior overall. Since that pilot just started, he requested an additional year to engage AlliedUniversal again at \$2.1 million to judge the efficacy of the pilot and to issue a full RFP for security services for a longer period of time.

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

AUTHORIZATION TO ENTER INTO AN AMENDMENT WITH ALLIEDUNIVERSAL TO PROVIDE SECURITY SERVICES

BE IT RESOLVED that in accordance with the materials presented to this meeting, the President and Chief Executive Officer of the Hugh L. Carey Battery Park City Authority (the "President") or her/his designee(s) be, and each of them hereby is, authorized and empowered to enter into an amendment with AlliedUniversal (the "Amendment") to provide security services for one (1) additional year and for a \$2.1 million increase in the contract value for a total not-to-exceed contract amount of \$8.4 million, 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 Amendment on behalf of the Hugh L. Carey Battery Park City Authority, 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 Authority, 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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The next item on the agenda, presented by Mr. Munson, was an authorization to amend the contract with Animalis Works LLC for the Pier A Plaza Public Art - Sunrise/Sunset.

Mr. Munson began by asking for another year for Sunrise Sunset Revolution, the phenomenal piece of art that is in Pier A Plaza. He explained our engagement with them included both the installation of the work and a set period of time to have it installed, and he noted, it was always intended to be temporary public art and that remains the intention. But as we work on building out this full public art plan and also the temporary public art pipeline, we wanted an additional year based on the success of the piece and our capacity internally to keep it.

Ms. McVay Hughes commented for the record that this particular art installation has gotten lots of positive feedback, people at all times of the day, really appreciate it, on that pier.

Upon a motion made by Ms. McVay Hughes and seconded by Mr. Bevilacqua, the following resolution was unanimously adopted:

AUTHORIZATION TO AMEND THE AGREEMENT WITH ANIMALIS WORKS LLC

BE IT RESOLVED, that in accordance with the materials submitted at this meeting, the President and Chief Executive Officer (the "President") of the Battery Park City Authority or her/his designee(s) be, and each of them hereby is, authorized and empowered to execute an amendment (the "Amendment") with Animalis Works LLC to extend the contract to October 31, 2019; 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 in the best interest 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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The next item on the agenda, presented by Ms. Dawson was an authorization to enter into a contract with the LiRo Group for construction management services for the leak remediation project at the Community Center (Asphalt Green).

Ms. Dawson began by asking for approval of a contract with a construction manager to manage the community center leak remediation project. She explained the building was built by the designated developer Millstein Properties back in 2006 and there was a coordination with the construction of the community center whereby Millstein provided the space and did the core and shell work for the space and the Authority performed the interior fit out for the approximately 55,000 square foot community center.

From the outset, she mentioned, there were some problems with leakage into the facility, which were reported to Millstein, and those leaks persisted after the site was turned over to Asphalt Green and opened in 2013 and still persist today. The Authority back in 2013 retained an engineer, Wiss, Janney, Elstner Associates ("WJE"), to investigate the causes of the water infiltration. WJE had prepared two separate reports, which indicated that there was culpability on the part of the contractor for Millstein. The Authority entered into negotiations with Millstein at that time and those negotiations have been somewhat protracted, but a current agreement with Millstein, she noted, allows the Authority to have access to the site to perform the repairs that would be necessary in order to address the leakage problems.

Ms. Dawson stated we performed a procurement and received four proposals for the construction management work associated with the project. Those proposals were evaluated according to the criteria that was established in the RFP. The LiRo Group was the highest rated firm and consequently it was concluded that LiRo's cost was reasonable for the number of hours and the Real Property department recommended that the Authority enter into a 15-month contract for the not to exceed amount of \$601,304 with the LiRo Group to perform the construction management services for the leak remediation project.

Ms. Gallo abstained from voting stating that she thinks "we paid \$58 million for a community center that was delivered with a defective wall, and I think we've known that for a long time and we've let it go for a very long time."

Upon a motion made by Mr. Petracca and seconded by Mr. Capoccia, the following resolutions were unanimously adopted:

AUTHORIZATION TO ENTER INTO A CONTRACT WITH THE LIRO GROUP FOR THE BATTERY PARK CITY COMMUNITY CENTER LEAK REMEDIATION PROJECT -- CONSTRUCTION MANAGEMENT SERVICES

BE IT RESOLVED, that in accordance with the materials presented to this meeting, the President and Chief Executive Officer (the "President") of the Authority or her/his designee(s) be, and each of them hereby is authorized to enter into a fifteen-month contract (the "Contract") with The LiRo Group for Battery Park City Community Center Leak Remediation Construction Management Services in the not-to-exceed amount of \$601,304.00 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 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 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 confirmed and approved.

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The next item on the agenda, presented by Mr. Jones was an authorization to enter into an amendment of the Settlement Agreement with the City of New York for the Eastern Boundary and the Route 9A Medians.

Mr. Jones explained that we currently maintain the Eastern Boundary and medians along Route 9A through a settlement agreement with the city. That agreement, which was entered into in 2015 and subsequently extended in 2017, expires at the end of this month and the city has agreed to extend the agreement one more year with the same terms, he noted. The board is being asked to approve the extension of the Eastern Boundary and Route 9A medians maintenance agreement with the city for an additional year.

Upon a motion made by Ms. Gallo and seconded by Ms. McVay Hughes, the following resolutions were unanimously adopted:

**AUTHORIZATION TO ENTER INTO A SETTLEMENT AGREEMENT AMENDMENT
RELATING TO THE EASTERN BOUNDARY AND THE ROUTE 9A MEDIANS**

BE IT RESOLVED, that in accordance with the materials presented to this meeting, the President and Chief Executive Officer (the "President") of the Authority or her/his designee(s) be, and each of them hereby is authorized to execute an amendment to the Settlement Agreement (the "Settlement Agreement Amendment") relating to the Eastern Boundary and the Route 9A Medians; 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 Settlement Agreement Amendment on behalf of the Authority, subject to such changes as the officer or officers executing the Settlement Agreement 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 Settlement Agreement 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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Mr. Capoccia made a motion to enter Executive Session, which was seconded by Ms. McVay Hughes, to discuss the negotiations related to the lease of real property, the publicity of which could substantially affect the value of the relevant properties, and to discuss potential litigation matters (revised). The Members entered Executive Session at 3:46 p.m.


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Upon a motion made by Ms. McVay Hughes and seconded by Mr. Bevilacqua. The Members exited Executive Session at 5:40 p.m.

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There being no further business, upon a motion made by Ms. Gallo and seconded by Ms. McVay Hughes, the Members unanimously voted to adjourn the meeting. The meeting thereupon adjourned at 5:40 p.m.

Respectfully submitted,


Lauren Murtha
Assistant Corporate Secretary