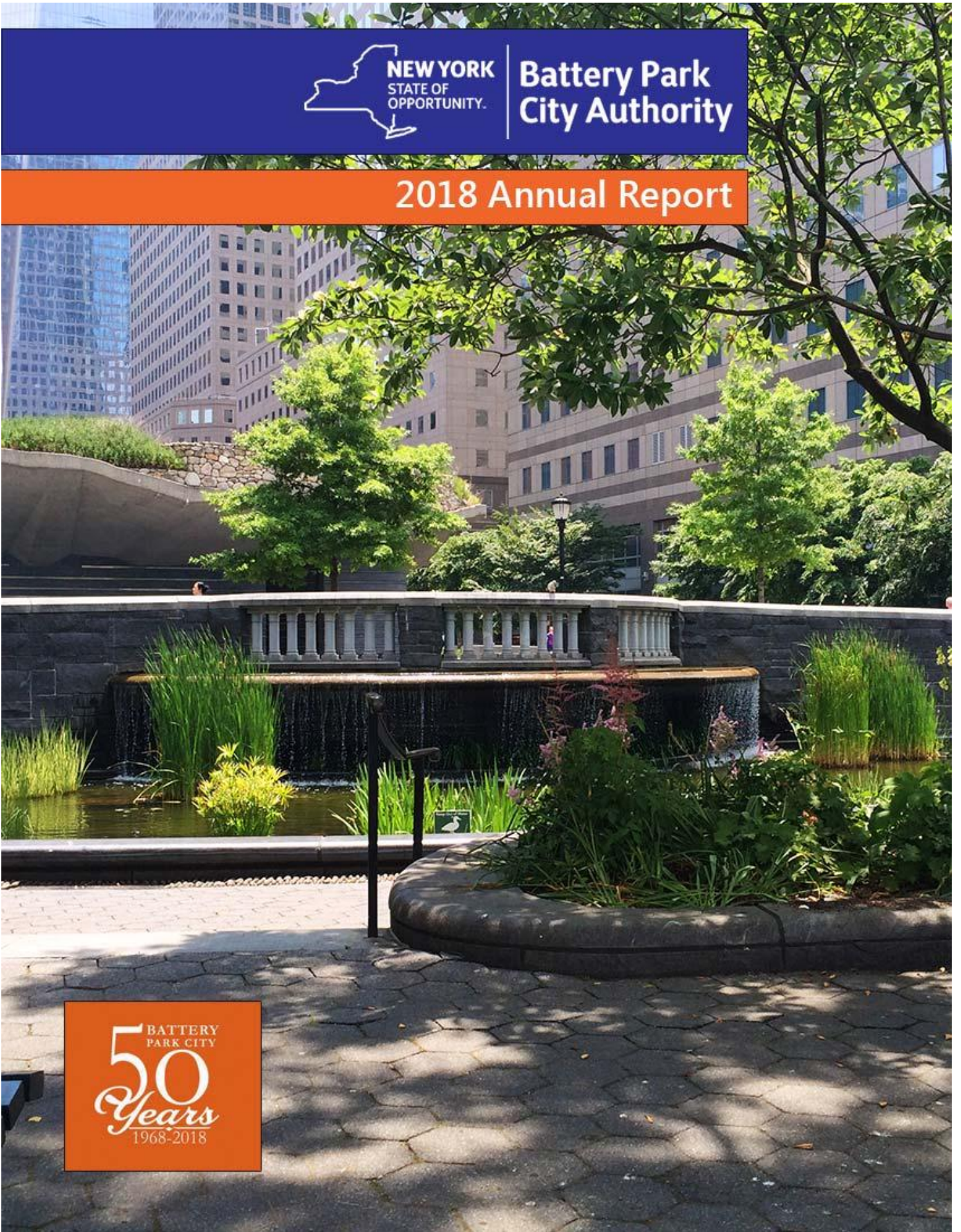




NEW YORK  
STATE OF  
OPPORTUNITY.

Battery Park  
City Authority

# 2018 Annual Report



BATTERY  
PARK CITY  
**50**  
*Years*  
1968-2018



BATTERY PARK CITY AUTHORITY, 2018

2018 marked significant progress in the Authority's continued development and maintenance of the Battery Park City neighborhood. It marked the 50<sup>th</sup> Anniversary of the Battery Park City Authority Act, which set into motion the transformation of a place where dilapidated piers once crumbled into the Hudson River and is now a thriving community of residents, schools, retail spaces, cultural institutions and parks.

On the following pages, you'll find highlights from the past year, including the initiation of the design and engineering components of our ambitious resiliency plan as well as a range of engaging programs for a growing diverse audience. There is also a variety of financial and operational information in keeping with transparency requirements of New York State.

You can find this report and more information about the Authority and the Battery Park City neighborhood at [www.bpca.ny.gov](http://www.bpca.ny.gov).

*This Annual Report and appendices are presented in accordance with Sections 2800 and 2802 of New York Public Authorities Law.*

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# 2018 Highlights



BPCA celebrated its 50th birthday with a special Golden Jubilee community concert in Rockefeller Park.



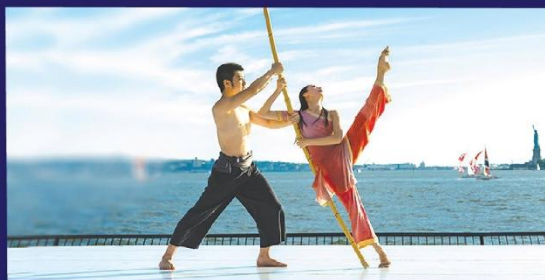
For the Authority's 50th anniversary BPCA received special recognition from Community Board 1 and Councilmember Chin.



In partnership with New York Presbyterian's Lower Manhattan Hospital, BPCA began a new series of free health workshops for seniors. Seniors also enjoyed BPCA's new nutrition and cooking classes.



BPCA partnered with the Lower Manhattan Cultural Council to bring back the River-to-River Festival to Battery Park City with a performance *Naamah's Ark*. The accompanying choral performance also included both students from Stuyvesant High School Chorus and the Jerriese Johnson Gospel Choir of Middle Collegiate Church.



This year approximately 10,000 attendees enjoyed the free outdoor performances of the Battery Dance Festival held in Battery Park City from August 12-17.



Though still a new program, Strings-on-Hudson summer evening classical musical performances are already becoming a neighborhood favorite.

# 2018 Highlights



In 2018 we presented more than 1,325 programs for the public throughout the year - our largest offering yet. The Authority continued its River & Blues summer concert series (pictured here), featuring a diverse set of new and returning artists



Traditional fiddle music from around the world electrified attendees at three performances at the Irish Hunger Memorial.



Cowboys, music and spoken word performances were all part of the revelry at BPC's first Juneteenth Celebration.



Kids got to learn about sustainability with fun green projects from the Authority's Parks Operations team at this year's Earth Day event.



BPCA staff and friends joined with Governor Cuomo and the New York State contingent to march in this year's New York City Pride Parade.

# 2018 Highlights



In 2018, as part of the maintenance of our world class parks, over 60,000 bulbs were planted, 20,000 pounds of food and plant waste composted, 5.1 miles of bench slats maintained, over 1,800 Christmas trees chipped and nearly 270,000 cans worth of trash emptied.



In order to continue improving efficiency and response times, BPCA implemented a maintenance and asset tracking system for parks operations.



The Authority, with BMCC, completed first parks user study – a yearlong scientific assessment, including community focus groups, to better understand parks usage, strengths, and opportunities for improvement.



The Community Center at Stuyvesant High School reached enrollment levels above 1,000 members—a 250% increase since revamping its operations in 2016.



The Authority was recognized by District 75 Office of Transition Services for our special education work readiness program with PS 226M. BPCA has hired our first employee from the program.



The Authority worked closely with the NYPD's new 1st Precinct neighborhood Coordination Officers, obtained a designation from NYPD for enforcement powers for some of our ambassadors, and launched the Special Patrol Officer pilot program.

# 2018 Highlights



Six years after the devastation of Hurricane Sandy, hardening of Battery Park City for future storms and climate change impacts is one of BPCA's top priorities. With a wide range of stakeholders at the state, local and neighborhood levels, the Authority has initiated four major resiliency projects: South Battery Park City, BPC Ballfield / Community Center, North Battery Park City, and Western Perimeter Battery Park City.



In recognition of the importance of an active and ongoing dialogue between BPCA and the local community regarding planned resiliency improvements, each of BPCA's resiliency projects incorporate a robust community engagement process.



As part of Climate Week NYC, the Authority hosted a set of international panel discussions on emissions aimed at protecting public health and the environment.



The Ballfield / Community Center Resiliency Project is underway, with engineering firm STV performing field work, conducting community outreach, and developing initial design alternatives in advance of construction.



The South Battery Park City Resiliency Project, already in progress, contemplates creation of a continuous flood barrier from the Museum of Jewish Heritage, through Wagner Park, across Pier A Plaza, and along the northern border of the Battery where it would be positioned to connected with LMCR efforts.



To provide protection for the North Esplanade and nearby areas of the neighborhood, the North Battery Park City Resiliency Project, which currently has started, will include a deployable barrier crossing West Street / Route 9A.



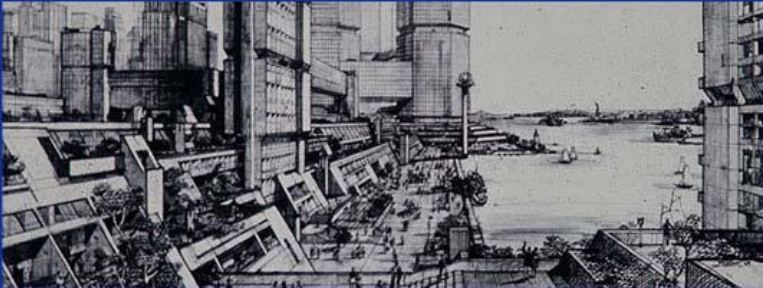
## Battery Park City Authority



1788 – The State of New York is established.

19th and early 20th Century – Shipping piers are built on Manhattan's west side.

1950s – The rise of intermodal container shipping leads to the abandonment and subsequent dilapidation of the west side piers.



1968 – Governor Nelson A. Rockefeller signs the Battery Park City Act, creating the Battery Park City Authority and empowering it to plan, create, coordinate, and maintain a new neighborhood on Manhattan's lower west side.

1969 – A master plan for the development of Battery Park City is adopted.

1972 – The Battery Park City Authority issues its first bonds to fund construction.



1976 – Construction of the landfill is completed.

1980 – Construction of the first residential building, Gateway Plaza, and the World Financial Center (what is today Brookfield Place), commences.

1985 – Rector Park opens to the public.

1988 – North Cove Marina begins operation. South Cove, a unique artwork and park, is completed.



1990 – More than 20 buildings have been built in Battery Park City.

1992 – Governor Nelson A. Rockefeller Park is opened to the public. Stuyvesant High School relocates to its brand new building in Battery Park City.

BATTERY  
PARK CITY  
**50**  
Years  
1968-2018





1996 – Robert F. Wagner Jr. Park opens at the southern tip of Battery Park City.

2001 – The 9/11 attacks cause severe damage to several buildings in the neighborhood. The Authority and its employees assist with recovery and rebuilding.

2002 – The Irish Hunger Memorial opens. The newly completed Solaire building is named as America's first LEED certified residential high rise.

2003 – Governor Pataki throws out the first ball at Battery Park City's new ball fields.

2004 – Construction of Teardrop Park is completed.

2009 – The Battery Park City Authority begins management of the abandoned century old Pier A and starts restoration work.

2010 – Teardrop Park opens to the public. Construction of West Thames Park is completed.

2011 – The final residential building in Battery Park City, Liberty Luxe, is completed.

2012 – Hurricane Sandy's storm surge causes flooding throughout the neighborhood, prompting the Authority to redouble its sustainability and resiliency efforts.

2014 – A restored Pier A opens after lying vacant for twenty-two years.

2018 – The Battery Park City Authority celebrates its 50th anniversary.





## 1. Operations and Accomplishments

## 1. Operations and Accomplishments

### 1.1 Organizational Highlights:

In 2018 the Authority's various departments, including Parks Operations, Administration, Human Resources, Legal, Finance, Real Property, and Parks Programming managed a multitude of daily responsibilities and projects.

The Parks Operations department, comprised of both maintenance and horticultural staff, continued to maintain Battery Park City's world-class parks. During the year they planted over 60,000 bulbs, composted 20,000 pounds of food and plant waste, maintained 5.1 miles of bench slats, emptied nearly 270,000 cans worth of trash, and cleared over 40 inches of snow from streets and paths – including an overnight shift to shovel through January's "bomb cyclone.,,

The Administration's Events Coordination and Management team issued 274 permits in 2018 including such diverse events as the first annual "Barktoberfest,, pet costume party; Experience Thailand, which celebrated 200 years of US-Thai friendship with a day of cultural activities; the Stephen Siller Tunnel to Towers 5K Run & Walk, which honors the courage and sacrifice those who gave their lives to save others on 9/11; and a race on the Hudson by the Association of Professional Paddling. Additionally, the Authority launched its "ePermit,, system, an online permitting system that allows applicants to easily file applications and remit payment online.

The procurement team, a component of the Administration department, oversaw nearly 300 procurements in 2018. The Authority exceeded the State's goals for utilization of minority and women owned business as well as service disabled veteran owned businesses.

2018 also launched a new three-year internal audit program, completed an organization risk assessment, and conducted audits of information security and governance, timekeeping and payroll, and invoicing.

The Human Resources department spent 2018 updating the Authority's personnel policies and standardized procedures. Human Resources offered additional staff trainings. Additionally, 2018 marked the launch of a new Human Resources information system, allowing employees to better manage their benefits and timekeeping.

This year the Authority also launched the Special Patrol Officer pilot program. For this program the Authority obtained a designation from the New York Police Department to grant citation enforcement powers for certain BPC Ambassadors. In 2018 BPC Ambassadors also provided critical support to operations, identifying over 3,000 items in need of maintenance, and assisted visitors and residents over 2,700 times, alerted the NYPD to 7 instances of criminal activity, and performed over 20,000 checks of safety equipment.

## 1.2 Key Projects:

BPCA performed new and on-going capital construction and repair/restoration projects, along with a number of significant design, engineering, assessment and planning projects, all focused on the preservation, safety and enhancement of the public spaces, infrastructure and amenities within Battery Park City.

- **Key Projects Completed in 2018**

- **Construction Projects**

- **200 Rector Fit-Out Project:**

Construction commenced in 2017 on the fit-out of office space leased by the Authority for security, construction management and community support purposes. The project was substantially completed in 2018.

- **Assessment/Design Projects**

- **South End Avenue Streetscape Study:**

A study to evaluate the current streetscape and pedestrian conditions associated South End Avenue and West Thames Street and created a conceptual plan for streetscape enhancements was completed in 2018 cooperation with the New York City Department of Transportation and the Battery Park City Committee of Community Board 1. Detailed design for the plan is expected to commence in 2019.

- **Public Art Restoration (Pylons and Glass Benches):**

Assessment of and design for the restoration of the Pylons (Martin Puryear, artist) located at the Belvedere and the lighted glass benches in the north neighborhood (James Carpenter, designer) was completed in 2018, and the construction is expected to be commenced and completed in 2019.

- **Community Center Leak Remediation Project:**

The updated design for the remediation of water infiltration at the Battery Park City Community Center was completed in 2018. Construction of the project is expected to commence in 2019 and be completed in 2020.

- **North BPC Street Repairs/Repaving:**

The design and engineering for repairs to and repaving of the north neighborhood streets was completed in 2018. Construction of the first phase of the project is expected to be completed in 2019.

- **Curtain Wall Repairs:**

The design and engineering for repairs to the Esplanade Curtain Wall was completed in 2018. Construction of the project is expected to be completed in 2019.

- **Rockefeller Park Playground**

The updated design for the restoration of the Rockefeller Park Playground was completed in 2018. Construction of the project is expected to be completed in 2019.

- **Key Projects Commenced or Continued in 2018**

- **Construction Projects**

- **Rector Grid Electrical Upgrade:**

The project to update the electrical wiring and infrastructure serving the Battery Park City Rector Electrical Grid was commenced in late 2017 and is expected to be completed in 2019.

- **Tribeca Pedestrian Bridge Painting:**

The project to paint and upgrade the Tribeca Pedestrian Bridge was commenced in 2018 and is expected to be completed in 2019.

- **South Cove Jetty Repair/Restoration**

Demolition associated with the project to restore timber and bracing sections of the South Cove Jetty was begun in 2018. Full construction is expected to be commenced and completed in 2019.

- **Pier A Structural Repairs – Phase I**

Phase I of a multi-phase project to repair and restore certain underwater structural components of Pier A was commenced in 2018 and is expected to be completed in 2019. (Phase II of the project is expected to be commenced in 2019.)

- **Resiliency Projects**

- **South Battery Park City Resiliency Design and Engineering Project (a Collaboration with the City of New York, the New York City Department of Parks and Recreation, The New York City Mayor’s Office of Recovery and Resiliency and the New York City Department of Transportation):**

Detailed design and engineering for the South Battery Park City Resiliency Plan (extending from the Museum of Jewish Heritage, through Wagner Park, Pier A Plaza and along Battery Place to a terminus at State

Street) was procured in 2017 and commenced in 2018. Design is expected to be completed in 2019, and construction is expected to be completed in 2021.

- **Ball Field / Community Center Resiliency Project:**  
Detailed design and engineering for the Ball Field / Community Center Resiliency Project commenced in 2018. Design is expected to be completed in 2019, and construction is expected to be completed in 2020.
- **North Battery Park City Resiliency Project:**  
Procurement for the detailed design and engineering for the North Battery Park City Resiliency Project (extending from the northwest corner of Stuyvesant High School, east along the North Esplanade, across West Street and east to approximately West Broadway) was commenced in 2018, and design is expected to commence in 2019 and be completed in 2020. Construction is expected to be completed in 2022.
- **Assessment/Design Projects**
  - **Wayfinding/Signage Design Project:**  
The project to design an updated wayfinding and signage program for Battery Park City was commenced in late 2017 and is expected to be substantially completed in 2019.
  - **Police Memorial Expansion Design:**  
The project to design an expansion of the Police Memorial was commenced in 2018 and is expected to be completed in 2019. The construction of the expansion is also expected to be completed in 2019.
- **Cooperative Partnering Projects:**
  - **West Thames Street Pedestrian Bridge:**  
As part of a collaborative project between the New York City Economic Development Corporation (NYCEDC), the Lower Manhattan Development Corporation and the Authority, construction of the West Thames Pedestrian Bridge was commenced by NYCEDC in 2016. Completion of the construction is expected in 2019. This will be followed by the removal of the Rector Bridge, which was designed as a temporary structure.

### 1.3 Public Programming and Community Engagement

#### **Parks Programming:**

Guided by staples like the Annual Battery Park City Art Exhibition, Swedish Midsummer Festival, and Holiday Lights, and highlighted by events marking BPCA's 50<sup>th</sup> Anniversary, our Parks Programming saw record attendance in 2018. Nearly 70,000 participants were drawn to 1,300 mostly-free classes, programs, and events, including:

- BPC Golden Jubilee – On May 31, 1968, Governor Nelson A. Rockefeller signed the Battery Park City Authority Act, creating the public benefit corporation that would build and maintain this vibrant, award-winning, 92-acre mixed use community on Manhattan's lower west side. On May 31, BPCA hosted a public celebration of its 50<sup>th</sup> birthday on the lawns of Rockefeller Park with neighbors and special guests, with music provided by Bang on a Can's Asphalt Orchestra and the funky reggae beats of Brown Rice Family.
- The 50-Year Greening of BPC: From Landfill to Gardens – This early June event explored the remarkable evolution of Battery Park City in its use of sustainable horticulture practices and innovative design. Guided by Anne O'Neill, BPCA Director of Horticulture, and James dePadua and Manuel Rivera, Senior Horticulturalists with over 50 years of combined experience, this tour told the story of transforming landfill to an international model of urban parks and gardens.
- BPC at Fifty: Public Art Retrospective – In October, contemporary art historian Dorothea Basile led a pair of walks highlighting the public art that was originally commissioned to celebrate the threshold where city meets Hudson River waterfront-park landscapes, and the more recent installations that have continued that vision.
- BPC Annual Art Exhibition – This free exhibit, running from January through March, featured work by artists from across the hundreds art classes BPCA offers each year.
- Tuesday Talks – The popular lunchtime series continued in 2018 on select Tuesdays in January, February, and March on topics ranging from Hudson River Valley history to public markets, and from Georgia O'Keeffe's time in New Mexico to a year on Broadway.
- Fiddle Celebration – Traditional fiddle music from around the globe electrified attendees at three June performances in newly-activated event space at Irish Hunger Memorial Plaza.
- Juneteenth Celebration – Juneteenth, or Emancipation Day, originated in Texas and commemorates the ending of slavery in the United States originated in Texas. Artists Autumn Ewalt and Dharmesh Patel, creators of the adjacent public art installation Sunrise, Sunset (Revolution) on Pier A Plaza, shared tales of celebrating in Texas. The Federation of Black Cowboys brought their horses and shared stories. The event also

featured a musical performance by Naomi Shelton and the Gospel Queens and spoken word by Zell Miller III.

- BPC Community Field Day – With school out for summer Battery Park City’s annual community field day was bigger than ever, with free ice cream, face painting, music, and classic field day games like potato-sack races, relays and tug-of-war.
- Swedish Midsummer Festival – Coordinated jointly with the Swedish Consulate of New York, this annual festival celebrating the summer solstice – and celebrating 20 years in Battery Park City in 2018 – drew thousands of revelers to Robert F. Wagner, Jr. Park. See more about this year’s festival in The New York Times: <https://nyti.ms/2KqybAg>
- River & Blues – Expanded in 2018 to five Thursday evenings in July and August, the annual River & Blues concert series featured blues music from around the world with lower New York harbor as backdrop.
- Strings-on-Hudson – Back for a second summer after its smashing debut in 2017, Strings-on-Hudson is Battery Park City’s al fresco classical music series at Belvedere Plaza.
- Movie Nights at Rockefeller Park – Back by popular demand, hundreds joined us under the September stars for free screenings of great feature films made in/featuring New York City, including *The Wiz*, *Muppets Take Manhattan*, *Men in Black*, and *Spiderman*.
- Dockappella – The new fall classic returned for its third successful season with some of region’s best collegiate a cappella talent performing indie hits, pop favorites, and jazz classics along the banks of the Hudson. Performers included including groups from Berklee College of Music, Columbia University, Harvard University, New York University, University of Maryland, Vassar College, and Yale University.
- Holiday Lights – Battery Park City’s annual holiday tradition featured its customary offering of warm beverages, sweet treats, and caroling in South Cove, topped off with lighting of the Battery Park City holiday tree.

While the vast majority of events are free year-round, in 2018 BPCA also reduced the prices for a number of its most-popular pay classes – including Stories & Songs, Parent & Baby Yoga, Chess Lessons & Tournament, etc. – as part of its ongoing commitment to expand low-cost programming.



### **Community Operations:**

- Community Center at Stuyvesant High School – BPCA operates the Community Center at Stuyvesant High School (CCSHS) seven days a week when school is not in session, with access through paid annual memberships or day passes available to all New Yorkers. In 2018, BPCA added new class offerings including adult tennis, and adult and children’s dance classes.
- Battery Park City Ball Fields – Each year approximately 50,000 youth from across the city utilize the Battery Park City Ball Fields for thousands of permitted hours of league and individual play. Youth soccer, football, and baseball are the mainstays here, with Downtown Soccer League holding its 25<sup>th</sup> Anniversary celebration on the fields in December.

### **Community Partnerships:**

In addition to Parks Programming, in 2018 BPCA continued its programming and partnerships with local and community organizations to benefit BPC residents and the greater downtown community.

- BPCA furthered its partnerships with Battery Park City cultural institutions Poets House and the Museum of Jewish Heritage – A Living Memorial to the Holocaust (MJH), with an array of programming including exhibitions, readings, discussions, and live performances.
  - With MJH and National Yiddish Theatre Folksbiene, BPCA facilitated a performance of *Song of the Lodz Ghetto*. This multimedia musical program featured Brave Old World’s arrangements of rare Jewish music created between 1940 and 1945 in the Nazi ghetto of Lodz, Poland. The life-affirming songs, satirical to celebratory, were collected in Israel among survivors of the Lodz Ghetto.
  - With Poet’s House and in celebration of National Poetry Month in April, BPCA officially launched *Raining Poetry in BPC*, a temporary public art project that on rainy days displayed excerpts of poetry on the paths, plazas, and sidewalks of Battery Park City. Portions of nine popular poems by luminaries such as United States Poet Laureate and Pulitzer Prize winner Tracy K. Smith, Langston Hughes, Sylvia Plath, and others appeared for view with the rainfall, joined by those penned by local school children that first appeared during the summer of 2017, and were reproduced this year.
- Battery Park City Seniors – BPCA continued its relationship with Battery Park City’s Senior community through a series of free sessions including cooking and nutritional classes at the Asphalt Green kitchen, and health workshops at 6 River Terrace led by New York Presbyterian’s Lower Manhattan Hospital. In November, BPCA opened new

community space at 200 Rector Place opened with BPC Seniors and Council Member Margaret Chin.

- BPCA Parks User Count & Survey – BPCA in 2018 completed its first-ever, scientific study of the use of Battery Park City’s 36 acres of parks and public spaces, an effort aimed at helping BPCA meet the challenges of maintaining the high level of satisfaction that its park users enjoy. The BPCA Parks User Count & Study, conducted by Borough of Manhattan Community College (BMCC) researchers and students between July 2017 and June 2018, included statistical counts, surveys by a random sampling of parks users, and focus groups resulting in a bevy of data from a range of users – local residents, visitors from other New York communities, local office employees, and tourists (domestic and international); from those who were experiencing their first visit to others who have been enjoying the parks for 35 years. The Study’s findings confirm that Battery Park City parks are extremely successful in providing an attractive and safe environment for a varied array of user populations.
- Increased Opportunities for Students – In partnering with BMCC on preparation of the Parks User Count & Study above, BPCA hired 44 BMCC students as part-time research assistants to count people in parks, as well as to facilitate and enter data from short user surveys for further analysis.
  - Continuing an initiative begun in 2017, 24 more students from District 75’s P226M in Battery Park City trained and worked year-round with BPCA’s horticulture and maintenance staffs as part of their work-readiness education. For these efforts, in May BPCA was honored at the District 75 Annual Student Recognition and Business Awards Ceremony.
  - In addition, 20 students from ranging from high school to grad school served as paid summer interns across 10 agency departments in 2018. One of those interns now works full time as an Associate Project Manager on BPCA’s Real Property team.
- River-to-River Festival / Naamah’s Ark – Returning to Battery Park City in 2018 for the first time in three years, BPCA partnered with the Lower Manhattan Cultural Council to bring a live performance to Nelson A. Rockefeller Park in June. Inspired by Hurricane Sandy, *Naamah’s Ark*, by Marisa Michelson and Royce Vavrek, tells tale of Noah’s Ark from the perspective of his wife, Naamah. Set immediately after the great flood, *Naamah’s Ark* looks to the moment in which all of the different animals must learn to co-exist in their new reality. The performance drew upon diverse groups including MasterVoices, the Life Rhythms Percussion Ensemble, a barbershop quartet, groups of Hispanic and Gospel singers and local, Lower Manhattan-based elementary and high school choirs, enlisting the talents of approximately 200–250 talented individuals in all.
- Battery Dance Festival – In its fifth season at Battery Park City’s Robert F. Wagner, Jr. Park in 2018 – and 37<sup>th</sup> year overall – the Battery Dance Festival is the longest-running

free public dance festival in New York City. In all, approximately 10,000 attendees enjoyed the free outdoor performances from August 12-17. Following the shows, in September, the park also hosted a free screening of the documentary *Moving Stories*, featuring Battery Dance's projects in India, Romania, South Korea, and Iraq.

- Recurring Community Partnerships – In addition to established classics like the Battery Dance and River-to-River festivals, BPCA continued its work with local organizations in helping sponsor a range of community activities and events. Highlights in 2018 included the 9/11 Memorial & Museum's annual 5K Run/Walk & Community Day and "Tribute in Light," ceremony; Public School 89's "Run for Knowledge,"; the annual Battery Park City Ice Show and "Skating with the Stars," session at the Rink at Brookfield Place; and the annual, solemn 9/11 commemoration ceremony and engraving of the fallen's names at the NYC Police Memorial on Kowsky Plaza.

### **Governance & Community Engagement:**

As BPCA celebrated its 50<sup>th</sup> Anniversary in 2018, it made continued its close work with Manhattan Community Board 1 (CB1), the Battery Park City community at large, and local elected officials and partners on all manner of topics affecting the neighborhood and its residents.

These efforts including providing full written reports and taking questions at monthly meetings of the CB1 Battery Park City Committee, attending the monthly meetings of the full community board and New York City Police Department's First Precinct Community Council, and continuing the practice, begun in October 2016, of scheduling a public comment session at all meetings of the BPCA Board.

In June, pursuant to 2017 State legislation, two (2) Battery Park City residents were appointed as Members of the BPCA Board; henceforth two (2) of BPCA's seven (7) board members must be BPC residents.

BPCA Board Meetings, as well as the "town hall,"-style, BPC Open Community Meetings the Authority continues to conduct multiple times per year, are also webcast live and archived for the public on BPCA's website.

These meetings are supplemented by a robust set of tools to keep BPC residents and the public at large apprised of the Authority's work, including a suite of social media accounts (Facebook, Instagram, Twitter, YouTube) and a regularly-updated weblog showcasing BPCA highlights and news.

The Battery Park City Authority "Connect," newsletter continued to highlight local news, people, and upcoming events for more than 5,000 monthly subscribers. In 2018 BPCA also continued regular email blasts customized for specific occurrences including street closures and parking impacts, upcoming event and construction schedules, emergency updates, and more.

In keeping with its green pedigree, in 2018 BPCA reviewed its investment holdings with respect to fossil fuels and identified one (1) remaining investment with ExxonMobil, which matured in March. Going forward, BPCA has put a hold on any new fossil fuel investments pending further review, and as informed by related actions of New York State and New York City.

In partnership with the International Carbon Action Partnership (ICAP) and the Under2Coalition, in September BPCA hosted a series of panel discussions about emissions trading to commemorate 10 years of Climate Week NYC, which occurs annually during the UN General Assembly to highlight leading climate action being taken by governments, businesses, academic and other institutions throughout the world.

BPCA also continued regular community engagement on specific areas of local interest through public sessions and focus groups. Examples include:

- In close consultation with CB1's BPC Committee, elected officials, and partners throughout Battery Park city and across greater downtown, in 2018 BPCA hosted all-agency "kickoff," meetings and the first round of public meetings as it commenced design and engineering phases for the South Battery Park City Resiliency Project and the BPC Ball Fields Resiliency Project. These engagements, as well as those for forthcoming the North Battery Park City Resiliency and Western Perimeter Resiliency projects, will continue throughout 2019 and beyond.
- As a result of discussion with CB1's BPC Committee, in February BPCA installed life ring cabinets along the Battery Park City Esplanade, adding these potentially life-saving measures to an iconic and popular public space. The durable, weatherproof red and white cabinets, each including a 24-inch water rescue life preserver and rope, were affixed to the Esplanade railing at seven locations along the waterfront and are regularly inspected by Parks Operations personnel, as well as by Allied Universal Ambassadors during their 24x7 neighborhood patrols.
- As part of the BPCA Parks User Count & Study, in March 2018 BMCC conducted seven (7) two-hour focus groups in which researchers spoke with nearly three-dozen participants, most of whom were Battery Park City residents. These focus groups provided an opportunity to explore in depth what regular visitors and residents value about BPC parks.
- As part of its Wayfinding Signage Initiative, BPCA worked with CB1's BPC Committee to develop an online survey in the spring of 2018. Responses to the survey – more than 180 – along with public discussions at BPC Committee meetings throughout the year, will help inform signage appearance, content, and placement.
- In response to community request for enhanced enforcement authority, in 2018 BPCA began a Special Patrol Officer (SPO) pilot program with certain of its most experienced Allied Universal Supervisors, whereby they are empowered to issue summonses for persistent violation of parks rules. Results of this pilot will be assessed through 2019.

- Neighborhood Policing came to the 1<sup>st</sup> Precinct in 2018, an area which along with Battery Park City includes TriBeCa, SoHo, Seaport, Civic Center, Governors, Ellis, and Liberty islands, and the Financial District. Bi-monthly ***Build the Block*** Neighborhood Safety Meetings for each of BPC’s two sectors (north and south of West Thames Street), and close relationships BPCA has built with its four (4) Neighborhood Coordination Officers provide an added level of security for BPC residents and neighbors alike.
- In close consultation with the BPC Committee, Council Member Margaret Chin, and the New York City Department of Transportation, BPCA completed proposed concepts for South End Avenue / West Thames Street pedestrian safety measures. These concepts were informed by multiple public meetings and walkthroughs to develop a community consensus on desired improvements.
- The BPC Seniors Working Group continued to meet regularly in 2018 on topics of interest, including the variety of senior programming options and features of new community space opened at 200 Rector Place in November.
- The Authority undertook a study of demographics and other metrics in order to create “BPC by the Numbers.,” This report provides is a snapshot of key metrics of Battery Park City and its operations. Battery Park City comprises of 92 acres, 36 acres of which is designated parkland. It contains nearly 1,800 trees and serves 690,000 park users annually. BPCA maintains its world-class parks by planting more than 60,000 bulbs, composting 20,000 pounds of food and plant waste, maintaining 5.1 miles of bench slats, and emptying nearly 270,000 cans worth of trash each year. BPCA also presented more than 1,300 programs and events in 2018, drawing some 70,000 attendees. BPC by the Numbers is a great tool for providing an overview of the Authority’s accomplishments and projects in its various areas of endeavor.

These partnerships and the productive dialogue enabled by them have proven invaluable to BPCA in being more responsive to the public it serves. In 2019 we look forward to advancing these relationships further still.

#### **1.4 Financial Highlights:**

- **Credit Ratings**

The Battery Park City’s senior bonds are rated by Fitch at (AAA) by Moody’s at (Aaa) and Standard and Poor’s at (AAA).

- \$56.6 million series 2009A (federally taxable - BABs)
- \$28.4 million series 2009B
- \$280.0 million series 2013A

- **Summary of FY18 Operating Results**

BPCA achieved excess revenues in the amount of \$196.5 million to be transferred to NYC. BPCA has satisfied the \$200 million funding obligation under the 2010 Settlement Agreement for New York City's HDC 421-a housing fund. Therefore, approximately \$154.8 million of PILOT-related excess revenues from operations will be used to fund the City of New York's General Fund. The remaining \$41.7 million will go to the City's pay-as-you-go capital fund.

The FY 2018 amount of \$41.7 million will be the fifth payment applied to the \$261 million pay-as-you-go obligation under the 2010 agreement, bringing the cumulative total paid thus far to approximately \$172.8 million.

- **Operating Budget for FY ending October 31, 2019**

The FY19 Operating Budget of \$28.1 million is approximately \$384,000 more than the FY18 budget of \$27.7 million. BPCA was under budget for FY18.

- **Overall**

As of FY 2018, BPCA has cumulatively produced approximately \$3.5 billion in excess revenues for the benefit of the City of NY.



**Battery Park  
City Authority**



## 2. Financial Reports



**Battery Park  
City Authority**

**2018 Annual Report**

## 2. Financial Reports

### Summary

The fiscal year ended October 31, 2018 yielded a total of \$307.2 million in operating revenues, representing an increase of \$11.9 million or 4.0% over the prior fiscal year. Payments in lieu of real estate taxes (“PILOT,”) revenue totaling \$230.4 million (75% of the Authority’s operating revenues for the fiscal year ended October 31, 2018) increased \$11.7 million or 5.3% compared to the fiscal year ended October 31, 2017. Base rent increased \$891 thousand or 1.5% to \$61.8 million for the fiscal year ended October 31, 2018. Civic facilities payments and other operating revenues decreased \$664 thousand or 4.6% to \$13.7 million for the fiscal year ended October 31, 2018. Total operating expenses decreased \$588 thousand or 1.2% to \$47.2 million for the fiscal year ended October 31, 2018.

A payment of \$149.0 million was made in June 2018 towards the provision for the transfer to the City of New York (the “City,”) for the fiscal year ended October 31, 2017. A \$154.8 million provision was recorded representing the PILOT-related portion of fiscal year 2018 excess revenues charged to nonoperating expenses for the fiscal year ended October 31, 2018. This was an increase of \$5.8 million over the amount recorded for fiscal year October 31, 2017. Generally, the Authority’s net position decreases with increases in the amount of excess revenues provided to the City, which has an adverse effect on the Authority’s net position.

A payment of \$42.0 million was made in October 2018 towards the provision for the transfer to the City for the “pay-as-you-go,, capital payment for the fiscal year ended October 31, 2017. As of October 31, 2018, pursuant to the 2010 Agreement, the Authority recorded an additional provision for the transfer of \$41.7 million to the City for the fiscal year ended October 31, 2018, a decrease of \$300 thousand under the amount recorded for fiscal year October 31, 2017.

As of October 31, 2018, \$36.0 million remained in the Project Cost funds to be used for certain park, street, other infrastructure improvements, and other capital expenditures, as compared to \$42.2 million as of October 31, 2017.

### ***Summary Statement of Net Position***

The summary statement of net position presents the financial position of the Organization. The net position (deficit) is the difference between total assets plus total deferred outflows of resources and total liabilities plus the deferred inflows of resources. A summarized comparison of the Organization’s assets, deferred outflows of resources, liabilities, deferred inflows of resources, and net position (deficit) at October 31, 2018 and 2017 follows:





	<b>October 31</b>		<b>2018 vs</b>
	<b>2018</b>	<b>2017</b>	<b>2017</b>
<b>Assets:</b>			
Bank deposits, investments and rents and other receivables	\$ 18,722,494	5,423,816	13,298,678
Bond resolution restricted assets (current and noncurrent)	358,154,324	371,111,811	(12,957,487)
Battery Park City project assets, net	507,797,740	512,277,186	(4,479,446)
Other current and noncurrent assets	103,798,055	102,889,239	908,816
Total assets	<u>988,472,613</u>	<u>991,702,052</u>	<u>(3,229,439)</u>
<b>Deferred Outflows of Resources:</b>			
Deferred pension outflows	3,495,764	2,694,997	800,767
Deferred OPEB outflows	2,325,830	-	2,325,830
Accumulated change in fair value of interest rate swaps	-	17,752,629	(17,752,629)
Unamortized loss on extinguishment of bonds	17,297,298	18,623,209	(1,325,911)
Deferred costs of refunding, less accumulated amortization	51,222,737	55,003,391	(3,780,654)
Total deferred outflows of resources	<u>74,341,629</u>	<u>94,074,226</u>	<u>(19,732,597)</u>
Total assets and deferred outflows of resources	<u>\$ 1,062,814,242</u>	<u>1,085,776,278</u>	<u>(22,962,036)</u>
<b>Liabilities:</b>			
Current liabilities	\$ 296,720,892	293,145,616	3,575,276
Long-term liabilities	1,322,614,936	1,384,067,893	(61,452,957)
Total liabilities	<u>1,619,335,828</u>	<u>1,677,213,509</u>	<u>(57,877,681)</u>
<b>Deferred Inflows of Resources:</b>			
Deferred pension inflows	2,968,787	729,998	2,238,789
Deferred OPEB inflows	1,106,608	-	1,106,608
Accumulated change in fair value of interest rate swaps	147,227	-	147,227
Total deferred inflows of resources	<u>4,222,622</u>	<u>729,998</u>	<u>3,492,624</u>
<b>Net Position (Deficit):</b>			
Invested in capital assets, net of related debt	3,736,274	(1,022,171)	4,758,445
Restricted	65,745,242	62,083,380	3,661,862
Unrestricted	(630,225,724)	(653,228,438)	23,002,714
Total net deficit	<u>(560,744,208)</u>	<u>(592,167,229)</u>	<u>31,423,021</u>
Total liabilities, deferred inflows of resources and net position	<u>\$ 1,062,814,242</u>	<u>1,085,776,278</u>	<u>(22,962,036)</u>

***Assets and Deferred Outflows of Resources***  
**2018 vs. 2017**

At October 31, 2018, the Organization maintained total assets and deferred outflows of resources of \$1.06 billion, \$23.0 million lower than the \$1.09 billion at October 31, 2017, primarily due to the improvement in the fair market value of the interest rate swap and the use of bond proceeds for capital purposes.

***Bank Deposits, Investments, Rents and Other Receivables***  
**2018 vs. 2017**

Bank deposits, investments, and rents and other receivables held at October 31, 2018 increased \$13.3 million over the same period last year. Bank deposits and investments increased by \$11.7 million and rents and other receivables increased by \$1.6 million. The increase in bank deposits and investments primarily relates to the re-allocation of civic facilities maintenance, retail revenue and transaction payments deposits from the bond resolution pledged revenue funds to the bond resolution unpledged revenue funds in fiscal year 2018 as compared to the prior fiscal year. The increase in rents and other receivables of \$1.6 million is due to the increase in uncollected receipts of base rent and PILOT in the current year.

***Bond Resolution Restricted Assets***  
**2018 vs. 2017**

Bond resolution restricted assets are funds and accounts established in accordance with the 2003 General Bond Resolutions, and the 2009 and 2013 Revenue Bond Resolutions. Such assets of \$358.2 million at October 31, 2018 were \$13.0 million lower than the fair value of assets held at October 31, 2017 of \$371.1 million.

Funds held in the Pledged Revenue Fund (“PRF,”) of \$183.6 million at October 31, 2018 were \$6.3 million lower than funds held at October 31, 2017.

Funds held in the Debt Service Funds of \$54.9 million at October 31, 2018 were \$2.8 million lower than funds at October 31, 2017.

Funds held in the Project Operating Fund of \$7.1 million were \$21 thousand lower at October 31, 2018 compared to 2017.

Funds held in the Residual Fund for payment to the City of \$1.6 million at October 31, 2018 were \$993 thousand higher than at October 31, 2017.

Funds held under the Resolution for project infrastructure and certain other asset costs were \$36.0 million as of October 31, 2018, \$6.2 million less than funds held at October 31, 2017.

### ***Project Assets***

At October 31, 2018, the Authority’s investment in project assets, net of accumulated depreciation, was \$507.8 million, a decrease of \$4.5 million from October 31, 2017. The Battery Park City project (“Project,”) consists of approximately 92 acres of landfill created, owned, and operated by the Authority. The Project’s development plan includes approximately 35 acres of parkland and open spaces and provides for the construction, by private developers, of approximately 10.7 million square feet of office space, retail space, a marina, two hotels, a multiplex cinema, museums, three public schools, a public library, and approximately 8,600 residential units.

The Authority’s project assets include land, site improvements, and a residential building constructed by the Authority on Site 22. Additionally, condominium units owned by the Authority on Sites 1, 3, 16/17, and a community center on Sites 23 and 24, and related infrastructure improvements are included in project assets. The balances at October 31, 2018 and 2017 were as follows:

	<b>October 31</b>		<b>2018 vs</b>
	<b>2018</b>	<b>2017</b>	<b>2017</b>
Land	\$ 83,015,653	83,015,653	-
Site improvements	441,873,740	436,883,476	4,990,264
Residential building and condominium units	137,180,295	137,044,958	135,337
	662,069,688	656,944,087	5,125,601
Less: accumulated depreciation	(154,271,948)	(144,666,901)	(9,605,047)
Total Battery Park City			

### ***2018 vs. 2017***

For the year ended October 31, 2018, the increase to site improvements of \$5.0 million relates to the esplanade and restoration of piles, the Police Memorial, Irish Hunger Memorial, leasehold improvements, sinkhole remediation and other minor capital improvements.

### ***Other Current and Noncurrent Assets***

Other current and noncurrent assets at October 31, 2018 and 2017 were as follows:

	October 31		2018 vs 2017
	2018	2017	
Residential lease required funds	\$ 28,036,068	27,569,504	466,564
Corporate-designated, escrowed and OPEB funds	71,016,172	70,980,613	35,559
Other assets	4,745,815	4,339,122	406,693
Total other current and noncurrent assets	\$ 103,798,055	102,889,239	908,816

### ***2018 vs. 2017***

Total other current and noncurrent assets increased \$909 thousand from \$102.9 million at October 31, 2017 to \$103.8 million at October 31, 2018.

Residential lease required funds, which include security deposits held for condominium buildings, increased by \$467 thousand. Overall, corporate-designated, escrowed and OPEB funds increased \$36 thousand from October 31, 2017.

### ***Deferred Outflows of Resources***

Deferred outflows of resources at October 31, 2018 and 2017 are as follows:

	October 31		2018 vs 2017
	2018	2017	
Deferred Outflows of Resources:			
Deferred pension outflows	\$ 3,495,764	2,694,997	800,767
Deferred OPEB outflows	2,325,830	-	2,325,830
Accumulated change in fair value of interest rate swaps	-	17,752,629	(17,752,629)
Unamortized loss on extinguishment of bonds	17,297,298	18,623,209	(1,325,911)
Deferred costs of refunding, less			

### ***2018 vs. 2017***

Deferred pension outflows of \$3.5 million at October 31, 2018 represents the Authority's portion of the deferred pension outflows from the New York State pension plan.

Deferred OPEB outflows of \$2.3 million at October 31, 2018 represents the Authority's deferred OPEB outflows based on the implementation of a new governmental accounting standard GASB Statement #75.

Accumulated change in the fair value of interest rate swap agreements, which continue in effect and continue as an effective hedge, had a negative fair value of \$17.8 million at October 31, 2017. At October 31, 2018 the interest rate swaps had a positive fair value of \$147 thousand. The change in value is primarily due to the rise in interest rates. The positive fair value has been included as an asset and a deferred inflow of resources in the Authority's statement of net position.

The unamortized loss on extinguishment of the 1993, 1996, 2000, and 2003 bonds decreased by \$1.3 million from October 31, 2017 to October 31, 2018. The decrease is a result of the current year amortization.

The deferred cost of refunding decreased by \$3.8 million from October 31, 2017 to October 31, 2018. The decrease is a result of the current year amortization.

### ***Liabilities***

Total liabilities at October 31, 2018 and 2017 were as follows:

	<b>October 31</b>		<b>2018 vs 2017</b>
	<b>2018</b>	<b>2017</b>	
<b>Current liabilities:</b>			
Accrued interest on bonds	\$ 16,427,212	16,657,505	(230,293)
Accounts payable and other liabilities	3,954,301	4,814,968	(860,667)
Accrued pension payable	830,358	2,456,722	(1,626,364)
Due to the City of New York	154,773,700	148,977,077	5,796,623
Due to the City of New York 2010 Agreement	41,664,457	41,964,103	(299,646)
Due to the Port Authority of NY & NJ	869,381	869,381	-
Unearned revenue	50,484,445	50,011,122	473,323
Security and other deposits	4,738	4,738	-
2009 Revenue Bonds	355,000	340,000	15,000
2013 Revenue Bonds	27,060,000	27,050,000	10,000
Bond resolution fund payables	297,300	-	297,300
<b>Total current liabilities</b>	<b>296,720,892</b>	<b>293,145,616</b>	<b>3,575,276</b>
<b>Noncurrent liabilities:</b>			
Unearned revenue	236,796,499	248,768,041	(11,971,542)
Security and other deposits	28,381,118	27,929,228	451,890
OPEB	40,192,000	38,272,501	1,919,499
Fair value of interest rate swaps	-	17,752,629	(17,752,629)
Imputed borrowing	51,222,737	55,003,391	(3,780,654)
<b>Bonds outstanding:</b>			
2009 Revenue Bonds	85,820,851	86,248,700	(427,849)
2013 Revenue Bonds	880,201,731	910,093,403	(29,891,672)
<b>Total noncurrent liabilities</b>	<b>1,322,614,936</b>	<b>1,384,067,893</b>	<b>(61,452,957)</b>
<b>Total liabilities</b>	<b>\$ 1,619,335,828</b>	<b>1,677,213,509</b>	<b>(57,877,681)</b>

### *2018 vs. 2017*

The Organization's total liabilities decreased \$57.9 million from \$1.68 billion at October 31, 2017 to \$1.62 billion at October 31, 2018.

Total liabilities comprise amounts due to the City, accrued interest on bonds, unearned revenue, security and other deposits, postemployment benefits, outstanding bonds, fair value of interest rate swaps, imputed borrowing and accounts payable and accrued expenses and bond resolution fund payables.

The \$57.9 million decrease in total liabilities is due to:

- a \$231 thousand decrease in accrued interest payable on bonds from \$16.7 million at October 31, 2017 to \$16.4 million at October 31, 2018.
- a \$861 thousand decrease in accounts payable and other liabilities from \$4.8 million at October 31, 2017 to \$2.9 million at October 31, 2018. The decrease is primarily due to \$861 thousand less of accrued expenses at fiscal year end as compared to the prior fiscal year end.
- a \$1.6 million decrease in accrued pension payable relates to the Authority's liability portion of the New York State pension plan.
- a \$154.8 million liability was recorded for the fiscal year ended October 31, 2018, which includes fiscal 2018 PILOT-related excess revenues to be transferred to the City, an increase of \$5.8 million from the prior fiscal year provision of \$149.0 million.
- a \$41.7 million liability was recorded for the fiscal year ended October 31, 2018, as an expected payment to the City under the provisions of the 2010 Agreement. A payment of \$42.0 million was made in October 2018 towards the provision for the transfer to the City for the "pay-as-you-go," capital payment for the fiscal year ended October 31, 2017.
- a \$11.5 million decrease to \$287.3 million in total unearned revenue from \$298.8 million at October 31, 2017 due to revenue of \$11.5 million recognized on leases.
- a \$452 thousand increase in total security and other deposits to \$28.4 million at October 31, 2018. Security deposits are held for condominium sites and not rental sites.
- a \$1.9 million net increase in OPEB liability relating to the annual normal cost incurred for current employees and interest expense, offset by actual costs for retiree benefits paid. The Organization has a \$40.2 million OPEB liability at October 31, 2018. The annual required OPEB obligation is increased by service costs and interest expense and is offset by the actual cost of retiree benefits paid during the year.
- the interest rate swap agreements, which continue in effect and continue as an effective hedge, had a negative fair value of \$17.8 million at October 31, 2017. At October 31, 2018 the interest rate swaps had a positive fair value of \$147 thousand. The positive fair value has been included as an asset and a deferred inflow of resources in the Authority's statement of net position.

- a \$3.8 million decrease in the imputed borrowing represents the current period amortization of the fair value of the bifurcated swaps. The \$70.1 million is being amortized using the straight-line method over the remaining life of the original 2003 bonds.
- a \$413 thousand decrease in 2009 Revenue Bonds outstanding relating to the payment of principal of \$340 thousand and a \$73 thousand decrease due to the amortization of the net bond premium.
- a \$29.9 million decrease in 2013 Revenue Bonds outstanding relating to the payment of \$27.1 million and a \$2.8 million decrease due to the amortization of the net bond premium.

### *Deferred Inflows of Resources*

	October 31		2018 vs 2017
	2018	2017	
Deferred Inflows of Resources:			
Deferred pension inflows	\$ 2,968,787	729,998	2,238,789
Deferred OPEB inflows	1,106,608	—	1,106,608
Accumulated change in fair value of interest rate swaps	147,227	—	147,227
Total deferred inflows of resources	\$ 4,222,622	729,998	3,492,624

### *2018 vs. 2017*

Deferred pension inflows of \$3.0 million at October 31, 2018 represents the Authority's portion of the deferred pension inflows from the New York State pension plan.

Deferred OPEB inflows of \$1.1 million at October 31, 2018 represents the Authority's deferred OPEB inflows resulting from the implementation of GASB 75.

The accumulated change in fair value of interest rate swap agreements, which continue in effect and continue as an effective hedge, had a negative fair value of \$17.8 million at October 31, 2017. At October 31, 2018, the interest rate swaps had a positive fair value of \$147 thousand given the rise in interest rates in the current year. The positive fair value has been included as an asset and a deferred inflow of resources in the Authority's statement of net position (deficit).

***Net Position (Deficit)***

	October 31		2018 vs 2017
	2018	2017	
Net Position (deficit):			
Invested in capital assets, net of related debt	\$ 3,736,274	(1,022,171)	4,758,445
Restricted	65,745,242	62,083,380	3,661,862
Unrestricted	(630,225,724)	(653,228,438)	23,002,714
Total net position (deficit) \$	(560,744,208)	(592,167,229)	31,423,021

***2018 vs. 2017***

The change in total net position from October 31, 2017 represents a positive change of \$31.4 million in the deficit position from \$592.2 million at October 31, 2017 to \$560.7 million at October 31, 2018.

Invested in capital assets, net of related debt, was a surplus of \$3.7 million and a deficit of \$1.0 million at October 31, 2018 and 2017, respectively. Although investment in capital assets is reported net of related debt, the resources needed to repay this debt must be provided from other sources, since capital assets cannot be used to liquidate these liabilities. The Organization's \$65.7 million of restricted net position at October 31, 2018 represent resources that are subject to various external restrictions. These assets are generally restricted under bond resolutions and other agreements.

The remaining balance is classified as an unrestricted deficit totaling \$630.2 million at October 31, 2018 resulting from the cumulative net excess revenues, which are transferred to the City annually.



***Summary Schedule of Revenues, Expenses, and Changes in Net Position (Deficit)***

Below is a summary of the Organization's revenues, expenses, and changes in net deficit for the fiscal years ended October 31, 2018 and 2017:

	<b>October 31</b>		<b>2018 vs</b>
	<b>2018</b>	<b>2017</b>	<b>2017</b>
Operating revenues:			
Revenues from ground leases:			
Base rent	\$ 61,828,459	60,937,579	890,880
Supplemental rent	1,321,086	1,318,476	2,610
Payments in lieu of real estate taxes	230,383,596	218,713,058	11,670,538
Civic facilities payments and other	13,713,739	14,377,919	(664,180)
Total operating revenues	<u>307,246,880</u>	<u>295,347,032</u>	<u>11,899,848</u>
Operating expenses:			
Wages and related benefits	15,809,938	15,333,799	476,139
OPEB	1,503,476	2,709,644	(1,206,168)
Other operating and administrative expenses	19,605,573	19,858,085	(252,512)
Depreciation and amortization	10,320,125	9,925,502	394,623
Total operating expenses	<u>47,239,112</u>	<u>47,827,030</u>	<u>(587,918)</u>
Operating income	<u>260,007,768</u>	<u>247,520,002</u>	<u>12,487,766</u>
Nonoperating revenues (expenses):			
Investment and other income	4,776,488	2,666,102	2,110,386
Other revenue	-	-	-
Gain (loss) on project assets	-	329	(329)
Interest expense, net	(36,923,078)	(34,102,019)	(2,821,059)
Provision for transfer to the City of New York	(154,773,700)	(148,977,077)	(5,796,623)
Provision for transfer to the City of New York - 2010 Agreement	(41,664,457)	(41,964,103)	299,646
Provision for transfer to New York State - Route 9A Agreement	-	-	-
Provision for transfer to - Eastern Border	-	(93,246)	93,246
Provision for transfer to NYC - West Thames St. Pedestrian Bridge	-	(2,000,000)	2,000,000
Pier A and Pier A Plaza construction pass through NYC	-	(133,202)	133,202
Total nonoperating expenses	<u>(228,584,747)</u>	<u>(224,603,216)</u>	<u>(3,981,531)</u>
Change in net position (deficit)	31,423,021	22,916,786	8,506,235
Net (deficit), beginning of year	<u>(592,167,229)</u>	<u>(615,084,015)</u>	<u>22,916,786</u>
Net deficit, end of year	<u>\$ (560,744,208)</u>	<u>(592,167,229)</u>	<u>31,423,021</u>

***Operating Revenues***  
**2018 vs. 2017**

Overall operating revenues for the year ended October 31, 2018 totaled \$307.2 million, a net of \$11.9 million higher than the year ended October 31, 2017. Lease revenues consist primarily of base (land) rent and PILOT from long-term leaseholds.

Base rent increased \$891 thousand from \$60.9 million for the year ended October 31, 2017. PILOT revenue totaling \$231.1 million (75% of the total operating revenues for the fiscal year ended October 31, 2018), increased by \$12.4 million over the fiscal year ended October 31, 2017, primarily due to increases in PILOT assessments established by the City. The \$664 thousand change in civic facility payments and other is a decrease from \$14.4 million for the year ended October 31, 2017 to \$13.7 million for the year ended October 31, 2018.

***Operating Expenses***  
**2018 vs. 2017**

Operating expenses totaled \$47.2 million for the fiscal year ended October 31, 2018, representing a \$588 thousand decrease compared to the fiscal year ended October 31, 2017. The expenses include: wages and related benefits; OPEB; other operating and administrative expenses; and depreciation and amortization.

Wages and related benefits totaling \$15.8 million increased \$476 thousand over the previous fiscal year ended October 31, 2017. This increase consisted of wages and payroll taxes of \$785 thousand, as well as an increase in health insurance of \$173 thousand. These increases were offset by a \$424 thousand decrease in pension expense compared to the prior fiscal year.

OPEB expenses for the Organization decreased for the fiscal year ended October 31, 2018 by \$1.2 million due to the implementation of GASB 75.

Other operating and administrative expenses of \$19.6 million decreased by \$253 thousand for the year ended October 31, 2018.

Depreciation and amortization expenses for the fiscal year ended October 31, 2018 of \$10.3 million was \$395 thousand higher than the year ended October 31, 2017.

***Nonoperating Revenues (Expenses)  
2018 vs. 2017***

Total nonoperating expenses were \$3.7 million higher for the year ended October 31, 2018 than the year ended October 31, 2017. A provision for a transfer to the City of \$154.8 million in excess revenues was charged to expense for the year ended October 31, 2018, an increase of \$5.8 million from the year ended October 31, 2017. In addition, a provision for transfer to the City for the 2010 Agreement of \$41.7 million was charged to expense for the year ended October 31, 2018, an increase of \$300 thousand from the year ended October 31, 2017.

Interest and other income increased year over year by \$2.1 million primarily due to \$2.5 million of realized and unrealized gains in the portfolio during the year ended October 31, 2018, which offset a \$360 thousand decrease in portfolio investment income. Net interest expense increased \$2.8 million, primarily due to the marginal rate fee expense on the 2013 Junior Revenue Bonds that was triggered by the decrease in the corporate tax rate, which did not exist for the year ended October 31, 2017.

***Change in Net Position (Deficit)***

The total net deficits at October 31, 2018 and 2017 were \$560.7 million and \$592.2 million, respectively.

***Debt Administration***

The 2009 Revenue Bonds, issued in December 2009, totaling \$89 million, included \$56.6 million of federally taxable Build America Bonds and \$32.5 million (including a net premium) of tax-exempt bonds. At October 31, 2018, outstanding bonds and ratings are as follows:

	<u>Outstanding debt</u>	<u>Fitch</u>	<u>Moody's</u>	<u>Standard &amp; Poor's (S&amp;P)</u>
2009 Senior Revenue A Bonds	\$ 56,600,000	AAA	Aaa	AAA
2009 Senior Revenue B Bonds	28,410,000	AAA	Aaa	AAA

The 2013 Revenue Bonds, issued in October 2013, totaling \$1.02 billion, included \$407.1 million (inclusive of net premium) of fixed-rate tax exempt Senior Revenue Bonds Series A and \$6.9 million (inclusive of net premium) of federally taxable, fixed-rate Senior Revenue Bonds, Series B. In addition, the Authority directly placed \$609.5 million variable-rate Junior Revenue Bonds, comprising \$210.9 million of Series C, \$199.3 million of Series D, and \$199.3 million of Series E. At October 31, 2018, outstanding bonds and ratings are as follows:

	<u>Outstanding debt</u>	<u>Fitch</u>	<u>Moody's</u>	<u>Standard &amp; Poor's (S&amp;P)</u>
2013 Senior Revenue A Bonds	\$ 279,980,000	AAA	Aaa	AAA
2013 Junior Revenue C Bonds	206,020,000	Not Rated	Aa2	Not Rated
2013 Junior Revenue D Bonds	192,225,000	Not Rated	Not Rated	Not Rated
2013 Junior Revenue E Bonds	192,225,000	Not Rated	Not Rated	Not Rated

(1)

### 2003 Interest Rate Exchange Agreements (Swaps)

On October 2, 2003, the Authority executed Swaps with three counterparties. The Swaps were executed in conjunction with the Authority's issuance of \$400 million of its 2003 Series C Bonds. The total notional amount of the Swaps was \$400 million. The effective date for the Swaps was October 16, 2003, which coincided with the delivery date of the 2003 Series C Bonds. The Authority executed the Swaps in order to effectively convert the variable-rate 2003 Series C Bonds to a net fixed rate. Based on the Swaps, the Authority owes interest calculated at a fixed rate of 3.452% to the counterparties that is paid semiannually. In return, the counterparties owe the Authority floating-rate interest equal to 65% of 30-day LIBOR, which is paid to the Authority on a monthly basis. The original notional amounts of the Swaps and the amortization thereof match the original principal amount of the refunded 2003 Series C Bonds and the amortization thereof. The Swaps were not terminated in connection with the issuance of the 2013 Series C, D, and E Bonds or the refunding of the 2003 Series C Bonds. These Swaps are not treated as qualified hedges as defined by the U.S. tax code. Each swap has been determined to be an effective hedge.

	<u>Deallocation of Swap Principal</u>	<u>Interest-rate swaps</u>		
		<u>Payment</u>	<u>Pro-Forma Receipts</u>	<u>Pro-Forma Net payment</u>
Year ended October 31:				
2019	\$ 5,450,000	(11,904,222)	5,170,929	(6,733,293)
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2029 – 2033	216,325,000	(23,864,971)	10,366,412	(13,498,559)
2034	33,625,000	(580,368)	252,099	(328,269)
Totals	<u>\$ 347,375,000</u>	<u>(133,566,080)</u>	<u>58,018,133</u>	<u>(75,547,947)</u>

The above table shows payments based on the Authority's pay-fixed-rate interest rate Swap payment obligation at an effective interest rate of 3.452% while the Authority's variable-rate receipts are based on the floating rate equal to 65% of 30-day LIBOR on October 31, 2018, which the counterparties are obligated to pay the Authority on a monthly basis. Although the pro-forma receipts shown are projected based on the latest interest rate at October 31, 2018 (65% of 2.3069% or 1.4995%), actual receipts will depend on the actual fluctuation of 30-day LIBOR.

The Authority is exposed to a limited degree of counterparty credit risk associated with the Swaps. However, each of the counterparties carries a rating in the "Baa1, or higher category from at least

one of the nationally recognized credit rating agencies. The counterparties are required to post collateral to the extent that they experience an appreciable decline in credit rating and the Swaps have positive fair value for the Authority.

The Authority's basis risk would increase should its interest rate and fees on the variable bonds exceed the swap floating rate receipts, which are based on 65% of 30-day LIBOR. On October 23, 2013, the Authority currently refunded its Series 2003 bonds. The interest rates on these bonds were effectively hedged by interest rate swaps, which were bifurcated as of the date of the current refunding. Accordingly, the fair value of the interest rate swaps on October 23, 2013 of negative \$70.1 million was recorded as an imputed borrowing by the Authority. The Authority also recorded the \$70.1 million as a deferred cost of refunding and reduced the deferred outflow of resources that had been recorded to offset the negative fair value of the interest rate swap to zero. These amounts are being amortized on a straight line basis over the remaining life of the swaps and were \$51 million and \$55 million at October 31, 2018 and 2017, respectively. Apart from the imputed borrowing, the interest rate swap agreements, which continue in effect and continue as an effective hedge, had a negative fair value of \$17.8 million at October 31, 2017. The fair value increased \$5 million to a positive fair value of \$147 thousand at October 31, 2018. This positive fair value is recorded as a deferred inflow of resources and an asset on the Authority's statement of net position.

### **2009 Revenue Bonds**

On December 22, 2009, the Authority issued \$56,600,000 of fixed-rate Senior Revenue Bonds (federally taxable – Build America Bonds), Series A (the “2009 Series A Bonds,”) and \$30,635,000 (\$32,446,008 inclusive of net premium) of various fixed-rate Senior Revenue Bonds, Series B (the “2009 Series B Bonds,”), for a total of \$87,235,000. The bonds were issued for the following purposes:

- A total of \$85,000,000 of bonds (including \$55,000,000 of the 2009 Series A Bonds, \$30,000,000 of the 2009 Series B Bonds) were issued to finance certain infrastructure and other capital improvements.
- The remaining funds were used to pay for cost of issuance and funding a reserve fund.

The payment of principal commences in November 2032 on the 2009 Series A Bonds, while payment on the 2009 Series B Bonds commenced in November 2010.

The 2009 Series A Bonds were issued as “Build America Bonds,,” (“BABs,”) under section 54AA of the U.S. Tax Code for which the Authority expects to receive a cash subsidy payment from the United States Treasury equal to 35% of the interest payable by the Authority on the bonds. For the fiscal years ended October 31, 2017 and 2016, the Authority received payments from the U.S. Treasury in the amount of \$1,763,622 and \$588,506, respectively, pursuant to the subsidy. BABs already issued will continue to receive subsidies. The Authority has no assurances about future legislation or changes that may affect the availability, amount, or receipt of such subsidy payments.

At October 31, 2018, the 2009 Series A Bonds consisted of the following term bonds:

	<u>Coupon rates</u>	<u>Principal amounts</u>	<u>Interest</u>	<u>BABs subsidy</u>	<u>Interest (net of BABs subsidy)</u>
Year ended October 31:					
2019	6.375%	\$ -	3,608,250	(1,179,537)	2,428,713
2020	6.375%	-	3,608,250	(1,179,537)	2,428,713
2021	6.375%	-	3,608,250	(1,179,537)	2,428,713
2022	6.375%	-	3,608,250	(1,179,537)	2,428,713
2023	6.375%	-	3,608,250	(1,179,537)	2,428,713
2024 – 2028	6.375%	-	16,237,125	(5,307,916)	10,929,209
2029 – 2033	6.375%	65,000	18,041,250	(4,718,148)	13,323,102
2034 – 2038	6.375%	33,480,000	13,313,869	(5,897,685)	7,416,184
2039 – 2040	6.375%	23,055,000	4,364,963	(3,538,611)	826,352
Totals		<u>\$ 56,600,000</u>	<u>69,998,457</u>	<u>(25,360,045)</u>	<u>44,638,412</u>

The 2009 Series A Bonds maturing after November 1, 2019 are subject to redemption, in whole or in part, at any time on or after November 1, 2019 at the option of the Authority, at a redemption price of par plus interest to the redemption date.

As of October 31, 2018, principal and interest payments due on the 2009 Series B Bonds were as follows:

	<u>Coupon rates</u>	<u>Principal amounts</u>	<u>Interest</u>
Year ended October 31:			
2019	3.50%	\$ 355,000	1,376,369
2020	3.50%	335,000	1,364,294
2021	3.50%	370,000	1,349,406
2022	3.50%	375,000	1,331,156
2023	3.50%	390,000	1,312,181
2024 – 2028	3.50% - 5.00%	2,025,000	5,669,341
2029 – 2033	4.00% - 5.00%	10,425,000	5,864,469
2034 – 2035	4.125% - 5.00%	14,135,000	972,000
Totals		<u>\$ 28,410,000</u>	<u>19,239,216</u>

The Authority issued certain of the 2009 Series B Bonds at a premium of \$1.81 million, which is being amortized on a straight-line basis, over the lives of the 2009 Series B Bonds. At both October 31, 2018 and 2017, the unamortized net bond premium was \$1.2 million.

The 2009 Series B Bonds maturing after November 1, 2019 are subject to redemption, in whole or in part, at any time on or after November 1, 2019 at the option of the Authority, at a redemption price of par plus interest to the redemption date.

## 2013 Revenue Bonds

- On October 23, 2013, the Authority issued \$356,085,000 (\$407,120,987 inclusive of net premium) of fixed-rate tax exempt Senior Revenue Bonds, Series 2013A (the “2013 Series A Bonds,,”) and \$6,700,000 (\$6,889,064 inclusive of net premium) of federally taxable, fixed-rate Senior Revenue Bonds, Series 2013B (the “2013 Series B Bonds,,”), for a total of (\$414,010,051 fixed-rate bonds inclusive of net premium). In addition, the Authority directly placed \$609,530,000 of variable-rate Junior Revenue Bonds with three banks or bank affiliates, comprising \$210,865,000 of Junior Revenue Bonds, Series 2013C (the “2013 Series C Bonds,,”), \$199,330,000 of Junior Revenue Bonds, Series 2013D (the “2013 Series D Bonds,,”), and \$199,335,000 of Junior Revenue Bonds, Series 2013E (the “2013 Series E Bonds,,”) (collectively, the “2013 Series C, D, and E Bonds”) for a total of \$1,023,540,051. Bonds were issued for the following purposes:

- A total of \$948,854,807 of bonds (including \$413,707,258 of the 2013 Series A Bonds and \$535,147,549 of the 2013 Series C, D, and E Bonds) were issued to currently refund \$328,548,428 of the outstanding 2003 Series A Bonds and \$620,306,379 variable-rate bonds. The balance of the 2003 Series A Bonds (\$16,140,000 outstanding) was retired by the Authority on November 1, 2013 from 2003 bond resolution debt service funds.
- A total of \$85,000,000 (including \$6,800,000 from the 2013 Series B Bonds and \$78,200,000 from the 2013 Series C Bonds) was issued to finance certain infrastructure and other capital improvements.

A total of \$10.8 million of 2013 Series A, B, C, D, and E bond proceeds were used to pay for costs of issuance.

The cumulative unamortized loss on extinguishment of the 1993, 1996, 2000, and 2003 bonds, including the unamortized 2003 bond insurance costs, collectively totaling \$17.3 million at fiscal year-end October 31, 2018, is classified in the statement of net position as a deferred outflow of resources and is being amortized over the respective maturity of the corresponding bonds.

As of October 31, 2018, principal and interest payments due on the 2013 Series A Bonds and 2013 Series B Bonds, which are all fixed-rate bonds, were as follows:

As of October 31, 2018, principal and interest payments due on the 2013 Series A Bonds and 2013 Series B Bonds, which are all fixed-rate bonds, were as follows:

**2013 A Senior Bonds:**

	<u>Coupon Rate</u>	<u>Principal amount</u>	<u>Interest</u>
Year ended October 31:			
2019	3.00% - 5.00%	\$ 23,360,000	13,221,900
2020	4.00% - 5.00%	24,590,000	12,098,150
2021	4.00% - 5.00%	25,735,000	10,868,525
2022	4.00% - 5.00%	27,015,000	9,555,350
2023	4.00% - 5.00%	28,380,000	8,178,050
2024 – 2028	5.00%	115,180,000	20,536,500
2029 – 2033	5.00%	35,720,000	3,432,675
Totals		<u>\$ 279,980,000</u>	<u>77,891,150</u>

The 2013 Series A Senior Bonds maturing after November 1, 2023 are subject to redemption, in whole or in part, at any time on or after November 1, 2023 at the option of the Authority, at a redemption price of par plus interest to the redemption date.

**2013 C, D, and E Junior Bonds:**

Each series of the 2013 C, D, and E Junior Bonds initially bears interest monthly at a variable rate based on a percentage of one-month LIBOR plus a spread. The Authority has the right to cause the 2013 C, D, and E Junior Bonds to be repurchased from the initial purchasers thereof and remarketed at other variable rates or fixed rates, and also has the right to otherwise purchase or redeem the 2013 C, D, and E Junior Bonds, on November 1, 2017 for 2013 D and E Junior Bonds and May 1, 2019 for 2013 C Junior Bonds. Any 2013 C, D, and E Junior Bonds that are not so remarketed (or purchased or redeemed) by November 1, 2019 will bear interest thereafter at stepped-up rates that for 180 days will equal 7.5% per annum (or, if greater, a specified prime rate plus 1.5% per annum or a specified federal funds rate plus 2% per annum) and after 180 days will equal 12% per annum (or, if greater, a specified prime rate plus 3.5% per annum or a specified federal funds rate plus 4% per annum). The 2013 C, D, and E Junior Bonds also will bear interest at rates higher than the foregoing if an event of default occurs under the Authority's agreements with the initial purchasers of the 2013 C, D, and E Junior Bonds or if interest on the 2013 C, D, and E Junior Bonds is determined to be includable in gross income for federal income tax purposes. The estimated interest payments for the 2013 C, D, and E Junior Bonds shown in the table titled "2013 C, D, and E Junior Bonds," below are based upon the October 31, 2018 LIBOR rate and do not reflect the increased interest payments that would result from such stepped-up rates, default rates or taxable rates becoming effective. In addition, pursuant to agreements between the Authority and the respective initial purchasers of the 2013 C, D, and E Junior Bonds, various additional fees and other amounts may be payable by the Authority from time to time, each on a basis subordinate to payment of annual debt service on Senior Bonds and Junior Bonds of any Series.



	Junior C		Junior D		Junior E		Total	
	Principal	Interest	Principal	Interest	Principal	Interest	Principal	Interest
Year ended October 31:								
2019	\$ 1,185,000	4,519,405	1,260,000	4,023,495	1,255,000	3,791,715	3,700,000	12,334,615
2020	1,220,000	4,492,950	1,250,000	3,997,140	1,255,000	3,766,878	3,725,000	12,256,968
2021	1,285,000	4,465,395	1,305,000	3,970,313	1,305,000	3,741,547	3,895,000	12,177,255
2022	1,285,000	4,437,125	1,395,000	3,941,963	1,395,000	3,714,830	4,075,000	12,093,918
2023	1,390,000	4,407,700	1,420,000	3,912,405	1,420,000	3,686,976	4,230,000	12,007,081
2024 – 2028	14,150,000	21,485,860	25,570,000	18,529,455	25,565,000	17,462,251	65,285,000	57,477,566
2029 – 2033	29,635,000	18,271,165	58,135,000	14,157,728	58,135,000	13,342,369	145,905,000	45,771,262
2034 – 2038	47,415,000	15,095,905	71,375,000	6,860,963	71,380,000	6,465,987	190,170,000	28,422,855
2039 – 2043	108,455,000	6,696,745	30,515,000	646,958	30,515,000	609,680	169,485,000	7,953,383
<b>Total</b>	<b>\$ 206,020,000</b>	<b>83,872,250</b>	<b>192,225,000</b>	<b>60,040,420</b>	<b>192,225,000</b>	<b>56,582,233</b>	<b>590,470,000</b>	<b>200,494,903</b>

The 2013 Series C Junior Bonds maturing after May 1, 2019 are subject to redemption, in whole or in part, at any time on or after November 1, 2023 at the option of the Authority, at a redemption price of par plus interest to the redemption date.

The 2013 Series D and E Junior Bonds maturing after November 1, 2017 are subject to redemption, in whole or in part, at any time on or after November 1, 2017 at the option of the Authority, at a redemption price of par plus interest to the redemption date.

Debt service on the 2003 Swap agreements (see note 10) and the 2009 and 2013 Bonds (see notes 10 and 11) is secured by and is payable, after satisfaction of certain administrative, operating, and maintenance obligations of the Authority, solely from certain pledged lease revenues and Swap receipts which are required to be deposited and maintained in the Pledged Revenue Fund ("PRF") established under the 2003 General Bond Resolution. The PRF, including income and earnings on investments thereof, has been pledged and assigned to a trustee for the benefit of the owners of the 2009 Bonds and the 2013 Bonds and certain other beneficiaries, as their respective interest may appear. In addition, the Bonds, and certain swap payments and reimbursement obligations, are secured by the Reserve Fund established under the 2003 General Bond Resolution. The rights to payment of the 2009 and 2013 Senior Bonds, senior swap payments, and senior reimbursement obligations from amounts in the PRF and the Reserve Fund are senior to the rights to payment of the 2013 Junior Bonds, junior swap payments, and junior reimbursement obligations from such amounts. As of each November 1, amounts in the PRF in excess of funding requirements for project operating expenses and debt service, along with certain other unpledged amounts will be transferred into the Residual Fund and may be used by the Authority for other purposes.



### 3. Mission Statement and Performance Measures

### **3. Mission Statement and Performance Measures**

#### **3.1 Background**

The Hugh L. Carey Battery Park City Authority (the “Authority,”) is a public benefit corporation created in 1968 by the New York State Legislature to be responsible for planning, developing and maintaining the residential, commercial, parks and open space located along the Hudson River in Lower Manhattan in New York City (the “City,). Home to 16,000 people, the work place of 40,000 more, and visited by more than a half-million people each year, New York’s Battery Park City is an asset to both the State and City.

According to the Battery Park City Master Plan of 1979, Battery Park City was envisioned not to be a self-contained community, but rather a neighborhood woven into our city’s fabric. Through its contributions, the Authority is deeply committed to the mission of providing resources for the good of neighborhoods across the five boroughs.

The commitment to sustainability is deeply ingrained in the Authority, which has implemented sustainable horticultural and maintenance practices throughout the parks system for decades, the first “Green Guidelines, for new residential construction were issued in 2000 to establish a process that is for the creation of environmentally responsible buildings, and the Board and management of the Authority remains committed to encouraging and pursuing resiliency and environmental sustainability among its top priorities.

Through its layout and geographic orientation, Battery Park City is an intentionally knitted extension of the City’s streets and blocks. The names of streets heading east and west are purposely the same as those on the opposite side of West Street. Battery Park City was never considered an addition to New York City, but rather, a continuation of this dynamic City’s development into the 21<sup>st</sup> century.

#### **3.2 Public Benefit**

All decisions will reflect the public interest and support a public benefit to the Authority’s stakeholders; the City, the Authority’s tenants, residents and workers in Battery Park City; the downtown community; and tourists/visitors to Battery Park City, in the development of properties, creation of spaces, and in the provision of opportunity to the M/WBE community to share in the economic growth of the Battery Park City community. As an integral part of the Lower Manhattan fabric, the Authority will seek to cooperate with and support both public and private sector entities whose missions are in concert with that of the Authority, and whose efforts directly benefit furtherance of same.

### 3.3. Mission Statements

Battery Park City Authority:

*The Hugh L. Carey Battery Park City Authority is a New York State public benefit corporation whose mission is to plan, create, co-ordinate and sustain a balanced community of commercial, residential, retail, parks and open space within its designated 92-acre site on the lower west side of Manhattan.*

Battery Park City Parks Conservancy:

*The Battery Park City Parks Conservancy's mission is to manage, sustain, operate, repair, preserve and program activities to a world class standard for the residential parks, open space, and other public structures located on the 92 acre Battery Park City site on the lower west side of Manhattan.*

#### **The Mission Will be Accomplished by Following these Core Values:**

##### *Public-Private Partnerships*

Public-private partnerships will continue to be the model for private sector development utilizing a competitive public bid process to optimize value.

##### *Balance and Esthetics*

New development will continue according to the approved Master Plan utilizing adaptable and sustainable quality design to create a model mixed use development which exemplifies excellence in architecture and urban planning.

##### *Environmental Responsibility*

All new development, as well as maintenance of parks, public spaces, and other property under Authority stewardship, will employ the latest high-performance environmental designs and techniques available.

### 3.4 Performance Measures

#### Office Building Development

- The Authority has completed development of the office buildings on its site.

### Residential Building Development

- The Authority has completed construction on the last residential building on site, although certain buildings are being renovated by their owners.

### Public Building Development

- Pursuant to an agreement with New York City, the Authority was tasked with redeveloping Pier A. The Authority completed the Pier A restoration work in accordance with a design which adheres to its “green,” construction standards while preserving the landmarked historic features of the Pier and transforming Pier A into a Downtown New York destination and revenue producing asset.
- The Authority owns condo units around Battery Park City, which are used by museums, a public library, a community center and other cultural institutions.

### Battery Park City Community Center (the “Community Center,,)

- Asphalt Green was chosen as the operator of the Community Center pursuant to a public procurement process. The Community Center, which opened in June 2013 and is located in certain of the Authority’s condo units, is home to two swimming pools, a gymnasium, a fitness center, several classrooms, a teaching kitchen and a theater/auditorium. In addition, the Authority operates an affordable community center out of Stuyvesant High School, which includes a half-Olympic sized pool, basketball courts, gym, fitness equipment and other amenities during Community Center hours of operation. Members can also enjoy free programs and classes such as swimming lessons, badminton, yoga, tai chi and many more. Discounted rates are available to Battery Park City residents, veterans, and seniors.

### Battery Park City’s World Class Park System

- While the Battery Park City park system is largely built out there is a continuing need for infrastructure maintenance. The Authority annually reviews the maintenance and construction needs of the park system and updates its maintenance and its construction plans accordingly.

### Maximize revenues/collect rents and PILOTs due under leases, etc. and minimize operating costs.

- The Authority has been reviewing and continues to review its commercial core leases to ensure that all revenues due to it under these leases are being collected, including periodic audits of leases. Also, it is currently pursuing arbitration to ensure that lease provisions are interpreted in such a way as to maximize these revenue streams.

- The Authority's Fiscal Year 2019 operating budget is the second-lowest annual budget in 15 years, despite making critical investments to support its ambitious capital plan.

Maintain high credit ratings, minimize cost of debt service, and mitigate interest rate market risk on variable rate debt in a rising interest rate environment.

- The Authority's credit rating is AAA by both Fitch and Moody's.

Advance sustainable development/operation of Battery Park City

- All capital construction projects are accomplished in accordance with the Authority's "green,, design and construction guidelines. Additionally, the Authority is reviewing the feasibility of incorporating additional updated sustainable technologies within existing Battery Park City buildings.

Maximize opportunities for M/WBE participation in Authority contracts and development projects

- The Authority has a long track record of successfully utilizing M/WBE and SDVOB firms to help achieve our mission. The Authority has been able to consistently meet or exceed our annual targets because the Authority has not only adopted aggressive M/WBE and SDVOB goals but has maintained a strong outreach effort in order to expand the network of available firms as well an extensive monitoring program to ensure that we meet our goals. During Fiscal Year 2016, the Authority built on our already strong program and sought new avenues for increasing our program participation. For the 2018 fiscal year, the Authority achieved 30.97% M/WBE utilization and a 6.47% SDVOB utilization.



**Battery Park  
City Authority**



## 4. Debt Administration



**Battery Park  
City Authority**

**2018 Annual Report**

#### 4. Debt Administration

##### *Debt Administration*

The 2009 Revenue Bonds, issued in December 2009, totaling \$89 million, included \$56.6 million of federally taxable Build America Bonds and \$32.5 million (including a net premium) of tax-exempt bonds. At October 31, 2018, outstanding bonds and ratings are as follows:

	<u>Outstanding debt</u>	<u>Fitch</u>	<u>Moody's</u>	<u>Standard &amp; Poor's (S&amp;P)</u>
2009 Senior Revenue A Bonds	\$ 56,600,000	AAA	Aaa	AAA
2009 Senior Revenue B Bonds	28,410,000	AAA	Aaa	AAA

The 2013 Revenue Bonds, issued in October 2013, totaling \$1.02 billion, included \$407.1 million (inclusive of net premium) of fixed-rate tax exempt Senior Revenue Bonds Series A and \$6.9 million (inclusive of net premium) of federally taxable, fixed-rate Senior Revenue Bonds, Series B. In addition, the Authority directly placed \$609.5 million variable-rate Junior Revenue Bonds, comprising \$210.9 million of Series C, \$199.3 million of Series D, and \$199.3 million of Series E. At October 31, 2018, outstanding bonds and ratings are as follows:

	<u>Outstanding debt</u>	<u>Fitch</u>	<u>Moody's</u>	<u>Standard &amp; Poor's (S&amp;P)</u>
2013 Senior Revenue A Bonds	\$ 279,980,000	AAA	Aaa	AAA
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2013 Junior Revenue D Bonds	192,225,000	Not Rated	Not Rated	Not Rated
2013 Junior Revenue E Bonds	192,225,000	Not Rated	Not Rated	Not Rated

(2)

##### **2003 Interest Rate Exchange Agreements (Swaps)**

On October 2, 2003, the Authority executed Swaps with three counterparties. The Swaps were executed in conjunction with the Authority's issuance of \$400 million of its 2003 Series C Bonds. The total notional amount of the Swaps was \$400 million. The effective date for the Swaps was October 16, 2003, which coincided with the delivery date of the 2003 Series C Bonds. The Authority executed the Swaps in order to effectively convert the variable-rate 2003 Series C Bonds to a net fixed rate. Based on the Swaps, the Authority owes interest calculated at a fixed rate of 3.452% to the counterparties that is paid semiannually. In return, the counterparties owe the Authority floating-rate interest equal to 65% of 30-day LIBOR, which is paid to the Authority on a monthly basis. The original notional amounts of the Swaps and the amortization thereof match the original principal amount of the refunded 2003 Series C Bonds and the amortization thereof. The Swaps were not terminated in connection with the issuance of the 2013 Series C, D, and E Bonds or the refunding of the 2003 Series C Bonds. These Swaps are not treated as qualified hedges as defined by the U.S. tax code. Each swap has been determined to be an effective hedge.



	<b>Deallocation of Swap Principal</b>	<b>Interest-rate swaps</b>		
		<b>Payment</b>	<b>Pro-Forma Receipts</b>	<b>Pro-Forma Net payment</b>
Year ended October 31:				
2019	\$ 5,450,000	(11,904,222)	5,170,929	(6,733,293)
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Totals	\$ <u>347,375,000</u>	<u>(133,566,080)</u>	<u>58,018,133</u>	<u>(75,547,947)</u>

The above table shows payments based on the Authority’s pay-fixed-rate interest rate Swap payment obligation at an effective interest rate of 3.452% while the Authority’s variable-rate receipts are based on the floating rate equal to 65% of 30-day LIBOR on October 31, 2018, which the counterparties are obligated to pay the Authority on a monthly basis. Although the pro-forma receipts shown are projected based on the latest interest rate at October 31, 2018 (65% of 2.3069% or 1.4995%), actual receipts will depend on the actual fluctuation of 30-day LIBOR.

The Authority is exposed to a limited degree of counterparty credit risk associated with the Swaps. However, each of the counterparties carries a rating in the “Baa1,, or higher category from at least one of the nationally recognized credit rating agencies. The counterparties are required to post collateral to the extent that they experience an appreciable decline in credit rating and the Swaps have positive fair value for the Authority.

The Authority’s basis risk would increase should its interest rate and fees on the variable bonds exceed the swap floating rate receipts, which are based on 65% of 30-day LIBOR. On October 23, 2013, the Authority currently refunded its Series 2003 bonds. The interest rates on these bonds were effectively hedged by interest rate swaps, which were bifurcated as of the date of the current refunding. Accordingly, the fair value of the interest rate swaps on October 23, 2013 of negative \$70.1 million was recorded as an imputed borrowing by the Authority. The Authority also recorded the \$70.1 million as a deferred cost of refunding and reduced the deferred outflow of resources that had been recorded to offset the negative fair value of the interest rate swap to zero. These amounts are being amortized on a straight line basis over the remaining life of the swaps and were \$51 million and \$55 million at October 31, 2018 and 2017, respectively. Apart from the imputed borrowing, the interest rate swap agreements, which continue in effect and continue as an effective hedge, had a negative fair value of \$17.8 million at October 31, 2017. The fair value increased \$5 million to a positive fair value of \$147 thousand at October 31, 2018. This positive fair value is recorded as a deferred inflow of resources and an asset on the Authority’s statement of net position.

## 2009 Revenue Bonds

On December 22, 2009, the Authority issued \$56,600,000 of fixed-rate Senior Revenue Bonds (federally taxable – Build America Bonds), Series A (the “2009 Series A Bonds,,) and \$30,635,000 (\$32,446,008 inclusive of net premium) of various fixed-rate Senior Revenue

Bonds, Series B (the “2009 Series B Bonds,,), for a total of \$87,235,000. The bonds were issued for the following purposes:

- A total of \$85,000,000 of bonds (including \$55,000,000 of the 2009 Series A Bonds, \$30,000,000 of the 2009 Series B Bonds) were issued to finance certain infrastructure and other capital improvements.
- The remaining funds were used to pay for cost of issuance and funding a reserve fund.

The payment of principal commences in November 2032 on the 2009 Series A Bonds, while payment on the 2009 Series B Bonds commenced in November 2010.

The 2009 Series A Bonds were issued as “Build America Bonds,, (“BABs,,) under section 54AA of the U.S. Tax Code for which the Authority expects to receive a cash subsidy payment from the United States Treasury equal to 35% of the interest payable by the Authority on the bonds. For the fiscal years ended October 31, 2017 and 2016, the Authority received payments from the U.S. Treasury in the amount of \$1,763,622 and \$588,506, respectively, pursuant to the subsidy. BABs already issued will continue to receive subsidies. The Authority has no assurances about future legislation or changes that may affect the availability, amount, or receipt of such subsidy payments.

At October 31, 2018, the 2009 Series A Bonds consisted of the following term bonds:

	<b>Coupon rates</b>	<b>Principal amounts</b>	<b>Interest</b>	<b>BABs subsidy</b>	<b>Interest (net of BABs subsidy)</b>
Year ended October 31:					
2019	6.375%	\$ -	3,608,250	(1,179,537)	2,428,713
2020	6.375%	-	3,608,250	(1,179,537)	2,428,713
2021	6.375%	-	3,608,250	(1,179,537)	2,428,713
2022	6.375%	-	3,608,250	(1,179,537)	2,428,713
2023	6.375%	-	3,608,250	(1,179,537)	2,428,713
2024 – 2028	6.375%	-	16,237,125	(5,307,916)	10,929,209
2029 – 2033	6.375%	65,000	18,041,250	(4,718,148)	13,323,102
2034 – 2038	6.375%	33,480,000	13,313,869	(5,897,685)	7,416,184
2039 – 2040	6.375%	23,055,000	4,364,963	(3,538,611)	826,352
Totals		\$ 56,600,000	69,998,457	(25,360,045)	44,638,412

The 2009 Series A Bonds maturing after November 1, 2019 are subject to redemption, in whole or in part, at any time on or after November 1, 2019 at the option of the Authority, at a redemption price of par plus interest to the redemption date.

As of October 31, 2018, principal and interest payments due on the 2009 Series B Bonds were as follows:

	<u>Coupon rates</u>	<u>Principal amounts</u>	<u>Interest</u>
Year ended October 31:			
2019	3.50%	\$ 355,000	1,376,369
2020	3.50%	335,000	1,364,294
2021	3.50%	370,000	1,349,406
2022	3.50%	375,000	1,331,156
2023	3.50%	390,000	1,312,181
2024 – 2028	3.50% - 5.00%	2,025,000	5,669,341
2029 – 2033	4.00% - 5.00%	10,425,000	5,864,469
2034 – 2035	4.125% - 5.00%	14,135,000	972,000
		<u>28,410,000</u>	<u>19,239,216</u>
Totals		\$ <u>28,410,000</u>	<u>19,239,216</u>

The Authority issued certain of the 2009 Series B Bonds at a premium of \$1.81 million, which is being amortized on a straight-line basis, over the lives of the 2009 Series B Bonds. At both October 31, 2018 and 2017, the unamortized net bond premium was \$1.2 million.

The 2009 Series B Bonds maturing after November 1, 2019 are subject to redemption, in whole or in part, at any time on or after November 1, 2019 at the option of the Authority, at a redemption price of par plus interest to the redemption date.

### 2013 Revenue Bonds

- On October 23, 2013, the Authority issued \$356,085,000 (\$407,120,987 inclusive of net premium) of fixed-rate tax exempt Senior Revenue Bonds, Series 2013A (the “2013 Series A Bonds,”) and \$6,700,000 (\$6,889,064 inclusive of net premium) of federally taxable, fixed-rate Senior Revenue Bonds, Series 2013B (the “2013 Series B Bonds,”), for a total of (\$414,010,051 fixed-rate bonds inclusive of net premium). In addition, the Authority directly placed \$609,530,000 of variable-rate Junior Revenue Bonds with three banks or bank affiliates, comprising \$210,865,000 of Junior Revenue Bonds, Series 2013C (the “2013 Series C Bonds,”), \$199,330,000 of Junior Revenue Bonds, Series 2013D (the “2013 Series D Bonds,”) and \$199,335,000 of Junior Revenue Bonds, Series 2013E (the “2013 Series E Bonds,”) (collectively, the “2013 Series C, D, and E Bonds”) for a total of \$1,023,540,051. Bonds were issued for the following purposes:

- A total of \$948,854,807 of bonds (including \$413,707,258 of the 2013 Series A Bonds and \$535,147,549 of the 2013 Series C, D, and E Bonds) were issued to currently refund \$328,548,428 of the outstanding 2003 Series A Bonds and \$620,306,379 variable-rate bonds. The balance of the 2003 Series A Bonds (\$16,140,000 outstanding) was retired by the Authority on November 1, 2013 from 2003 bond resolution debt service funds.

- A total of \$85,000,000 (including \$6,800,000 from the 2013 Series B Bonds and \$78,200,000 from the 2013 Series C Bonds) was issued to finance certain infrastructure and other capital improvements.

A total of \$10.8 million of 2013 Series A, B, C, D, and E bond proceeds were used to pay for costs of issuance.

The cumulative unamortized loss on extinguishment of the 1993, 1996, 2000, and 2003 bonds, including the unamortized 2003 bond insurance costs, collectively totaling \$17.3 million at fiscal year-end October 31, 2018, is classified in the statement of net position as a deferred outflow of resources and is being amortized over the respective maturity of the corresponding bonds.

As of October 31, 2018, principal and interest payments due on the 2013 Series A Bonds and 2013 Series B Bonds, which are all fixed-rate bonds, were as follows:

As of October 31, 2018, principal and interest payments due on the 2013 Series A Bonds and 2013 Series B Bonds, which are all fixed-rate bonds, were as follows:

**2013 A Senior Bonds:**

	<u>Coupon Rate</u>	<u>Principal amount</u>	<u>Interest</u>
Year ended October 31:			
2019	3.00% - 5.00%	\$ 23,360,000	13,221,900
2020	4.00% - 5.00%	24,590,000	12,098,150
2021	4.00% - 5.00%	25,735,000	10,868,525
2022	4.00% - 5.00%	27,015,000	9,555,350
2023	4.00% - 5.00%	28,380,000	8,178,050
2024 – 2028	5.00%	115,180,000	20,536,500
2029 – 2033	5.00%	35,720,000	3,432,675
Totals		<u>\$ 279,980,000</u>	<u>77,891,150</u>

The 2013 Series A Senior Bonds maturing after November 1, 2023 are subject to redemption, in whole or in part, at any time on or after November 1, 2023 at the option of the Authority, at a redemption price of par plus interest to the redemption date.

**2013 C, D, and E Junior Bonds:**

Each series of the 2013 C, D, and E Junior Bonds initially bears interest monthly at a variable rate based on a percentage of one-month LIBOR plus a spread. The Authority has the right to cause the 2013 C, D, and E Junior Bonds to be repurchased from the initial purchasers thereof and remarketed at other variable rates or fixed rates, and also has the right to otherwise purchase or redeem the 2013 C, D, and E Junior Bonds, on November 1, 2017 for 2013 D and E Junior Bonds and May 1, 2019 for 2013 C Junior Bonds. Any 2013 C, D, and E Junior Bonds that are not so remarketed (or purchased or redeemed) by November 1, 2019 will bear interest thereafter at stepped-up rates that for 180 days will equal 7.5% per annum (or, if greater, a specified prime rate plus 1.5% per annum or a specified federal funds rate plus 2% per annum) and after 180 days will equal 12% per annum (or, if greater, a specified prime rate plus 3.5% per annum or a specified federal funds rate plus 4% per annum). The 2013 C, D, and E Junior Bonds also will bear interest at rates higher than the foregoing if an event of default occurs under the Authority's agreements with the initial purchasers of the 2013 C, D, and E Junior Bonds or if interest on the 2013 C, D, and E Junior Bonds is determined to be includable in gross income for federal income tax purposes. The estimated interest payments for the 2013 C, D, and E Junior Bonds shown in the table titled "2013 C, D, and E Junior Bonds," below are based upon the October 31, 2018 LIBOR rate and do not reflect the increased interest payments that would result from such stepped-up rates, default rates or taxable rates becoming effective. In addition, pursuant to agreements between the Authority and the respective initial purchasers of the 2013 C, D, and E Junior Bonds, various additional fees and other amounts may be payable by the Authority from time to time, each on a basis subordinate to payment of annual debt service on Senior Bonds and Junior Bonds of any Series.

	Junior C		Junior D		Junior E		Total	
	Principal	Interest	Principal	Interest	Principal	Interest	Principal	Interest
Year ended October 31:								
2019	\$ 1,185,000	4,519,405	1,260,000	4,023,495	1,255,000	3,791,715	3,700,000	12,334,615
2020	1,220,000	4,492,950	1,250,000	3,997,140	1,255,000	3,766,878	3,725,000	12,256,968
2021	1,285,000	4,465,395	1,305,000	3,970,313	1,305,000	3,741,547	3,895,000	12,177,255
2022	1,285,000	4,437,125	1,395,000	3,941,963	1,395,000	3,714,830	4,075,000	12,093,918
2023	1,390,000	4,407,700	1,420,000	3,912,405	1,420,000	3,686,976	4,230,000	12,007,081
2024 – 2028	14,150,000	21,485,860	25,570,000	18,529,455	25,565,000	17,462,251	65,285,000	57,477,566
2029 – 2033	29,635,000	18,271,165	58,135,000	14,157,728	58,135,000	13,342,369	145,905,000	45,771,262
2034 – 2038	47,415,000	15,095,905	71,375,000	6,860,963	71,380,000	6,465,987	190,170,000	28,422,855
2039 – 2043	108,455,000	6,696,745	30,515,000	646,958	30,515,000	609,680	169,485,000	7,953,383
<b>Total</b>	<b>\$ 206,020,000</b>	<b>83,872,250</b>	<b>192,225,000</b>	<b>60,040,420</b>	<b>192,225,000</b>	<b>56,582,233</b>	<b>590,470,000</b>	<b>200,494,903</b>

The 2013 Series C Junior Bonds maturing after May 1, 2019 are subject to redemption, in whole or in part, at any time on or after November 1, 2023 at the option of the Authority, at a redemption price of par plus interest to the redemption date.

The 2013 Series D and E Junior Bonds maturing after November 1, 2017 are subject to redemption, in whole or in part, at any time on or after November 1, 2017 at the option of the Authority, at a redemption price of par plus interest to the redemption date.

Debt service on the 2003 Swap agreements (see note 10) and the 2009 and 2013 Bonds (see notes 10 and 11) is secured by and is payable, after satisfaction of certain administrative, operating, and maintenance obligations of the Authority, solely from certain pledged lease revenues and Swap receipts which are required to be deposited and maintained in the Pledged Revenue Fund ("PRF") established under the 2003 General Bond Resolution. The PRF, including income and earnings on investments thereof, has been pledged and assigned to a trustee for the benefit of the owners of the 2009 Bonds and the 2013 Bonds and certain other beneficiaries, as their respective interest may appear. In addition, the Bonds, and certain swap payments and reimbursement obligations, are secured by the Reserve Fund established under the 2003 General Bond Resolution. The rights to payment of the 2009 and 2013 Senior Bonds, senior swap payments, and senior reimbursement obligations from amounts in the PRF and the Reserve Fund are senior to the rights to payment of the 2013 Junior Bonds, junior swap payments, and junior reimbursement obligations from such amounts. As of each November 1, amounts in the PRF in excess of funding requirements for project operating expenses and debt service, along with certain other unpledged amounts will be transferred into the Residual Fund and may be used by the Authority for other purposes.



## 5. Compensation Schedule

## 5. Compensation Schedule

### 5.1. Battery Park City Authority Compensation\*

<b>Name</b>	<b>Title</b>	<b>Salary</b>	<b>Department</b>
Deborah L. Addison	Director of Project Management and Planning	\$130,000.00	Real Property
Baichu, Shamila	Vice President, Human Resources	\$150,000.00	Human Resources
Baptiste, Marie	Deputy Treasurer	\$144,585.00	Finance
Beecham, Brett	Associate General Counsel	\$150,800.00	Legal
Buquicchio, Anthony	Director, Construction	\$140,675.00	Real Property
Dawson, Gwen	Vice President, Real Property	\$187,200.00	Real Property
Ehrlich, Abigail	Director, Community Partnerships and Public Art	\$124,925.00	Administration
Pamela Frederick	Chief Financial Officer and Treasurer	\$210,000.00	Finance
Gallagher, James	Assistant General Counsel	\$120,000.00	Legal
Ganci, Joseph†	Director, Design	\$149,255.00	Real Property
Goldenberg, Abigail	General Counsel	\$197,600.00	Legal
Hudon, Craig	Director, Parks Programming	\$127,613.00	Parks Programming
Jones, Benjamin	President & Chief Executive Officer	\$225,000.00	Executive
Kim, Susie	Deputy General Counsel	\$170,352.00	Legal
Koenig, Karl	Comptroller	\$168,714.00	Finance
Maggi, Robert	Director, Maintenance	\$100,968.00	Parks Operations
McCabe, Kevin†	Chief of Staff	\$150,000.00	Executive
Munson, Eric	Vice President of Administration and Strategic Planning	\$150,000.00	Administration



Nesmith, Robert	Chief Contracting Officer	\$129,854.00	Administration
O’Neill, Anne	Director, Horticulture	\$115,566.00	Horticulture
Pomponio, Bruno	Director, Parks Operations	\$133,686.00	Parks Operations
Pustilnik, Alix†	General Counsel	\$200,850.00	Legal
Rachnowitz, Jason	Director, Financial Reporting	\$114,400.00	Finance
Sbordone, Nicholas	Vice President, Communications and Public Affairs	\$147,638.00	Executive
Sewraj-Kumar, Rekha	Accounting Manager	\$110,261.00	Finance
Stallworth-Roper, Nicole	Associate General Counsel	\$148,923.00	Legal
Tam, John	Director, Management Information Systems	\$129,854.00	Administration
Windman, Kenneth	Director, Infrastructure	\$119,033.00	Real Property

\*List of BPCA Benefits Provided: Medical, Vision, Dental, Hearing, Prescription, Wellness, Transit, Flexible Spending with Match, Deferred Compensation (optional), Short and Long Term Disability, Workers Compensation, M/C Life Insurance (optional), Municipal Credit Union (optional), State Pension, Annual Leave, Sick Leave, Bereavement Leave, Holidays, FMLA, Leave for Voting, Leave for Bone Marrow or Organ Donation, Leave for Breast Cancer and Prostate testing, Leave for Jury Duty, Unemployment Insurance, Meal and Travel Reimbursement, Direct Deposit (optional), Employee Assistance Program, US Savings Bonds, College Savings Plan, Leave Donation Program, Military Leave, Maternity/Paternity Leave, Family Medical Leave Act.

†Denotes former employees who were employed by BPCA during Fiscal Year 2018.

## 5.2 Biographical Information

### **Deborah L. Addison**

#### **Director of Project Management and Planning**

Ms. Addison received a degree in architecture from Ohio State University and studied architecture at Columbia University. In her professional experience she has served as Construction Project Manager for Columbia University, a Construction Manager for Works-in-Progress Associates, Project Manager at AFG Group, Inc., and Construction Project Manager at STV Construction. Ms. Addison began her current position with the Battery Park City Authority in 2018.

**Sharmila Baichu**

**Vice President, Human Resources**

Ms. Baichu received her Bachelors of Business Administration degree from Pace University and her Masters in Early Childhood Education from Long Island University. During her final year at Pace, Ms. Baichu started her career in Human Resources as an Intern at Lehman Brothers. Since then she has worked in varying roles in human resources in multiple industries including financial, healthcare, construction and at a State Authority. During the middle of her human resources career, Ms. Baichu took a 5 year hiatus to teach 2<sup>nd</sup> and 3<sup>rd</sup> grade students in a Title 1 elementary school in Bedford Stuyvesant Brooklyn. Ms. Baichu joined Battery Park City Authority in April, 2018.

**Marie Baptiste**

**Deputy Treasurer**

Marie Baptiste has served as Deputy Treasurer/Portfolio Manager at the Battery Park City Authority Since March 2015. Prior to assuming this position, she served as the Accounting Manager at Battery Park City Parks Conservancy. Born and raised in Haiti, she holds a Bachelor's degree in Business Administration specializing in Accounting from CUNY Bernard Baruch College, and an Executive Master in Business Administration from Rutgers University with an emphasis in Finance. She holds a Public Accounting Certification License in New York State.

**Brett Beecham**

**Associate General Counsel**

Mr. Beecham received his undergraduate degree from Franklin & Marshall College and his J.D. from Boston University School of Law. After graduating from law school, Mr. Beecham worked as an attorney in the NYC offices of Debevoise & Plimpton LLP and Paul, Weiss, Rifkind, Wharton & Garrison LLP. In 2005, Mr. Beecham became Assistant General Counsel at the New York City Department of Buildings where he interpreted the building code and zoning resolution. Thereafter, Mr. Beecham joined Manhattan Capital, a private equity firm focused on real estate and professional sports markets, and served as General Counsel for nearly a decade. Mr. Beecham joined the Battery Park City Authority's legal team in 2016.

**Anthony Buquicchio**

**Director, Construction**

Anthony joined Battery Park City in June of 2013. He worked with a New York construction management firm for eight years from 2005 to 2013, and worked as a contractor doing home improvement from 2001 through 2005. Anthony worked for a manufacturing and distribution company from 1984 until 1999. In that time he progressed from purchasing agent to warehouse manager of a 250,000 square foot facility. He then managed another distribution warehouse until 2001.

**Gwen Dawson, Esq.**

**Vice President, Real Property**

Gwen Dawson began her professional career practicing law in Denver, Colorado, focusing on real estate and business law. She later transitioned to full-time real estate planning and development with a focus on large-scale public-private development projects in urban settings. Prior to joining Battery Park City Authority, Ms. Dawson worked with the Mayor's Office of the City and County of Denver and the Colorado Community College System.

**Abigail M. Ehrlich**

**Director of Community Partnerships and Public Art**

Ms. Ehrlich received her B.A. from Connecticut College and a M.S. from the Bank Street Graduate School of Education. Prior to becoming Director of Parks Programming, Battery Park City Parks Conservancy in 1998, she managed School and Family Programs at the Museum of Television & Radio and the Whitney Museum of American Art. She was a museum educator at the University of Washington's Henry Art Gallery, The Brooklyn Museum and The Frick Collection, and program manager for Washington State Arts Commission's public art in public schools.

**Pamela Frederick**

**Chief Financial Officer and Treasurer**

Ms. Frederick joined the Authority in November 2017 after 30 years in banking and finance. Her career includes expertise in commercial lending, project finance, interest rate derivatives, and investments, specializing in real estate and energy sectors. She has held investment banking, commercial banking, and private banking roles with Citigroup, GE Capital, Fieldstone Private Capital Group, Chase Manhattan Bank as well as The Overseas Private Investment Corporation, covering U.S., Canadian and international clients. Prior to her banking career, she worked in finance and logistics at Procter & Gamble. She holds Series 7 & 63 licenses and earned both an MBA in Finance and BA in Economics from the University of Michigan and studied at Hautes Etudes Commerciales in France. She previously served on the Board of Directors of the Financial Women's Association and the Ellen Johnson Sirleaf Market Women's Fund. Her prior public service includes serving as a Town Representative in Greenwich, CT, where she served as the Chair of the Finance Committee.

**Joseph Ganci†**

**Director of Design**

Mr. Ganci received a Bachelor of Architecture with a concentration in Construction Management from Pratt Institute in 2001. While completing his formal classroom education and after graduation, Mr. Ganci worked in a select number of architectural and consulting firms before joining the Battery Park City Authority in 2014 as Design Director.

**Abigail Goldenberg****General Counsel**

Ms. Goldenberg received her undergraduate degree from Oberlin College and her J.D. from Cardozo School of Law. After graduating from law school in 2001, Ms. Goldenberg joined the General Litigation Division at the New York City Law Department, where she litigated federal and state claims related to various, significant City policies. In 2012, Ms. Goldenberg was appointed the General Counsel for the New York City Business Integrity Commission. Ms. Goldenberg joined the Battery Park City Authority's legal team in 2015.

**Craig Hudon****Director of Parks Programming**

Mr. Hudon received his B.S. from Ithaca College and joined Battery Park City Parks in 2002 as a Parks Programming Leader. Later that year he was promoted to Foreman of the Parks Programming Department. In 2015 he became Assistant Director and Director in the fall of 2016. His prior professional experience includes event management in the resort industry and as assistant director of an environmental education center contributing as manager, educator and naturalist.

**James Gallagher****Assistant General Counsel**

Mr. Gallagher received his undergraduate degree from Syracuse University and his J.D. from Brooklyn Law School. After graduating law school, Mr. Gallagher worked as counsel for the New York City Transit Authority, the agency that runs the subways and buses in New York City. While at NYCT, Mr. Gallagher handled a variety of transactional, litigation and policy matters. Mr. Gallagher joined BPCA's legal team in 2018.

**Benjamin Jones, PMP****President and Chief Executive Officer**

Mr. Jones received his Bachelor of Arts degree from Gettysburg College, his Master of Public Administration degree from American University, and his Master of Applied Positive Psychology from University of Pennsylvania. Prior to his employment at BPCA, he worked for organizations including KPMG's State and Local Government Consulting Practice, the New York City Department of Buildings, and the New York City Mayor's Office of Operations. Benjamin is a certified Project Management Professional.

**Susie Kim****Deputy General Counsel**

Ms. Kim received a Bachelor of Arts in Political Science from Columbia University, and her J.D. from Fordham University School of Law. After graduating from law school in 2002, Ms. Kim began her career with LeBoeuf, Lamb, Greene & MacRae LLP. In 2006, Ms. Kim joined the firm of Loeb & Loeb LLP. Ms. Kim joined the Authority's legal group in July 2014.

**Karl Koenig, CPA****Comptroller**

Karl Koenig graduated Queens College with a triple concentration in German, Accounting, and Economics. He worked for three years as an auditor for the NYC Comptroller's Office where he passed the CPA exam. He spent four years at a midsize accounting firm performing various audits and prepared taxes for non-profit and for profit entities. He then spent eight years as the director of Finance for a non-profit organization. He currently is the Controller for Battery Park City Authority.

**Robert Maggi****Director, Maintenance**

Mr. Maggi joined the Battery Park City Parks Conservancy in January of 2000 after spending years spent working for his family's electrical contracting business. In the late Eighties and early Nineties, he was part of the team that installed lighting at the Esplanade, North Cove Marina, and the Battery Park City Ball Fields. After receiving his Bachelor of the Arts degree at Queens College in 1996 and his Master Electrician License, Mr. Maggi began work at BPCPC and BPCA as an electrician where he earned promotions to Foreman and later Senior Foreman.

**Kevin McCabe†****Chief of Staff**

Prior to joining the Battery Park City Authority in 2012 as Chairman Mehiel's Special Assistant, Mr. McCabe held a number of positions at Bloomberg L.P., while based out of the firm's New York and London headquarters. Mr. McCabe was promoted to Chief of Staff in 2015. Mr. McCabe attended Saint Joseph's University where he earned a Bachelor of Science degree in International Business.

**Eric Munson****Vice President, Administration and Strategic Planning**

Eric Munson joined the Battery Park City Authority in 2018. After earning a Bachelor of Arts degree from New York University and a Master of Arts degree from Columbia, he served in communications, intergovernmental, operations, and management roles in the Bloomberg Administration for the City of New York. He later joined Metropolitan Council on Jewish Poverty as its Chief of Staff, the 2016 Democratic National Convention as its Director of Hall Operations, the City of Philadelphia's anti-poverty office as its Chief of Staff, and most recently, New York Cares as its Interim Chief Program Officer.

**Robert Nesmith****Chief Contracting Officer**

Mr. Nesmith received a Bachelor of Arts in Government Affairs from John Jay College and earned a Masters of Arts in Urban Affairs from Queens College. Mr. Nesmith began his career in government at the New York City Comptroller's Office in 1992. He is a graduate of the NYC Management Academy. After 20 years of service at the NYC Comptroller's Office, Mr. Nesmith joined the Authority in February 2013. He was made Chief Contracting Officer in May 2014.

**Anne O'Neill****Director, Horticulture**

Ms. O'Neill has managed a private estate, been a curator of the Shakespeare, Fragrance and Rose Gardens in Brooklyn Botanic Garden, was the Horticultural Outreach person for Bronx Green Up in New York Botanical Garden, and a mushroom farmer in Ireland. Ms. O'Neill is also responsible for maintaining Battery Park City's parks and open spaces in world-class condition utilizing the "green,, techniques, design, and vision the neighborhood has pioneered.

**Bruno Pomponio****Director, Parks Operations**

Mr. Pomponio joined Battery Park City Parks Conservancy in 1997 as a plumber. In 1998 he was promoted to foreman of the Maintenance Department, and in 1999 to Director of the Maintenance Department and in 2015 to the Director of Parks Operations. He is certified by U.S. Department of Labor Occupational Safety and Health Administration (OSHA) to conduct training in occupational safety and health standards, and received accreditation in Construction Project Management from New York University. Prior to joining Battery Park City Parks Conservancy, he was employed by New York Public Library as a plumber.

**Alix Pustilnik†****General Counsel**

Alix S. Pustilnik became General Counsel of the Battery Park City Authority in May 2014. A life-long New Yorker, she began her career as an Assistant District Attorney in New York County, where she prosecuted white collar and official corruption cases. Subsequently, she became the Senior Staff Attorney at the Commission to Combat Police Corruption during Mayor Rudolf W. Giuliani's administration. From 1999 through 2005 she was a litigator at Schulte Roth & Zabel, where, among other things, she represented a corporation that was the target of a year-long grand jury investigation, resulting in no charges; helped to secure a victory at trial on behalf of a major real estate building and operating company involved in a lease dispute with an anchor tenant; and counseled a large European bank in connection with its internal investigation of a \$500,000,000 Enron-related transaction. From 2006 through 2014, Ms. Pustilnik served New York City Council Speaker Christine C. Quinn as Deputy Legislative Director. During that time, Ms. Pustilnik played a key role in increasing government contracting opportunities for minority and women owned businesses, simplifying and improving the regulatory environment for businesses operating in New York City, and improving oversight of the New York City Police Department. Ms. Pustilnik was a Coro Fellow, and received her undergraduate degree from Columbia University and her law degree from Harvard.

**Jason Rachnowitz****Director, Financial Reporting**

Mr. Rachnowitz joined the Battery Park City Authority in March 2015. He graduated from

Binghamton University's School of Management and received an undergraduate degree in Accounting. He worked three and a half years at a small public accounting firm performing audits and preparing tax returns. In November 2010, he received a CPA certification. For the following four and a half years he worked at a mid-size public accounting firm performing audits and preparing tax returns for large non-profit and governmental clients before joining the Battery Park City Authority.

### **Nicholas Sbordone**

#### **Vice President, Communications and Public Affairs**

Mr. Sbordone joined the Battery Park City Authority in April 2016 after spending his career in New York City government across three mayoral administrations. He began his career in 2001 at the Mayor's Office of Operations, where as a policy analyst he helped prepare the bi-annual Mayor's Management Report. Moving to the Taxi & Limousine Commission he worked on a range of issues affecting the industry, including the sale of new medallions. Then, at the Department of Information Technology & Telecommunications he served as intergovernmental affairs director and spokesman and for the 311 non-emergency information and services hotline, for 911 system modernization, cable television and broadband, cybersecurity, and most recently, the City's open data and LinkNYC/free citywide WiFi initiatives.

### **Nicole Stallworth-Roper**

#### **Associate General Counsel**

Ms. Stallworth-Roper received a Bachelor of Science in Marketing from Hampton University and her J.D. from Fordham University School of Law. After graduating from law school in 2003, Ms. Stallworth-Roper began her career with Peck, Shaffer & Williams LLP (now known as Dinsmore & Shohl). In 2006, Ms. Stallworth-Roper joined Hawkins Delafield & Wood LLP. In 2015, Ms. Stallworth-Roper joined the Battery Park City Authority's legal department.

### **John Tam**

#### **Director, Information Technology**

John Tam received his Bachelors of Science in Electrical Engineering from University at Buffalo. He has worked in the IT field for over 20 years. His work includes multiple industries from public utilities, healthcare, investment banks, and government. He spent the last 10 years as LAN administrator at Lower Manhattan Development Corporation in providing and maintaining an IT infrastructure network before joining Battery Park City Authority.

### **Kenneth Windman**

#### **Director, Infrastructure**

Kenneth has been employed by the Battery Park City Authority since 1985, spending the first 20 years in the Site Management Department, performing facilities management, security, safety and special events. The second part of his tenure at BPCA has been managing projects for site construction and restorations and managing large scale maintenance projects for the Battery Parks City Parks Conservancy. Kenneth has received his Associate Degree in Business



Administration from the State University of New York at Delhi and his Bachelor's Degree in Business Administration from the State University of New York at New Paltz.





## 6. Projects Undertaken



## 6. Projects Undertaken

BPCA performed new and on-going capital construction and repair/restoration projects, along with a number of significant design, engineering, assessment and planning projects, all focused on the preservation, safety and enhancement of the public spaces, infrastructure and amenities within Battery Park City.

- **Key Projects Completed in 2018**

- **Construction Projects**

- **200 Rector Fit-Out Project:**

Construction commenced in 2017 on the fit-out of office space leased by the Authority for security, construction management and community support purposes. The project was substantially completed in 2018.

- **Assessment/Design Projects**

- **South End Avenue Streetscape Study:**

A study to evaluate the current streetscape and pedestrian conditions associated South End Avenue and West Thames Street and created a conceptual plan for streetscape enhancements was completed in 2018 cooperation with the New York City Department of Transportation and the Battery Park City Committee of Community Board 1. Detailed design for the plan is expected to commence in 2019.

- **Public Art Restoration (Pylons and Glass Benches):**

Assessment of and design for the restoration of the Pylons (Martin Puryear, artist) located at the Belvedere and the lighted glass benches in the north neighborhood (James Carpenter, designer) was completed in 2018, and the construction is expected to be commenced and completed in 2019.

- **Community Center Leak Remediation Project:**

The updated design for the remediation of water infiltration at the Battery Park City Community Center was completed in 2018. Construction of the project is expected to commence in 2019 and be completed in 2020.

- **North BPC Street Repairs/Repaving:**

The design and engineering for repairs to and repaving of the north neighborhood streets was completed in 2018. Construction of the first phase of the project is expected to be completed in 2019.

- **Curtain Wall Repairs:**  
The design and engineering for repairs to the Esplanade Curtain Wall was completed in 2018. Construction of the project is expected to be completed in 2019.
  - **Rockefeller Park Playground**  
The updated design for the restoration of the Rockefeller Park Playground was completed in 2018. Construction of the project is expected to be completed in 2019.
- **Key Projects Commenced or Continued in 2018**
    - **Construction Projects**
      - **Rector Grid Electrical Upgrade:**  
The project to update the electrical wiring and infrastructure serving the Battery Park City Rector Electrical Grid was commenced in late 2017 and is expected to be completed in 2019.
      - **Tribeca Pedestrian Bridge Painting:**  
The project to paint and upgrade the Tribeca Pedestrian Bridge was commenced in 2018 and is expected to be completed in 2019.
      - **South Cove Jetty Repair/Restoration**  
Demolition associated with the project to restore timber and bracing sections of the South Cove Jetty was begun in 2018. Full construction is expected to be commenced and completed in 2019.
      - **Pier A Structural Repairs – Phase I**  
Phase I of a multi-phase project to repair and restore certain underwater structural components of Pier A was commenced in 2018 and is expected to be completed in 2019. (Phase II of the project is expected to be commenced in 2019.)
    - **Resiliency Projects**
      - **South Battery Park City Resiliency Design and Engineering Project (a Collaboration with the City of New York, the New York City Department of Parks and Recreation, The New York City Mayor’s Office of Recovery and Resiliency and the New York City Department of Transportation):**  
Detailed design and engineering for the South Battery Park City Resiliency Plan (extending from the Museum of Jewish Heritage, through

Wagner Park, Pier A Plaza and along Battery Place to a terminus at State Street) was procured in 2017 and commenced in 2018. Design is expected to be completed in 2019, and construction is expected to be completed in 2021.

- **Ball Field / Community Center Resiliency Project:**  
Detailed design and engineering for the Ball Field / Community Center Resiliency Project commenced in 2018. Design is expected to be completed in 2019, and construction is expected to be completed in 2020.
  - **North Battery Park City Resiliency Project:**  
Procurement for the detailed design and engineering for the North Battery Park City Resiliency Project (extending from the northwest corner of Stuyvesant High School, east along the North Esplanade, across West Street and east to approximately West Broadway) was commenced in 2018, and design is expected to commence in 2019 and be completed in 2020. Construction is expected to be completed in 2022.
- **Assessment/Design Projects**
    - **Wayfinding/Signage Design Project:**  
The project to design an updated wayfinding and signage program for Battery Park City was commenced in late 2017 and is expected to be substantially completed in 2019.
    - **Police Memorial Expansion Design:**  
The project to design an expansion of the Police Memorial was commenced in 2018 and is expected to be completed in 2019. The construction of the expansion is also expected to be completed in 2019.
  - **Cooperative Partnering Projects:**
    - **West Thames Street Pedestrian Bridge:**  
As part of a collaborative project between the New York City Economic Development Corporation (NYCEDC), the Lower Manhattan Development Corporation and the Authority, construction of the West Thames Pedestrian Bridge was commenced by NYCEDC in 2016. Completion of the construction is expected in 2019. This will be followed by the removal of the Rector Bridge, which was designed as a temporary structure.

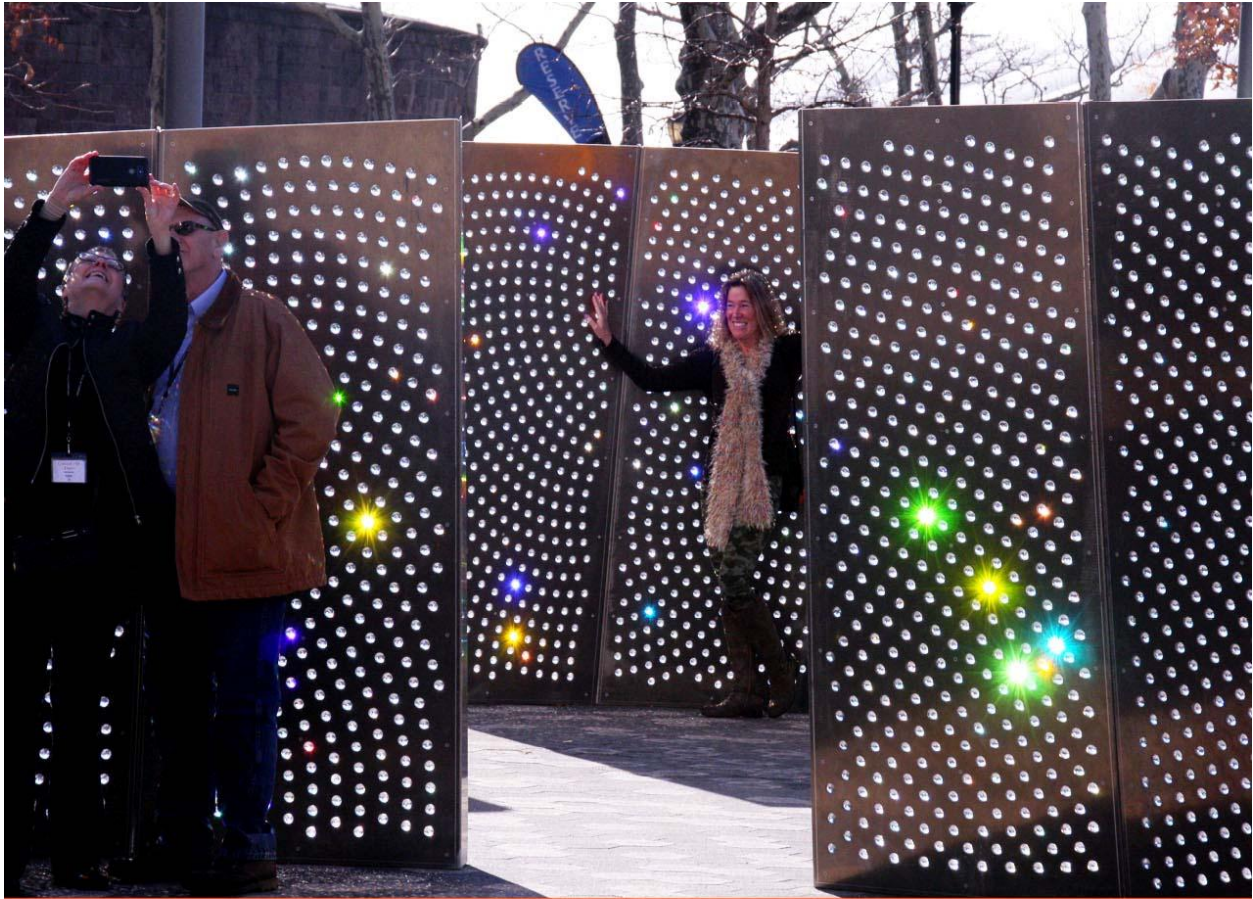


## 7. Property Acquisition / Disposal Summary



## **7. Property Acquisition/Disposal Summary**

None.



## 8. Code of Ethics

## 8. Code of Ethics

### GUIDELINES REGARDING CONFLICTS OF INTEREST AND ETHICAL STANDARDS

As a public entity, the Authority has a responsibility for maintaining the highest level of honesty, ethical conduct, and public trust in all of its activities. To meet this responsibility, this Conflict of Interest Policy has been adopted concerning important aspects of ethical conduct.

This policy states in specific form the Authority's position on conflicts of interest. Personal integrity is the cornerstone of this policy. Each employee has the primary responsibility for avoiding financial and other interests that could create a conflict or the appearance of a conflict with his or her job.

When an employee, regardless of level or job assignment, is in a position where his or her financial interest or involvement in a transaction may present a conflict of interest or the appearance of such a conflict, the employee must immediately notify the Authority's Ethics Officer (the "Ethics Officer,") and disqualify himself or herself from participation in the transaction until advised in writing that he or she may continue to participate in the transaction.

Any person who has a question as to whether a prospective personal or business transaction, or relationship with a contractor, vendor, or consultant, may be a violation of this policy or of the Public Officers Law should consult with the Ethics Officer and may also request in writing, where appropriate, a formal or informal opinion of the New York State Joint Commission on Public Ethics ("JCOPE,,").

Each State agency has an obligation under the Public Officer's Law to appoint an ethics officer. The Ethics Officer has duties that include, but are not limited to, providing Authority personnel with opinions regarding ethical issues, ensuring the propriety of outside activities in which Authority personnel wish to engage, and ensuring Authority personnel receive the required ethics training. The Ethics Officer is also responsible for ensuring that all employees required to do so file their financial disclosure forms with JCOPE, and for informing JCOPE of all new hires at the agency who are required to file financial disclosure forms. In addition to this, the Ethics Officer must report the receipt of honoraria by Authority employees to JCOPE.

Violations of the guidelines outlined below (the "Guidelines,") may be cause for disciplinary action up to and including termination, as well as criminal prosecution and/or fines up to (\$10,000) ten thousand dollars.



## **A. Application**

### 1. Public Officers Law

The Guidelines, as they relate to employees, are divided into three basic categories:

- General ethical standards;
- Issues arising during the course of employment; and
- Issues arising in connection with termination of employment and post-employment activities.

The Guidelines are drawn from and based on Sections 73 and 74 of the Public Officers Law. While the Guidelines in some instances may go further than the underlying statutory provisions, the statute is paramount and controlling to the extent, if any, that it is more limiting or restrictive than the Guidelines. In view of the strong identification of the Guidelines with the statute, staff should also be aware of the possibility that in violating the Guidelines, a statutory provision may be violated as well, with potentially serious consequences, because the legislation creating the Authority makes its officers and employees subject to Section 73 and 74 of the Public Officers Law. Moreover, certain employees are subject to the financial disclosure and reporting requirements of Section 73-a of the Public Officers Law. Copies of these sections of the Public Officers Law may be obtained from the Human Resources Department. Any questions that arise regarding the Public Officers Law should be addressed to the Ethics Officer.

## **B. Guidelines**

### 1. Guidelines of General Application

- a. No employee should have any interest, financial or otherwise, direct or indirect, or engage in any activity, including any business transaction, professional activity or incur any obligation of any nature, which is in substantial conflict with the proper discharge of his or her duties in the public interest, whether such conflicts be real or apparent, existing or potential.
- b. Each employee should pursue a course of conduct that will avoid encouraging the public to assume or believe that he or she is likely to engage in acts that would violate his or her trust.

## 2. Ethical Standards

It shall be a breach of ethical standards for any employee to:

- a. Use his or her position as an employee of the Authority to secure unwarranted privileges or exemptions for him or herself or another.
- b. Disclose, or use to further his or her personal interest or the interest of another (including, without limitation, the purchase or sale of property or securities), information acquired by him or her during the course of his or her official duties, which would not otherwise be a matter of public knowledge or information.

## 3. Issues During Employment

### a. General Standards

In connection with any activities outside of the performance of the employee's official duties at the Authority, no outside activity whether or not for compensation (including any such activity for or before any public agency) should be undertaken nor should any employee engage in any conduct, which would:

- i. Impair or appear to impair the independent judgment of the employee in the exercise of his or her duties;
- ii. Require an allocation of an amount of time sufficient to impair the performance of the employee's obligation to the Authority;
- iii. Result in an identification of the employee's outside activities with those of the Authority;
- iv. Result in a transaction as representative of the Authority with any business entity in which he or she has a direct or indirect financial interest that might reasonably tend to conflict with the proper discharge of his or her official duties; or
- v. Create the impression, reasonably inferable, that any person may improperly influence him or her or unduly enjoy his or her favor in the performance of his or her official duties, or that he or she is affected by the kinship, rank position or influence of any party or person.

### b. Investment Guidelines

No employee should have any:

- i. Direct or indirect financial interest that conflicts or appears to conflict with his or her responsibilities to the Authority; or

- ii. Financial interest, direct or indirect, or engage in any business or transaction or professional activity or incur any obligation of any nature, which is in substantial conflict with the proper discharge of his or her duties in the public interest.

Investments in municipal bonds or other governmental obligations, including obligations of the Federal government, the State, or any of their agencies or subdivisions, including the Authority, are permitted. Caution must be exercised in making such investments where the employee is privy to information by reason of his or her employment activities that is not public information at the time of his or her investment in order to avoid possible infractions of Federal Securities laws.

For the purpose of determining whether an indirect investment exists, employees are urged to disclose any financial interests or investments held by members of their families on their Financial Disclosure form, so that the facts may be analyzed to ascertain whether it is of sufficient magnitude to require preventive action.

*c. Outside Employment and Activities*

Employees should be aware that as a condition of their employment they are expected to devote full business time to their official responsibilities at the Authority. While outside activities are not precluded (see Title 19, parts 930 and 932, of the codes, rules, and regulations of the State of New York (“19 NYCRR Part 930 and Part 932,,)), employees should take care to avoid any outside employment or activity that would:

- i. Require or induce the employee to disclose confidential information gained from Authority employment;
- ii. Involve the employee on behalf of parties who have a substantial business relationship with the Authority, or should have any business relationship with the Authority where the performance of the employee’s duties directly involves him or her in such relationship;
- iii. Result in the engagement of the employee to perform regular and substantial outside consulting or professional activities, including serving as a consultant, regular teaching, any business other than a passive investment activity, or any legal practice, or result in the maintenance of any publicly-listed place of business; or
- iv. Lead the public to associate the personal business or activities of the employee with the Authority, rather than the employee individually. In performing personal business activities, care should be exercised to

avoid the implication of any endorsement of such activities on the part of the Authority. Authority stationery should not be used in conducting the personal affairs or business of any employee, nor should office space be used to such end.

An employee may attend and participate in political functions without violating Section 3.a. (iii) or 3.c. (iv) above, provided that he or she makes a good faith effort to make it clear that he or she is doing so in his or her personal capacity and not on behalf of the Authority. Mere mention of, or reference to, his or her affiliation or title with the Authority will not of itself constitute a violation of those sections.

*d. Gifts and Outside Compensation*

- i. No employee should accept any outside compensation or thing of value for work required by or connected with his or her Authority employment, unless the employee has complied with the provisions of 19 NYCRR Part 930.
- ii. No employee, spouse or dependent child of an employee shall solicit, accept or receive any gift having a nominal value whether in the form of money, service, loan, travel, entertainment, hospitality, thing or promise, or in any other form, under circumstances in which it could reasonably be inferred that the gift was intended to influence him or her, or could reasonably be expected to influence him or her, in the performance of his or her official duties or was intended as a reward for any official action on his or her part.

*e. Political Activity Policy*

While Authority employees are free to participate in the political process on their own time, there must be a clear separation between political activities and the discharge of their duties as Authority employees. No Authority employee is to conduct political activities during work hours. Any political activity must be performed after normal work hours or while on vacation or personal leave. In addition, Authority equipment, vehicles and office space are to be used for official Authority business only.

*f. Receipt of Honorarium*

The receipt of honorarium or outside speaking fees must be approved in advance by the President and Chief Operating Officer, and a fee cannot be received from any organization that is regulated by or negotiates with Authority employees acting in their official capacity. A fee cannot be

received by an Authority employee from an individual or organization that attempts to influence Authority positions or actions. An employee receiving approvals to accept such a fee cannot also be paid by the Authority for delivering a speech or rendering a service. Authority personnel, equipment and time cannot be used to prepare for delivery of a speech or to render a service for which an honorarium is to be received unless the honorarium is paid to the Authority. No honorarium is permitted when the Authority sends an employee as its representative to an event to make a speech or perform a service. If an employee is required to file a Financial Disclosure form under the Ethics in Government Act, he or she must disclose the receipt of honorarium in excess of \$1,000 from any source.

#### 4. Post-Authority Employment

- a. Pre-departure Negotiations – No employee, while involved in dealings with a private firm on the Authority’s behalf, may discuss with representatives of that firm possible future employment with the firm, nor should employees participate in any activity on behalf of the Authority with respect to an entity with which they are negotiating or have made arrangements for post-Authority employment. All employees should immediately notify the Ethics Officer of any understanding or arrangement for employment upon leaving the Authority as promptly as possible after such arrangement is made.
- b. Two-year Prohibition – No person who has served as an Authority officer or employee shall for a period of two years after the termination of such service or employment appear or practice before the Authority or receive compensation for any services rendered by such former officer or employee on behalf on any person, firm corporation or association in relation to any case, proceeding application, or other matter before the Authority. The only exception to this law is that former Authority employees may become employees (not consultants) to federal, state or local government entities.
- c. Lifetime Prohibition – No person who has served as an Authority officer or employee shall, after the termination of such service or employment, appear, practice, communicate or otherwise render services before any state agency or receive compensation for any such services rendered by such former officer or employee on behalf of any person, firm, corporation or other entity in relation to any case, proceeding, application or transaction with respect to which such person was directly concerned and in which he or she personally participated during the period of his or her services or employment, or which was under his or her active consideration.

### *C. Administrative Procedures*

#### 1. Administrative Responsibility

- a. Subject to the power of the President and Members ultimately to determine all matters encompassed by these Guidelines and to designate any other or further officers of the Authority to administer same, the officer of the Authority responsible for administering these Guidelines shall be the Ethics Officer, in consultation with the General Counsel.

The Ethics Officer is hereby authorized, in consultation with the General Counsel, to establish appropriate procedures to implement these Guidelines, including procedures for disclosure of actual or potential problems and appropriate review of such problems by individuals designated by him or her.

- b. It is recognized that the Guidelines are, by their nature, general in scope and do not take account of the many factual circumstances that can arise and to which their application may be unclear or, in some case, inappropriate. At the same time it is also recognized that disclosure of potential conflicts or ethical problems to the Ethics Officer and/or JCOPE is necessary. In view of the foregoing, it shall be the obligation of each employee to bring any circumstances believed to present a potential violation of these Guidelines (including any circumstances to which the employee is unsure whether or not the Guidelines apply) to the attention of the Ethics Officer and obtain JCOPE's advice where there may be a violation of the Public Officers Law.

#### 2. Acting in Good Faith

Anyone filing a complaint concerning a violation or suspected violation of these Guidelines must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation of the applicable guideline. The making of allegations that prove not to be substantiated and that prove to have been made maliciously or with knowledge as to their falsity will be viewed as a serious disciplinary offense.

#### 3. Administrative Remedies

In addition to any remedies, civil or otherwise, which the Authority may have against any employee who shall breach these guidelines, and any applicable penalties under the Public Officers Law, the Authority may impose any one or more of the following:

- a. Oral or written warnings;

- b. Suspension with or without pay for a specified period of time;
- c. Termination of employment

### **Battery Park City Authority Board Member Responsibilities**

Board members shall at all times adhere to the highest standards of ethical conduct and shall discharge their duties as a fiduciary, acting solely in the interests of BPCA. Whenever the Board takes action, it exercises its independent judgment on an informed basis that the action is in the best interests of BPCA. In doing so, each Board member may rely to a significant extent on information and advice provided by management and independent advisors.

In addition to the general standards expected of a Board member, the following is a summary of the general duties of a BPCA Board member.

- **Education and Training**

- New Board members will be required to participate in a “New Member Orientation Session,,,” led by the General Counsel or her designee and such outside participants as the General Counsel deems appropriate.

The Orientation Session shall include, at a minimum, the following components:

1. An overview of the New Member Orientation Manual, which shall be distributed to the member at the Orientation Session;
2. Review of Board member Fiduciary Responsibilities; and
3. A review of the financials of BPCA, including budgets and the capital plan.
4. A review of the State’s Ethics Laws, Rules and Regulations.

- Board members shall thereafter participate in State approved training(s) as required by Section 2024 of the Public Authorities Law.

- **Conflicts of Interest**

- Provided that Board members take precautions to avoid a conflict of interest, or the appearance thereof, the New York State Ethics Commission has permitted certain activities that may otherwise be prohibited pursuant to the code of ethics provisions of Public Officers Law §74.
- Board members must fully disclose any existing relationships, whether business or personal, that they have that may lead to a conflict of interest in writing to the Board prior to any discussion or vote thereon.

- Conflicted Board members may not take part in any presentation, proposal, discussion or vote on any contract or issue in which they are conflicted, nor may they discuss, review or vote on any presentation or proposal from a business entity that is a competitor of an entity through which they are conflicted.
  - Conflicted Board members may not discuss BPCA with the entity or person through whom they are conflicted, nor may the conflicted Board member perform any services in relation to BPCA for the entity or person through whom they are conflicted.
  - If a Board member has a business conflict, such conflicted Board member may not perform services, discuss BPCA with his or her colleagues, nor share in the net revenues<sup>1</sup> generated by the source of such business conflict.
  - Conflicted Board members may not discuss the specifics of the provision of services by the business through which he or she is conflicted, nor that of any of its competitors that have been retained, or supervise any such services performed during the term of the contract.
- **Attendance**
    - Board members are expected to attend all Board meetings.
    - Board members are expected to attend the annual Board meeting.
    - If appointed to a committee, Board members are expected to attend all meetings of the respective committee.
    - Staff will provide Board members with a calendar of Board meetings for the upcoming year at the January Board meeting.
    - Once the calendar for a year is established, Board members should immediately notify the Corporate Secretary of any scheduling conflicts and thereafter manage their schedules to avoid creating additional conflicts.
  - **Committee Service**
    - Each Board member should serve on one or more standing committees of the Board.

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<sup>1</sup> “Net revenues,, to be discussed further, if and when, BPCA, or the Board, retains any such services.



- Board members may be asked to participate on *ad hoc* committees that may be convened from time to time to perform specific, defined tasks.

- **Preparation**

- Board members should review and be prepared to discuss materials prepared and circulated by staff for each board meeting.

- **Collegiality**

- Board members shall make every effort to engage in collegial deliberations, maintain an atmosphere where Board or committee members can speak openly and freely, explore ideas before becoming committed to positions and seek information necessary to fulfill their duties from staff and other Board members.



## 9. Assessment of the Effectiveness of Internal Controls

## **9. Assessment of the Effectiveness of Internal Controls**

This statement certifies that the Battery Park City Authority followed a process that assessed and documented the adequacy of its internal control structure and policies for the year ending October 31, 2018. To the extent that deficiencies were identified, the Authority has developed corrective action plans to reduce corresponding risks.

Additionally, in 2018 the Authority conducted a risk assessment and developed a three-year internal audit program, which is currently underway. Three internal audits were completed in late 2018, yielding 62 recommendations to improve performance and controls. The Authority is in the process of implementing those recommendations, and has in the two months since the issuance of the report already implemented ten of them.



## 10. Statutory Basis

## 10. Statutory Basis

### NY CLS Pub A § 1970

#### § 1970. Short title

This title shall be known and may be cited as the "battery park city authority act".

### NY CLS Pub A § 1971

#### § 1971. Statement of legislative findings and purposes

It is hereby found and declared that there exists on the lower West side of the county of New York, North of Battery Park and on and adjacent to the Hudson River, a blighted area, defined in this title as the Battery Park project area, marked by substandard, insanitary, deteriorated and deteriorating conditions, in which area there exists obsolete and dilapidated buildings and structures, including piers, of defective construction and outmoded design, lacking proper sanitary facilities and adequate fire and safety protection, and with insufficient light and ventilation and inadequate maintenance; buildings or structures abandoned or not utilized in whole or in part; obsolete systems of utilities; poorly or improperly designed street patterns and intersections with inadequate access to areas; traffic congestion; and obsolete street widths, sizes and shapes, all of which hamper and impede the proper and economic development of such area and of the city of New York and of the state as a whole.

It is further found and declared that such area is no longer suitable or useful for piers or for facilities appurtenant to the loading and unloading of commercial cargo, and that retaining piers in such area creates a blighting effect on such area and on surrounding areas and is detrimental to the development of such area and to the growth and prosperity of the county and city of New York and of the state as a whole.

It is hereby declared that the improvement of such area, the elimination of pier facilities and of the present structures therein, and the replanning, reconstruction and redevelopment of such area including the filling of the Hudson River at such area up to the present pierhead line, the preparation of the resulting land for development, and the creation in such area, in cooperation with the city of New York and the private sector, of a mixed commercial and residential community, with adequate utilities systems and civic and public facilities such as schools, open public spaces, recreational and cultural facilities, is necessary for the prosperity and welfare of the people of the city of New York and of the state as a whole, and is a public use and public purpose for which tax exemptions may be granted, and that the powers and duties of battery park city authority as hereinafter recited are necessary and proper for the purpose of achieving such ends.

It is hereby further found and declared that there continues to exist throughout the city of New York a seriously inadequate supply of safe and sanitary dwelling accommodations for persons and families of low income. This condition is contrary to the public interest and threatens the health, safety, welfare, comfort and security of the people of the state. The ordinary operations of

private enterprise cannot provide an adequate supply of safe and sanitary dwelling accommodations at rentals which persons and families of low income can afford. In order to encourage the investment of private capital and provide such dwelling accommodations, provision should be made for mortgage loans at low interest rates to housing companies which, subject to regulations as to rents, profits, dividends and disposition of their property, supply such dwelling accommodations and other facilities incidental or appurtenant thereto to such persons and families.

Therefore, it is hereby found and declared that Battery Park city authority, through the issuance of bonds and notes to the private investing public, by encouraging maximum participation by the private sector of the economy, including the sale or lease of the authority's interest in projects at the earliest time deemed feasible, and through participation in programs undertaken by the state, its agencies and subdivisions, and by the federal government, may provide or obtain the capital resources necessary to provide dwelling accommodations for persons and families of low income, and facilities incidental or appurtenant thereto, and, where necessary, to carry out the clearance, replanning, reconstruction and rehabilitation of such substandard and insanitary areas.

It is hereby further found and declared that the acquisition and construction of adequate, safe and sanitary dwelling accommodations for persons and families of low income and such facilities as may be incidental or appurtenant thereto, are public uses and public purposes for which public money may be loaned and private property may be acquired and tax exemptions granted, and that the powers and duties of battery park city authority or its subsidiaries as hereinafter recited are necessary and proper for the purpose of achieving the ends here recited.

## NY CLS Pub A § 1972

### § 1972. Definitions

As used in this title, the following words and phrases shall have the following meanings unless the context shall indicate another or different meaning or intent:

(1) "Authority". The corporate governmental agency created by section nineteen hundred seventy-three of this title.

(2) "Bonds" and "Notes". The bonds, notes and obligations issued by the authority pursuant to this title.

(3) "City". The city of New York.

(4) "Comptroller". The comptroller of the State of New York.

(5) "Battery Park project area". All that portion of the City of New York, County of New York, State of New York generally bounded by the easterly line of West Street, the northerly line of lot number 10 in block 130 as shown on the tax maps of the City of New York, borough of Manhattan, and its extensions easterly to West Street and westerly to the United States pierhead line as now constituted, the said United States pierhead line, the lands of Battery Park and the southerly line of Battery Place.

(6) "Project". One or more works or improvements including lands, buildings, improvements, real, personal or mixed property or any interest therein, acquired, owned, constructed, reconstructed, rehabilitated or improved by the authority, or caused to be acquired, owned, constructed, reconstructed, rehabilitated or improved by the authority within the project area as defined herein, all as the authority shall deem necessary, together with lands, buildings and improvements outside the project area required for relocation of city facilities and for vehicular and pedestrian access roads, rights of way, utility and other easements to and from the project area all as the authority shall deem necessary and as shall be determined by agreement with the city.

(7) "Project cost". The sum total of all costs incurred by the authority in carrying out all works and undertakings which the authority deems reasonable and necessary for the development of the project. These shall include but are not necessarily limited to the costs of all necessary studies, surveys, plans and specifications, architectural, engineering or other special services, acquisition of land and any building thereon, site preparation and development, construction, reconstruction, rehabilitation and improvement of the project area; the necessary expenses incurred in connection with the initial occupancy of the project; the administrative and operating expenses of the authority; the cost of financing the project, including interest on bonds and notes issued by the authority to finance the project from the date thereof to the date when the authority shall determine that the project be deemed substantially complete; the cost of other necessary items, including any indemnity and surety bonds and premiums on insurance, legal fees, fees and expenses of trustees, depositories and paying agents for the bonds and notes issued by the authority; relocation costs, all as the authority shall deem necessary and the costs of acquisition and construction of lands, buildings and improvements outside the project area for relocation of city facilities whether such costs are incurred by the authority or by the city for and on behalf of the authority and for vehicular and pedestrian access roads, rights of way, utility and other easements to and from the project area, all as the authority shall deem necessary and as shall be determined by agreement with the city.

(8) "Real property". Lands, structures, improvements, franchises and interests in land, including lands under water, waterfront property, marginal streets and riparian rights, space rights and air rights and any and all other things and rights usually included within said term and any fixtures, equipment and article of personal property affixed to or used in connection therewith. Real property shall also mean and include any and all interests in such property less than full title, such as easements, incorporeal hereditaments and every estate, interest or right, legal or equitable, including terms for years and liens thereon by way of judgments, mortgages or otherwise, and also all claims for damages for such real estate.

(9) "State". The state of New York.

(10) "State agency". Any officer, board, department, commission, bureau, division, public corporation, agency or instrumentality of the state.

(11) "Subsidiary". A corporation created pursuant to section nineteen hundred seventy-four-a of this title.

(12) "Residential housing facilities". One or more works or improvements containing one or more residential dwelling units, including, but not limited to, single room occupancy units, and

including the real and personal property acquired, owned, constructed, equipped, improved, enlarged, rehabilitated or renovated to provide such accommodations and such incidental and appurtenant commercial, social, recreational or communal facilities, to be located without the Battery Park project area and within the city.

(13) "Excess revenues". All revenues from the Battery Park project area in excess of those needed

(i) to satisfy bond and note covenants (other than as they relate to bonds and notes issued pursuant to section nineteen hundred seventy-four-c of this title and section six hundred fifty-four-c of the private housing finance law) including those covenants which require that the authority maintain its revenues and reserve funds in an amount necessary to permit it to discharge its debt service obligations,

(ii) to fulfill its legal and financial commitments, and

(iii) to pay its operating and maintenance expenses.

(14) "Housing New York program". The housing New York program established by section four of the housing New York program act.

(15) "Housing New York corporation". The subsidiary corporation of the New York city housing development corporation created by section six hundred fifty-four-c of the private housing finance law.

#### NY CLS Pub A § 1973

#### § 1973. Battery Park City Authority

(1) There is hereby created the battery park city authority which shall be a body corporate and politic, constituting a public benefit corporation. Its membership shall consist of [fig 1] seven members to be appointed by the governor with the advice and consent of the senate. One of the members first appointed shall serve for a term ending four years from January first next succeeding his appointment; one of such members shall serve for a term ending five years from such date; and one of such members shall serve for a term ending six years from such date. Provided, however, that two board members first appointed on or after the effective date of the chapter of the laws of two thousand five which amended this subdivision shall serve an initial term of two years; provided further that two other board members first appointed on or after the effective date of the chapter of the laws of two thousand five which amended this subdivision shall serve an initial term of four years. Their successors shall serve for terms of six years each. Members shall continue in office until their successors have been appointed and qualified and the provisions of section thirty-nine of the public officers law shall apply. In the event of a vacancy occurring in the office of a member by death, resignation or otherwise, the governor shall appoint a successor with the advice and consent of the senate to serve for the balance of the unexpired term.



(2) The members shall elect the chairman of the authority from among their number. The members shall serve without salary or other compensation, but each member shall be entitled to reimbursement for actual and necessary expenses incurred in the performance of his or her official duties. Anything to the contrary contained herein notwithstanding, any member who serves as an employee of the authority shall be entitled to receive such salary as the members may determine for services as such employee.

(3) Such members other than those serving as employees of the authority may engage in private employment, or in a profession or business. The authority, its members, officers and employees shall be subject to the provisions of sections seventy-three and seventy-four of the public officers law.

(4) Notwithstanding any inconsistent provision of law, general, special or local, no officer of the state or of any civil division thereof shall be deemed to have forfeited or shall forfeit his office or employment by reason of his acceptance of membership on the authority created by this section.

(5) The governor may remove any member for inefficiency, neglect of duty or misconduct in office after giving him a copy of the charges against him and an opportunity to be heard, in person or by counsel, in his defense, upon not less than ten days notice. If any such member shall be removed, the governor shall file in the office of the department of state a complete statement of the charges made against such member and his findings thereon, together with a complete record of the proceedings.

(6) The authority and its corporate existence shall continue until terminated by law, provided, however, that no such law shall take effect so long as the authority shall have bonds, notes and other obligations outstanding, unless adequate provision has been made for the payment thereof in the documents securing the same. Upon termination of the existence of the authority, all its rights and properties shall vest in the state.

(7) A majority of the members of the authority shall constitute a quorum for the transaction of any business or the exercise of any power or function of the authority. The authority may delegate to one or more of its members, or to its officers, agents or employees, such powers and duties as it may deem proper.

#### NY CLS Pub A § 1974

#### § 1974. Powers of the authority

The authority shall have power:

1. To sue and be sued;
2. To have a seal and alter the same at pleasure;
3. To acquire, lease, hold, mortgage and dispose of real property and personal property or any interest therein for its corporate purposes;

4. To acquire, construct, improve, enlarge, operate and maintain a project within the project area as defined herein and all other structures, appurtenances and facilities necessary or convenient in connection therewith, provided, however, that all contracts for construction let by the authority shall be let in conformity with the provisions of section one hundred thirty-five of the state finance law except that contracts for construction let by subsidiaries of the authority shall be governed instead by the applicable provisions of the private housing finance law;

5. To appoint officers, agents and employees, prescribe their qualifications and duties and fix their compensation;

6. To make by-laws for the management and regulation of its affairs, and, subject to agreements with bondholders, for the regulation of the projects;

7. With the consent of the city to use agents, employees and facilities of the city, paying to the city its agreed proportion of the compensation or cost;

8. To make contracts and to execute all necessary or convenient instruments, including leases and subleases, evidences of indebtedness, negotiable or non-negotiable;

9. To engage the services of consultants on a contract basis for rendering professional and technical assistance and advice;

10. To accept grants, loans or contributions from the United States, or the state or the city, or any agency or instrumentality of any of them, or from any other source and to expend the proceeds for any corporate purpose;

11. To fix, establish and collect rates, rentals, fees and other charges for the use of the project, subject to and in accordance with such agreements with bondholders and noteholders as may be made as hereinafter provided;

12. To create subsidiaries pursuant to section nineteen hundred seventy-four-a of this title;

13. To lend or donate monies, whether secured or unsecured, to any subsidiary, and to purchase, sell or pledge the shares, bonds or other obligations or securities thereof, on such terms and conditions as the authority may deem advisable;

14. To make loans secured by a first mortgage, and to make temporary loans or advances, to any housing company organized to provide housing within the Battery Park city project area pursuant to and subject to the provisions of article two, article four or article eleven of the private housing finance law, including any subsidiary of the authority, and to undertake commitments therefor. Any such commitments or loans may contain such terms and conditions not inconsistent with the provisions of this title as the authority may deem necessary or desirable to secure repayment of its loan, the interest, if any, thereon and other charges in connection therewith;

15. Subject to the provisions of any contract with noteholders or bondholders, to sell, at public or private sale, any mortgage or other security for a mortgage loan made by the authority;

16. In connection with the making of mortgage loans and commitments therefor, to make, fix or establish and collect such fees and charges, including but not limited to reimbursement of all costs of financing by the authority, service charges and insurance premiums, as the authority

shall determine to be reasonable subject to the provisions of any contract with noteholders or bondholders;

17. To procure or agree to the procurement of insurance or guarantees from the federal government of the payment of any bonds or notes, mortgages or any other evidences of indebtedness issued by the authority or its subsidiaries, including the power to pay premiums on any such insurance;

18. Subject to the provisions of any contract with noteholders or bondholders, to consent to the modification, with respect to rate of interest, time of payment of any installment of principal or interest, security or any other term, of any mortgage, mortgage loan, mortgage loan commitment, contract or agreement of any kind to which the authority is a party;

19. In connection with any property on which the authority has made a mortgage loan, to foreclose on any such property or commence any action to protect or enforce any right conferred upon the authority by any law, mortgage, contract or other agreement, and to bid for and purchase such property at any foreclosure or at any other sale, or acquire or take possession of any such property; and in such event the authority may complete, administer, pay the principal of and interest on any obligations incurred in connection with such property, and dispose of, and otherwise deal with, such property, in such manner as may be necessary or desirable to protect the interests of the authority therein;

20. To manage any project, whether or not then owned or leased by the authority, and to enter into agreements with the state or any municipality or any agency or instrumentality thereof, or with any person, firm, partnership or corporation, either public or private, for the purpose of causing any project to be managed;

21. To procure insurance against any loss in connection with its property and other assets and operations in such amounts and from such insurers as it deems desirable;

22. Notwithstanding the provisions of this title or of any other law, general, special or local, whenever the authority shall find that the maximum rentals charged tenants of the dwellings in any project financed by the authority in whole or in part shall not be sufficient, together with all other income of the mortgagor, to meet within reasonable limits all necessary payments to be made by the mortgagor of all expenses including fixed charges, sinking funds, reserves and dividends, to request the mortgagor to make application to vary the rental rate for such dwellings so as to secure sufficient income, and upon failure of the mortgagor to take such action within sixty days after receipt of written request from the authority to do so, to vary such rental rate by action of the authority.[:] [n1]

23. To do all things necessary or convenient to carry out the powers expressly given in this title.[:] [n2]

24. To borrow money and issue negotiable bonds, notes or other obligations and to provide for the rights of the holders thereof;

25. To carry out its powers and responsibilities with respect to the chapter of the laws of nineteen hundred ninety which enacted this subdivision.

NY CLS Pub A § 1974-a

§ 1974-a. Subsidiaries; how created

1. The authority by resolution from time to time may direct any of its members, officers or employees to organize one or more wholly-owned subsidiary corporations pursuant and subject to article two, article four or article eleven of the private housing finance law. Such resolution shall prescribe the purposes for which such subsidiary is to be organized.

2. The authority may transfer to any subsidiary any money or real or personal or mixed property or any project in order to carry out the purposes of this title. Each such subsidiary shall have all the privileges, immunities, tax exemptions and other exemptions of the authority to the extent the same are not inconsistent with the statute or statutes pursuant to which such subsidiary was organized. Except as may be inconsistent with the provisions of this title, such subsidiary shall have all the rights and powers granted to housing companies by the private housing finance law and by any other statute pursuant to which such subsidiary was organized.

3. No member or officer of the authority shall receive any additional compensation, either direct or indirect, other than reimbursement for actual and necessary expenses incurred in the performance of his duties, by reason of his serving as a member, director, trustee or officer of any subsidiary.

NY CLS Pub A § 1974-b

§ 1974-b. Lease and other agreements

1. As used or referred to in this title, unless a different meaning clearly appears from the context:

(a) "owner" shall mean any individual, partnership, trust or public or private corporation (including a cooperative housing corporation), holding the tenant's interest in a residential lease.

(b) "residential lease" shall mean a lease, sublease or other agreement that relates to all or a portion of a project, where all of such project, or the portion thereof to which such lease, sublease or other agreement relates, is designed and intended for the purpose of providing housing accommodations and such facilities as may be incidental thereto, the landlord's interest in which is held by the authority at the time such lease, sublease or other agreement is entered into.

(c) "underlying parcel" shall mean a parcel subject to a residential lease; provided, however, that in any case where the tenant's interest in a residential lease is held by a unit owner, "underlying parcel" shall mean the parcel in which the unit is included.

(d) the terms "unit owner" and "unit" shall have the meanings specified in section three hundred thirty-nine-e of the real property law. The term "parcel" shall have the meaning specified in section one hundred two of the real property tax law; provided, however, that in any case where the tenant's interest in a residential lease is held by a unit owner, "parcel" shall mean

the real property deemed to be a parcel pursuant to paragraph (a) of subdivision two of section three hundred thirty-nine-y of the real property law.

2. (a) If an underlying parcel is exempt from real property taxes, or no real property taxes are payable with respect thereto, pursuant to the provisions of section nineteen hundred eighty-one of this title or of section twenty-two of chapter one hundred seventy-four of the laws of nineteen hundred sixty-eight, the residential lease for such underlying parcel shall provide for the payment by the owner of such residential lease to the authority of annual or other periodic amounts equal to the amount of real property taxes that otherwise would be paid or payable with respect to such underlying parcel, after giving effect to any real property tax abatements and exemptions, if any, which would be applicable thereto, if the provisions of section nineteen hundred eighty-one of this title or of section twenty-two of chapter one hundred seventy-four of the laws of nineteen hundred sixty-eight were not applicable to such underlying parcel.

(b) If an underlying parcel is owned by the city of New York, the residential lease for such underlying parcel shall provide for the payment by the owner of such residential lease to the city of New York of annual or other periodic amounts equal to the amount of real property taxes that are payable with respect to such underlying parcel, after giving effect to any real property tax abatements and exemptions, if any, which are applicable thereto.

(c) Where the owner of a residential lease is assessed for real property taxes with respect to the underlying parcel subject to such residential lease pursuant to section five hundred two of the real property tax law and section three hundred thirty-nine-y of the real property law, payment of such real property taxes shall be credited against the annual or periodic amounts of tax equivalency payments, payments in lieu of taxes or similar payments required to be paid under such residential lease.

#### NY CLS Pub A § 1974-c

##### § 1974-c. Additional powers of the authority

1. It is hereby found and declared that the legislature, pursuant to the housing New York program act, has established a housing New York program under which the city of New York, any agency or instrumentality thereof (other than the housing New York corporation) and the New York city housing development corporation will cause the acquisition, construction, equipping, improving, rehabilitation and renovation of dwelling accommodations within the city of New York for persons and families for whom the ordinary operations of private enterprise cannot supply such accommodations; that such program is necessary in order to increase the presently inadequate supply of dwelling accommodations in such city for persons and families of low and moderate income; that such program shall require a substantial commitment of funds from public sources; and that the need for such moneys necessitates that the authority be granted the additional powers and be made subject to the additional requirements of this section. The legislature therefore finds that the authority, subject to the terms and conditions specified herein, should be given the power to assign certain excess revenues to secure bonds and notes to be issued by the housing New York corporation for use by the city of New York, and any agency or instrumentality thereof (other than the housing New York corporation) or the New York city

housing development corporation in the housing New York program; that the assignment of such excess revenues for the financing of residential housing facilities in accordance with the housing New York program is a public purpose for which moneys may be granted; and that the powers and duties of the authority as recited in this section are necessary and proper for achieving the ends herein recited.

2. In addition to the powers of the authority set forth in section nineteen hundred seventy-four of this title, the authority shall have the power:

(a) to borrow money by issuing bonds and notes and to issue such bonds and notes for the purposes of

(i) repaying appropriations from the state to the authority in accordance with the provisions of any repayment agreements with the state,

(ii) furthering the development of the infrastructure of the Battery Park project area, and

(iii) refunding any bonds and notes of the authority issued pursuant to this section;

(b) subject to the provisions of any contract with noteholders and bondholders, to

(i) pledge any excess revenues or assets (other than real property) of the authority, including, but not limited to such excess revenues as the authority shall deem necessary, to secure any bonds or notes issued by the authority pursuant to this section and

(ii) assign such excess revenues as the authority shall deem necessary to secure any bonds or notes issued or any agreements entered into by the housing New York corporation pursuant to section six hundred fifty-four-c of the private housing finance law or pay any expenses related thereto for the purpose of financing the acquisition, construction, equipping, improvement, enlargement, rehabilitation and renovation of residential housing facilities in accordance with the provisions of the housing New York program and to enter into any agreement or execute any document to accomplish the foregoing;

(c) to procure insurance, letters of credit or other credit enhancements with respect to its bonds or notes issued pursuant to this section and to pay the premiums and fees therefor;

(d) to adopt, amend or rescind rules and regulations appropriate to carry out its corporate purposes and to establish such requirements and enter into such agreements to achieve the objectives of this section; and

(e) to exercise any and all other powers authorized by this title and not inconsistent with the provisions of this section.

3. Notwithstanding any contrary provision of law, general, special, or local, no moneys of the authority, or moneys received from the authority, which are expended pursuant to a chapter of the laws of nineteen hundred eighty-six entitled "An Act to enact the housing New York program act for the purpose of establishing a housing New York program and to amend the public authorities law, in relation to authorizing Battery Park city authority to assign excess revenues to secure bonds to be issued by the housing New York corporation and the private housing finance law, in relation to creating such corporation and authorizing the financing of certain housing

accommodations within the city of New York", shall be used by the authority, directly or indirectly, for the design, planning, acquisition, financing, construction or implementation of any landfill or any pilings, platforms, decks or similar structures and in addition, any dredging or filling activities, in the Hudson river between the northern boundary of the Battery Park project area as provided for in subdivision five of section nineteen hundred seventy-two of this title and forty-second street in the city of New York except to the extent that such activities are necessary to maintain the Battery Park project area landfill site, nor shall any such moneys authorized to be assigned or pledged by such act be assigned or pledged, directly or indirectly, to secure or pay the debt service on any bonds or notes issued or any agreements entered into by the housing New York corporation if the proceeds of such bonds or notes are to be used directly or indirectly, or the purpose of such agreements is to accomplish directly or indirectly, any of the prohibited activities listed in this subdivision.

4. No excess revenues may be assigned by the authority to the housing New York corporation to finance residential housing facilities pursuant to section six hundred fifty-four-c of the private housing finance law unless the authority has entered into an agreement or agreements with the housing New York corporation, which provides, in addition to any other terms and conditions, that:

(a) such residential housing facilities are to provide dwelling accommodations which are to be occupied by persons and families for whom the ordinary operations of private enterprise cannot provide an adequate supply of safe, sanitary and affordable dwelling accommodations;

(b) neither the state nor the authority are to have any responsibility as to the financing, operation, maintenance, repair or use of such residential housing facilities unless otherwise specifically provided by law;

(c) the housing New York corporation shall use the moneys assigned to it by the authority pursuant to this section to secure and pay bonds and notes issued to finance residential housing facilities in accordance with provisions of the housing New York program and shall comply with the terms and conditions of the housing New York program act and this section; and

(d) the timing, amount, maturity schedule and all other terms and conditions of any issuance of bonds or notes by the housing New York corporation pursuant to section six hundred fifty-four-c of the private housing finance law, will provide for the authority's requirements as to the development, management or operation of the project and the effect of such terms and conditions on the availability of excess revenues and the pledge or assignment thereof.

5. For the purposes of furthering the development of the infrastructure of the Battery Park project area and repaying appropriations from the state to the authority pursuant to this section, the authority may, in addition to the authorization contained in subdivision one of section nineteen hundred seventy-seven-a of this title, borrow money by issuing bonds or notes in an aggregate principal amount not exceeding one hundred million dollars plus a principal amount of bonds or notes issued

(i) to fund any related debt service reserve fund,

(ii) to provide capitalized interest, and

(iii) to provide fees and other charges and expenses, including underwriters' discount, related to the issuance of such bonds or notes and the maintenance of such reserves, all as determined by the authority, excluding bonds and notes issued to refund outstanding bonds and notes issued pursuant to this section.

In computing the total principal amount of bonds and notes that may at any time be issued for any purpose under this title, the amount of the outstanding bonds or notes that constitutes interest under the United States Internal Revenue Code of nineteen hundred fifty-four, as amended to the effective date of this section, shall be excluded.

6. The authority may covenant and consent that the interest on any of its bonds or notes issued pursuant to subdivision five of this section shall be includible, under the United States Internal Revenue Code of nineteen hundred fifty-four or any subsequent corresponding internal revenue law of the United States, in the gross income of the holders of the bonds or notes to the same extent and in the same manner that the interest on bills, bonds, notes or other obligations of the United States is includible in the gross income of the holders thereof under said Internal Revenue Code or any such subsequent law.

7. The state of New York does pledge to and agree with the holders of any bonds or notes issued by the housing New York corporation under section six hundred fifty-four-c of the private housing finance law, that the state will not limit or alter the rights hereby vested in the authority to fulfill the terms of any agreements made with such corporation to assign any excess revenues, or in any way impair the rights and remedies of such corporation thereunder, until the bonds and notes, together with interest thereon, interest on any unpaid installments of interest, and all costs and expenses in connection with any action or proceeding by or on behalf of the bondholders and noteholders are fully met and discharged.

8. It is the intention of the legislature that any assignment of excess revenues or portion thereof by the authority pursuant to this section shall be valid and binding from the time when the assignment is made in accordance with its terms; that the excess revenues so assigned by the authority shall immediately be subject to the lien of such assignment without any physical delivery thereof or further act, and that the lien of any such assignment shall be valid and binding as against all parties having claims of any kind in tort, contract or otherwise against the authority irrespective of whether such parties have notice thereof. Neither the resolution or any other instrument by which an assignment is created need be recorded.

#### NY CLS Pub A § 1974-d

##### § 1974-d. Contracts

In connection with development, construction, operations and maintenance contracts for projects of the authority, minority and women-owned business enterprises and minority group members and women shall be given the opportunity for meaningful participation. The authority shall establish measures and procedures to secure meaningful participation by minority and women-owned business enterprises on contracts for projects of the authority. Such measures and procedures shall also promote the employment of minority group members and women on such



contracts. For the purposes thereof, "minority business enterprise" shall mean any business enterprise which is at least fifty-one per centum owned by, or in the case of a publicly owned business, at least fifty-one per centum of the stock of which is owned by citizens or permanent resident aliens who are Black, Hispanic, Asian or American Indian, and such ownership interest is real, substantial and continuing and "women-owned business enterprise" shall mean any business enterprise which is at least fifty-one per centum owned by, or in the case of a publicly owned business, at least fifty-one percent of the stock of which is owned by citizens or permanent resident aliens who are women and such ownership interest is real, substantial and continuing. The provisions of this section shall not be construed to limit the ability of any minority or women-owned business enterprise to bid on any contract. In order to implement the requirements and objectives of this section in connection with such projects, the authority shall be responsible for monitoring compliance with the provisions hereof, providing advice on the availability of competitive qualified minority and women-owned business enterprises to perform contracts proposed to be awarded, and making recommendations to improve the access of minority and women-owned business enterprises to these contracts.

#### NY CLS Pub A § 1975

##### § 1975. Moneys of the authority

1. All moneys of the authority from whatever source derived shall be paid to the treasurer of the authority and shall be deposited forthwith in a bank or banks in the state designated by the authority. The moneys in such accounts shall be paid by the treasurer or other agent duly designated by the authority on requisition of the chairman of the authority or of such other person or persons as the authority may authorize to make such requisitions. All deposits of such moneys, shall, if required by the authority, be secured by obligations of the United States or of the state of New York of a market value equal at all times to the amount of the deposit and all banks and trust companies are authorized to give such security for such deposits. The obligations shall either be deposited with the treasurer or be held by a trustee or agent satisfactory to the authority. The comptroller and his legally authorized representatives are authorized and empowered from time to time to examine the accounts and books of the authority, including its receipts, disbursements, contracts, leases, sinking funds, investments and any other records and papers relating to its financial standing.

2. Notwithstanding any provision of law to the contrary, the authority is hereby authorized to contribute [fig 1] two hundred million dollars to the state treasury to the credit of the general fund.

3. Any moneys of the authority, including the proceeds of bonds or notes, not required for immediate use may, at the discretion of the authority be invested in obligations of the state or of the United States of America or obligations the principal of and interest on which are guaranteed by the state or the United States of America, or in any other obligations in which the comptroller

of the state of New York is authorized to invest pursuant to section ninety-eight of the state finance law.

4. The authority shall have power to contract with holders of any of its bonds or notes, as to the custody, collection, securing, investment, and payment of any moneys of the authority, of any moneys held in trust or otherwise for the payment of bonds or notes, and to carry out such contract. Moneys held in trust or otherwise for the payment of bonds or notes or in any way to secure bonds or notes and deposits of such moneys may be secured in the same manner as moneys of the authority, and all banks and trust companies are authorized to give such security for such deposits.

5. Subject to the provisions of any contract with bondholders or noteholders and to the approval of the comptroller, the authority shall prescribe a system of accounts.

#### NY CLS Pub A § 1976

##### § 1976. Bonds of the authority

1. [As amended by L 1969, ch 624] The authority shall have power and is hereby authorized from time to time to issue its negotiable bonds for any corporate purpose, including incidental expenses in connection therewith. The authority shall have power from time to time and whenever it deems refunding expedient, to refund any bonds by the issuance of new bonds, whether the bonds to be refunded have or have not matured, and may issue bonds partly to refund bonds then outstanding and partly for any other corporate purpose. Except as may be otherwise expressly provided by the authority, every issue of bonds by the authority shall be general obligations payable out of any moneys, earnings, or revenues of the authority, subject only to any agreements with the holders of particular bonds, pledging any particular moneys, earnings or revenues. Whether or not the bonds are of such form and character as to be negotiable instruments under article eight of the uniform commercial code, the bonds shall be and are hereby made negotiable instruments within the meaning of and for all the purposes of article eight of the uniform commercial code, subject only to the provisions of the bonds for registration.

1. [As amended by L 1969, ch 972] The authority shall have power and is hereby authorized from time to time to issue its negotiable bonds in conformity with applicable provisions of the uniform commercial code for any corporate purpose, including incidental expenses in connection therewith. The authority shall have power from time to time and whenever it deems refunding expedient to refund any bonds by the issuance of new bonds, whether the bonds to be refunded have or have not matured, and may issue bonds partly to refund bonds then outstanding and partly for any other corporate purpose. Except as may be otherwise expressly provided by the authority, every issue of bonds by the authority shall be general obligations payable out of any moneys, earnings, or revenues of the authority, subject only to any agreements with the holders of particular bonds, pledging any particular moneys, earnings or revenues.

2. The bonds shall be authorized by resolution of the authority and shall bear such date or dates, mature at such time or times, bear interest at such rate or rates, be in such denominations, be in

such form, either coupon or registered, carry such registration privileges, be executed in such manner, be payable in such medium of payment at such place or places, and be subject to such terms of redemption prior to maturity as such resolution or resolutions may provide.

3. All bonds of the authority shall be sold at public or private sale as may be determined by the authority.

4. Any resolution or resolutions authorizing any bonds or any issue of bonds may contain provisions, which shall be a part of the contract with the holders of the bonds thereby authorized, as to

(a) pledging all or any part of the moneys, earnings, income and revenues derived from the project to secure the payment of the bonds or of any issue of the bonds, subject to such agreements with bondholders as may then exist;

(b) the rates, rentals, fees and other charges to be fixed, established and collected and the amounts to be raised in each year thereby, and the use and disposition of the earnings and other revenues;

(c) the setting aside of reserves and the creation of sinking funds and the regulation and disposition thereof;

(d) limitations on the right of the authority to restrict and regulate the use of the project;

(e) limitations on the purposes to which and the manner in which the proceeds of sale of any bonds or any issue of bonds may be applied;

(f) limitations on the issuance of additional bonds, the terms upon which additional bonds may be issued and secured, and the refunding of outstanding bonds or other bonds;

(g) the procedure, if any, by which the terms of any contract with bondholders may be amended or abrogated, the amount of bonds the holders of which must consent thereto, and the manner in which such consent may be given;

(h) the creation of special funds into which any earnings or revenues of the authority may be deposited;

(i) the terms and provisions of any mortgage or trust deed or indenture securing the bonds or under which the bonds may be issued;

(j) vesting in a trustee or trustees such properties, rights, powers and duties in trust as the authority may determine which may include any or all of the rights, powers and duties of the trustee appointed by the bondholders pursuant to section nineteen hundred eighty-three of this title, and limiting or abrogating the right of the bondholders to appoint a trustee under such section or limiting the rights, powers and duties of such trustee;

(k) defining the acts or omissions to act which shall constitute a default in the obligations and duties of the authority to the bondholders and providing the rights and remedies of the bondholders in the event of such default, including as a matter of right the appointment of a receiver, provided, however, that such rights and remedies shall not be inconsistent with the general laws of this state and other provisions of this title;

- (l) limitations on the power of the authority to sell or otherwise dispose of its properties;
- (m) limitations on the amount of moneys derived from the project to be expended for operating, administrative and other expenses of the authority;
- (n) the protection and enforcement of the rights and remedies of the bondholders;
- (o) the obligations of the authority in relation to the construction, maintenance, operation, repairs and insurance of the project and the safeguarding and application of all moneys;
- (p) the payment of the proceeds of bonds and revenues of the project to a trustee or other depository, and for the method of disbursement thereof and such safeguards and restrictions as the authority may determine;
- (q) any other matters, of like or different character which may in any way affect the security or protection of the bonds.

5. It is the intention of the legislature that any pledge of earnings, revenues or other moneys made by the authority shall be valid and binding from the time when the pledge is made; that the earnings, revenues or other moneys so pledged and thereafter received by the authority shall immediately be subject to the lien of such pledge without any physical delivery thereof or further act, and that the lien of any such pledge shall be valid and binding as against all parties having claims of any kind in tort, contract or otherwise against the authority irrespective of whether such parties have notice thereof. Neither the resolution nor any other instrument by which a pledge is created need be recorded.

6. Neither the members of the authority nor any person executing the bonds or other obligations shall be liable personally on the bonds or other obligations or be subject to any personal liability or accountability by reason of the issuance thereof.

7. The authority shall have power out of any funds available therefor to purchase (as distinguished from the power of redemption hereinabove provided) any bonds and all bonds so purchased shall be cancelled.

8. In the discretion of the authority, the bonds may be secured by a trust indenture by and between the authority and a corporate trustee, which may be any trust company or bank having the powers of a trust company in the state of New York. Such trust indenture may contain such provisions for protecting and enforcing the rights and remedies of the bondholders as may be reasonable and proper and not in violation of law, including covenants setting forth the duties of the authority in relation to the construction, maintenance, operation, repair and insurance of the project, and the custody, safeguarding and application of all moneys. The authority may provide by such trust indenture for the payment of the proceeds of the bonds and the revenues of the project to the trustee under such trust indenture or other depository, and for the method of disbursement thereof, with such safeguards and restrictions as it may determine. All expenses incurred in carrying out such trust indenture may be treated as a part of the cost of maintenance, operation and repairs of the project. If the bonds shall be secured by a trust indenture the bondholders shall have no authority to appoint a separate trustee to represent them.

NY CLS Pub A § 1977

§ 1977. Notes of the authority

The authority shall have power and is hereby authorized to issue negotiable bond anticipation notes in conformity with applicable provisions of the uniform commercial code and may renew the same from time to time but the maximum maturity of such notes, including renewals thereof, shall not exceed seven years from the date of issue of such original note. Such notes shall be payable from any moneys of the authority available therefor and not otherwise pledged or from the proceeds of sale of the bonds of the authority in anticipation of which they were issued. The notes may be issued for any corporate purpose of the authority. Whether or not the notes are of the form and character as to be negotiable instruments under article eight of the uniform commercial code, the notes shall be and are hereby made negotiable instruments within the meaning of and for all the purposes of article eight of the uniform commercial code, subject only to provisions of the notes for registration. The notes shall be issued in the same manner as the bonds and such notes and the resolution or resolutions authorizing the same may contain any provisions, conditions or limitations which the bonds or a bond resolution of the authority may contain. Such notes may be sold at public or private sale. The authority shall have power to make contracts for the future sale from time to time of the notes, pursuant to which the purchaser shall be committed to purchase the notes from time to time on terms and conditions stated in the contracts, and the authority shall have power to pay such consideration as it shall decree proper for such commitments. In case of default on its notes or violation of any obligations of the authority to the noteholders, the noteholders shall have all the remedies provided herein for bondholders. Such notes shall be as fully negotiable as the bonds of the authority.

NY CLS Pub A § 1977-a

§ 1977-a. Bond and Note Authorization

1. (a) For the purpose of financing project costs for the project for the Battery Park project area other than the financing of loans, advances and mortgage loans to housing companies organized to provide housing within the Battery Park project area, the authority may issue bonds and notes in an aggregate principal amount at any one time outstanding not exceeding three hundred million dollars, excluding bonds and notes issued to refund outstanding bonds and notes.

(b) Commodities and futures exchange facility. For the purpose of financing project costs to further the development of a commodities and futures exchange facility as part of the project to be located in the Battery Park project area, the authority may, in addition to the authorizations contained elsewhere in this title, borrow money by issuing bonds or notes in an aggregate principal amount not exceeding one hundred ten million dollars plus a principal amount of bonds or notes issued (i) to fund any related debt service reserve fund, (ii) to provide capitalized interest, and (iii) to provide fees and other charges and expenses, including underwriters' discount, related to the issuance of such bonds or notes and the maintenance of such reserves, all as determined by the authority, excluding bonds and notes issued to refund outstanding bonds

and notes issued pursuant to this section. The authority may make loans from the proceeds of such issuance and may make temporary loans or advances, for the purpose of developing a commodities and futures exchange within the Battery Park project area, and may undertake commitments therefor. Any such loans, advances or commitments shall be secured by a mortgage on or security interest in the property interests of such exchanges within the Battery Park project area and shall contain such terms and conditions not inconsistent with the provisions of this title as the authority may deem necessary or desirable to secure payment of its loan, the interest thereon and other changes in connection therewith.

(c) Additional authorizations. In addition to the authorizations contained elsewhere in this title, the authority may issue indebtedness for the purpose of refunding outstanding indebtedness of the housing New York corporation which is secured by revenues of the authority, and indebtedness for the purpose of refunding such refunding indebtedness issued by the authority including the funding of reserves and providing for fees and other charges and expenses, including underwriters' discounts, related to the issuance of such refunding bonds or notes, all as determined by the authority.

(d) Additional authorizations. For the purpose of financing capital costs in connection with development of the project area, the authority may, in addition to the authorizations contained elsewhere in this title, borrow money by issuing bonds or notes in an aggregate principal amount not exceeding one hundred fifty million dollars plus a principal amount of bonds or notes issued (i) to fund any related debt service reserve fund, (ii) to provide capitalized interest, and (iii) to provide for fees and other charges and expenses including any underwriters' discounts, related to the issuance of such bonds or notes, all as determined by the authority, excluding bonds and notes issued to refund outstanding bounds [bonds] [n1] and notes issued pursuant to this section.

(e) Additional authorizations. For the purpose of financing costs of the state, the authority may, in addition to the authorizations contained elsewhere in this title, borrow money by issuing bonds or notes in an aggregate principal amount not exceeding two hundred fifty million dollars plus a principal amount of bonds or notes issued (i) to fund any related debt service reserve fund, (ii) to provide capitalized interest, and (iii) to provide for fees and other charges and expenses including any underwriters' discounts, related to the issuance of such bonds or notes, all as determined by the authority, excluding bonds and notes issued to refund outstanding bonds and notes issued pursuant to this section.

2. For the purposes of financing loans, advances and mortgage loans to housing companies organized pursuant to article two, article four or article eleven of the private housing finance law, including subsidiaries of the authority, for housing accommodations to be erected in the Battery Park project area, the authority may issue bonds and notes in an aggregate principal amount at any one time outstanding not exceeding four hundred million dollars, excluding bonds and notes issued to refund outstanding bonds and notes.

3. The fixing of the statutory maximums as provided in subdivisions one and two of this section shall not be construed as constituting a contract between the authority and the holders of its bonds or notes that additional bonds and notes may not be issued subsequently by the authority in the event that such statutory maximums shall subsequently be increased by law.

4. The authority shall have the power to enter into interest rate exchange agreements, which shall mean written contracts entered into in connection with the issuance of authority debt or in connection with such authority debt already outstanding [fig 1] to provide for [fig 2] exchange of payments based upon fixed and/or variable interest rates, and shall be for exchanges in currency of the United States of America only. The authority shall have the power: (a) until December thirty-first, two thousand three, to enter into such interest rate exchange agreements [fig 3] , and (b) thereafter to enter into replacements and substitutions for and amendments to exchange agreements, provided that no such replacement, substitution or amendment shall increase the notional principal amount under an exchange agreement or extend the term of an exchange agreement. The authority shall be subject to subdivision three of section sixty-nine-d of the state finance law.

#### NY CLS Pub A § 1977-b

##### § 1977-b. Reserve funds and appropriations

1. In addition to setting aside of such other reserves or sinking funds as it shall deem advisable and necessary, and the regulation and disposition thereof, the authority shall create and establish a special fund to be known as and hereinafter called the "Battery Park project area capital reserve fund" and shall pay into such fund (a) any moneys appropriated and made available by the state only for the purposes of such fund, (b) any proceeds of sale of any bonds issued to finance the Battery Park project area to the extent provided in the resolution of the authority authorizing the issuance thereof, (c) any funds directed to be transferred by the authority to such fund, and (d) any other moneys made available to the authority only for the purposes of such fund from any other source or sources. The moneys held in or credited to such capital reserve fund, except as hereinafter provided, shall be used solely for the payment of the principal of such bonds or of the sinking fund payments hereinafter mentioned with respect to such bonds, the purchase or redemption of such bonds, the payment of interest on such bonds, or the payment of any redemption premium required to be paid when any of such bonds are redeemed prior to maturity; provided, however, that moneys in such fund shall not be withdrawn therefrom at any time in such amount as would reduce the amount of such fund to less than the amount of the Battery Park project area capital reserve fund requirement hereinbelow referred to, except for the purpose of making with respect to such bonds payment, when due, of principal, interest and the sinking fund payments hereinafter mentioned for the payment of which other moneys of the authority are not available. Moneys in such capital reserve fund not required for immediate use of disbursement may be invested in obligations of the state or the United States of America or obligations the principal and interest of which are guaranteed by the state or the United States of America or obligations of agencies of the United States of America which may from time to time be legally purchased by savings banks of the state as investment of funds belonging to them or in their control. In computing the amount of such capital reserve fund for the purposes of this section, securities in which all or a portion of such fund are invested shall be valued at par or, if purchased at less than par, at their cost to the authority.

2. The authority shall not issue any of such bonds at any time secured by such capital reserve fund if the amount in such capital reserve fund at the time of issuance does not equal or exceed the amount of said capital reserve fund requirement unless the authority at the time of issuance of such bonds shall deposit in such fund from the proceeds of such bonds or other sources an amount which together with the amount then in such fund will not be less than the amount of said capital reserve fund requirement.

3. In order to assure the continued operation and solvency of the authority for the fulfillment of its corporate purposes with respect to the Battery Park project area, the chairman of the authority shall annually, on or before December first, make and deliver to the governor and director of the budget his certificate stating the sum, if any, required to restore such capital reserve fund to the amount as of the particular date of computation equal to the greatest (herein sometimes called the "Battery Park project area capital reserve fund requirement") of the respective amounts for the then current or any future fiscal year of the authority, of annual debt service with respect to such bonds, such annual debt service for any fiscal year being the amount of money equal to the aggregate of (a) all interest payable during such fiscal year on all such bonds outstanding on said date of computation, plus (b) the principal amount of all such bonds outstanding on said date of computation which mature during such fiscal year, plus (c) all amounts specified in any resolution of the authority authorizing any of such bonds as payable during such fiscal year as a sinking fund payment with respect to any of such bonds which mature after such fiscal year, all calculated on the assumption that bonds will after said date of computation cease to be outstanding by reason, but only by reason, of the payment of bonds when due and the payment when due and application in accordance with the resolution authorizing those bonds of all of such sinking fund payments payable at or after said date of computation; and there shall be annually apportioned and paid to the authority for deposit in such capital reserve fund the sums so certified by the chairman of the authority. All sums so apportioned and paid shall be deposited by the authority in such capital reserve fund. The principal amount of bonds secured by such capital reserve fund to which state funds are apportionable pursuant to this subdivision shall be limited to the total amount of bonds and notes outstanding on the effective date of this act, plus the total amount of bonds and notes contracted after the effective date of this act to finance projects in progress on the effective date of this act as determined by the New York state public authorities control board created pursuant to section fifty of this chapter whose affirmative determination shall be conclusive as to all matters of law and fact solely for the purposes of the limitations contained in this subdivision, but in no event shall the total amount of bonds so secured by such a capital reserve fund or funds exceed two hundred million dollars, excluding bonds issued to refund such outstanding bonds until the date of redemption of such outstanding bonds. As outstanding bonds so secured are paid, the amount so secured shall be reduced accordingly but the redemption of such outstanding bonds from the proceeds of refunding bonds shall not reduce the amount so secured.

4. All amounts paid over to the authority by the state pursuant to the provisions of this section shall constitute and be accounted for as advances by the state to the authority and, subject only to the rights of the holders of any bonds or notes of the authority theretofore or thereafter issued, shall be repaid to the state from all available operating revenues of the authority in excess of the capital reserve fund requirement and operating expenses.



5. As used in this section,

(a) the term "operating expenses" for the fiscal year shall mean ordinary expenditures for operation and administration of the authority; and

(b) the term "available operating revenues" for the fiscal year shall mean all amounts received on account of rentals and fees charged by the authority, if any, and income or interest earned or added to funds of the authority due to the investment thereof, and not required under the terms or provisions of any covenant or agreement with holders of any bonds or notes of the authority to be applied to any purposes other than payment of expenses of the authority.

6. This section is applicable only to the Battery Park project area capital reserve fund.

#### NY CLS Pub A § 1977-c

§ 1977-c. Reserve funds and appropriations for loans, advances and mortgage financing to housing companies

##### 1. Definitions.

(a) "Revenues". All amounts received on account of fees and other charges imposed by the authority for loans, advances and mortgage loans, if any, and all or any part of the moneys received in payment of loans, advances and mortgage loans and interest thereon, including prepayments.

(b) "Housing loan capital reserve fund requirement". The amount of money, as of any particular date of computation and with reference to outstanding bonds issued by the authority for the purposes of financing loans, advances and mortgage loans to housing companies, equal to the greatest of the respective amounts for the then current or any future fiscal year of the authority, of annual debt service with respect to such bonds.

For purposes of the housing loan capital reserve fund requirement, "annual debt service" shall mean an amount of money equal to the aggregate of:

(i) All interest payable during such fiscal year on all such bonds outstanding on said date of computation; plus,

(ii) The principal amount of all such bonds outstanding on said date of computation which mature during such fiscal year; plus,

(iii) All amounts specified in any resolution of the authority authorizing any of such bonds as payable during such fiscal year as a sinking fund payment with respect to any of such bonds which mature after such fiscal year, such sinking fund payments to be calculated on the assumption that bonds will after said date of computation cease to be outstanding by reason, but only by reason, of the payment of bonds when due and the payment when due and application in

accordance with the resolution authorizing those bonds of all of such sinking fund payments payable at or after said date of computation.

(c) "Operating expenses". All ordinary expenditures for operation and administration of the authority in connection with its loans, advances and mortgage loans to housing companies.

(d) "Amortized value". When used with respect to securities purchased at a premium above or a discount below par, the value as of any given date obtained by dividing the total amount of the premium or discount at which such securities were purchased by the number of days remaining to maturity on such securities at the time of such purchase and by multiplying the amount so calculated by the number of days having passed since the date of such purchase; and (a) in the case of securities purchased at a premium, by deducting the product thus obtained from the purchase price, and (b) in the case of securities purchased at a discount, by adding the product thus obtained to the purchase price.

## 2. Reserve funds.

(a) In addition to the setting aside of such other reserves or sinking funds as it shall deem advisable and necessary, and the regulations and disposition thereof, the authority may create and establish one or more capital reserve funds for bonds issued by the authority for the purposes of financing loans, advances and mortgage loans to housing companies.

(b) The authority shall pay into each such fund:

(i) any monies appropriated and made available by the state only for the purposes of such fund;

(ii) any proceeds of the sale of any bonds issued to the extent provided in the resolution of the authority authorizing the issuance of such bonds;

(iii) any moneys directed to be transferred by the authority to such fund; and

(iv) any other moneys made available to the authority only for the purposes of such fund from any other source or sources.

(c) The moneys held in or credited to each such capital reserve fund, except as hereinafter provided, shall be used solely for the payment of the principal of bonds issued to finance loans, advances and mortgage loans to housing companies or of the sinking fund payments with respect to such bonds, the purchase or redemption of such bonds, the payment of interest on such bonds or the payment of any redemption premium required to be paid when any of such bonds are redeemed prior to maturity; provided, however, that moneys in such capital reserve fund shall not be withdrawn therefrom at any time in such amount as would reduce the amount of such fund to less than the amount of the housing loan capital reserve fund requirement therefor, except for the purpose of making with respect to such bonds payment, when due, of principal, interest and the sinking fund payments for the payment of which other moneys of the authority are not available. All income or interest earned by, or increment to, each such capital reserve fund due to the investment thereof may be transferred by the authority to other funds or accounts of the

authority to the extent it does not reduce the amount of such capital reserve fund below the housing loan capital reserve fund requirement therefor.

(d) Moneys in such a capital reserve fund not required for immediate use or disbursement may be invested in obligations of the state or the United States of America or obligations the principal of and interest on which are guaranteed by the state or the United States of America or obligations of agencies of the United States of America or obligations which may from time to time be legally purchased by savings banks of the state, as investment of funds belonging to them or in their control. In computing the amount of a capital reserve fund for the purposes of this section, securities in which all or a portion of such fund are invested shall be valued at par if purchased at par or, if purchased at other than par, at their amortized value.

(e) The authority shall not issue any bonds at any time secured by such a capital reserve fund if the amount in the capital reserve fund which will secure such bonds at the time of issuance does not equal or exceed the amount of the housing loan capital reserve fund requirement for such fund unless the authority at the time of issuance of such bonds shall deposit in such fund from the proceeds of such bonds or other sources an amount which together with the amount then in such fund will not be less than the amount of the housing loan capital reserve fund requirement for such fund.

### 3. Preservation of solvency.

(a) In order to assure the continued operation and solvency of the authority for the fulfillment of its corporate purposes, the chairman of the authority shall annually, on or before December first, make and deliver to the governor and director of the budget his certificate stating the sum, if any, required to restore each capital reserve fund to the housing loan capital reserve fund requirement therefor. There shall be annually apportioned and paid to the authority for deposit in each such capital reserve fund the sum so certified by the chairman of the authority as required to restore such capital reserve fund to the housing loan capital reserve fund requirement therefor. All sums so apportioned and paid shall be deposited by the authority in the respective capital reserve funds. The principal amount of bonds secured by a capital reserve fund or funds to which state funds are apportionable pursuant to this paragraph shall be limited to the total amount of bonds and notes outstanding on the effective date of this act, plus the total amount of bonds and notes contracted after the effective date of this act to finance projects in progress on the effective date of this act as determined by the New York state public authorities control board created pursuant to section fifty of this chapter whose affirmative determination shall be conclusive as to all matters of law and fact solely for the purposes of the limitations contained in this paragraph, but in no event shall the total amount of bonds so secured by such a capital reserve fund or funds exceed eighty-five million dollars, excluding bonds issued to refund such outstanding bonds until the date of redemption of such outstanding bonds. As outstanding bonds so secured are paid, the amount so secured shall be reduced accordingly but the redemption of such outstanding bonds from the proceeds of refunding bonds shall not reduce the amount so secured.

(b) All amounts paid over to the authority by the state pursuant to the provisions of this section shall constitute and be accounted for as advances by the state to the authority and, subject

only to the rights of the holders of any bonds or notes of the authority theretofore or thereafter issued, shall be repaid to the state from all available revenues of the authority in excess of housing loan capital reserve fund requirements and operating expenses.

4. Applicability. This section is applicable solely to capital reserve funds for bonds issued to finance housing loans, advances and mortgage loans and is not applicable to the Battery Park project area capital reserve fund.

#### NY CLS Pub A § 1978

##### § 1978. Agreements of the state

The state of New York does pledge to and agree with the holders of the bonds and notes that the state will not limit or alter the rights hereby vested in the authority to acquire, lease, mortgage or dispose of real or personal property or any interest therein or construct, improve, enlarge, operate and maintain the project, to fix, establish and collect the rates, rentals, fees and other charges referred to in this act and to fulfill the terms of any agreements made with the holders of the bonds and notes, or in any way impair the rights and remedies of such bondholders and noteholders until the bonds and notes, together with interest thereon, interest on any unpaid installments of interest, and all costs and expenses in connection with any action or proceeding by or on behalf of the bondholders and noteholders are fully met and discharged.

#### NY CLS Pub A § 1979

##### § 1979. State and city not liable on bonds and notes

The bonds, notes and other obligations of the authority shall not be a debt of the state of New York or of the city, and neither the state nor the city shall be liable thereon, nor shall they be payable out of any funds other than those of the authority.

#### NY CLS Pub A § 1980

##### § 1980. Bonds and notes legal investments for public officers and fiduciaries

The bonds and notes are hereby made securities in which all public officers and bodies of this state and all municipalities and municipal subdivisions, all insurance companies and associations and other persons carrying on an insurance business, all banks, bankers, trust companies, savings banks and savings associations, including savings and loan associations, building and loan associations, investment companies and other persons carrying on a banking business, and all other persons whatsoever, who are now or may hereafter be authorized to invest in bonds or other obligations of the state, may properly and legally invest funds, including capital in their

control or belonging to them. The bonds and notes are also hereby made securities which may be deposited with and may be received by all public officers and bodies of this state and all municipalities and municipal subdivisions for any purpose for which the deposit of bonds or other obligations of this state is now or may hereafter be authorized.

#### NY CLS Pub A § 1981

##### § 1981. Exemption from taxes

1. It is hereby determined that the creation of the authority and the carrying out of its corporate purposes is in all respects for the benefit of the people of the state of New York, the county of New York, and the city, and is a public purpose, and the authority shall be regarded as performing a governmental function in the exercise of the powers conferred upon it by this title and shall be required to pay no taxes upon any of the properties acquired by it or under its jurisdiction or control or supervision or upon its activities.

2. All bonds, notes and other obligations issued pursuant to this title, together with the income therefrom, as well as the income and property of the authority, shall be exempt from taxation, except for transfer and estate taxes.

#### NY CLS Pub A § 1982

##### § 1982. Tax contract by the state

The state of New York covenants with the purchasers and with all subsequent holders and transferees of bonds and notes issued by the authority pursuant to this title, in consideration of the acceptance of and payments for the bonds and notes, that the bonds and notes of the authority issued pursuant to this title and the income therefrom, and all moneys, funds and revenues pledged to pay or secure the payment of such bonds and notes, shall at all times be free from taxation except for transfer and estate taxes.

#### NY CLS Pub A § 1983

##### § 1983. Remedies of bondholders

1. In the event that the authority shall default in the payment of principal of or interest on any issue of the bonds after the same shall become due, whether at maturity or upon call for redemption, and such default shall continue for a period of thirty days, or in the event that the authority shall fail or refuse to comply with the provisions of this title, or shall default in any agreement made with the holders of any issue of the bonds, the holders of twenty-five per centum in aggregate principal amount of the bonds of such issue then outstanding, by instrument

or instruments filed in the office of the Register of the city of New York in the county of New York and proved or acknowledged in the same manner as a deed to be recorded, may appoint a trustee to represent the holders of such bonds for the purposes herein provided.

2. Such trustee may, and upon written request of the holders of twenty-five per centum in principal amount of such bonds then outstanding shall, in his or its own name

(a) by mandamus or other suit, action or proceeding at law or in equity enforce all rights of the bondholders, including the right to require the authority to collect revenues, rates, rentals, fees and other charges adequate to carry out any agreement as to, or pledge of such revenues, rates, rentals, fees and other charges and to require the authority to carry out any other agreements with the holders of such bonds and to perform its duties under this title;

(b) bring suit upon such bonds;

(c) by action or suit in equity, require the authority to account as if it were the trustee of an express trust for the holders of such bonds;

(d) by action or suit in equity, enjoin any acts or things which may be unlawful or in violation of the rights of the holders of such bonds;

(e) declare all such bonds due and payable, and if all defaults shall be made good then with the consent of the holders of twenty-five per centum of the principal amount of such bonds then outstanding, to annul such declaration and its consequences.

3. The supreme court shall have jurisdiction of any suit, action or proceeding by the trustee on behalf of bondholders.

4. Before declaring the principal of all such bonds due and payable the trustee shall first give thirty days' notice in writing to the authority.

5. Any such trustee whether or not the issue of bonds represented by such trustee be declared due and payable, shall be entitled as of right to the appointment of a receiver of any part or parts of the project the revenues of which are pledged for the security of the bonds of such issue, and such receiver may enter and take possession of such part or parts of such project, and, subject to any pledge or agreement with bondholders, shall take possession of all moneys and other property derived from such part or parts of such project and proceed with any construction thereon or the acquisition of any property, real or personal, in connection therewith which the authority is under obligation to do, and to operate, maintain and reconstruct such part or parts of the project and collect and receive all revenues thereafter arising therefrom, subject to any pledge thereof or agreement with bondholders relating thereto, and perform the public duties and carry out the agreements and obligations of the authority under the direction of the court. In any suit, action or proceeding by the trustee the fees, counsel fees and expenses of the trustee and of the receiver, if any, shall constitute taxable disbursements and all costs and disbursements allowed by the court shall be a first charge on any revenues derived from the project.

6. Such trustees shall in addition to the foregoing have and possess all of the powers necessary or appropriate for the exercise of any functions specifically set forth herein or incident to the general representation of bondholders in the enforcement and protection of their rights.

NY CLS Pub A § 1984

§ 1984. Actions

In any case founded upon tort a notice of claim shall be required as a condition precedent to the commencement of an action or special proceeding against the authority or any officer, appointee or employee thereof, and the provisions of section fifty-e of the general municipal law shall govern the giving of such notice. An action against the authority for wrongful death shall be commenced in accordance with the notice of claim and time limitation provisions of title eleven of article nine of this chapter.

NY CLS Pub A § 1985

§ 1985. Limitation of liability

Neither the members of the authority, nor any person or persons acting in its behalf, while acting within the scope of their authority, shall be subject to any personal liability resulting from the acquisition, construction, improvement, enlargement, operation and maintenance of the project, or any part or parts thereof, or from carrying out any of the powers expressly given in this act.

NY CLS Pub A § 1986

§ 1986. Assistance by state officers, departments, agencies and commissions

(1) The department of audit and control, department of law, the division of housing and community renewal and all other state agencies may render such services to the authority within their respective functions as may be requested by the authority.

(2) Upon request of the authority, any state agency is hereby authorized and empowered to transfer to the authority such officers and employees as it may deem necessary from time to time to assist the authority in carrying out its functions and duties under this title. Officers and employees so transferred shall not lose their civil service status or rights.

NY CLS Pub A § 1987

§ 1987. Separability

If any section, clause or provision of this title shall be held unconstitutional, or be ineffective in whole or in part, to the extent that it is not unconstitutional or ineffective, it shall be valid and effective and no other section, clause or provision shall, on account thereof, be deemed invalid or

ineffective.

NY CLS Pub A § 1988

§ 1988. Effect of inconsistent provisions

In so far as the provisions of this title are inconsistent with the provisions of any other act, general or special, the provisions of this title shall be controlling.





## 11. Description of the Authority and its Board Structure

## 11. Description of the Authority and its Board Structure

The Battery Park City Authority (the “Authority,,), a public benefit corporation, was established in 1969 to create, develop and maintain a balanced community of commercial, residential, retail, and park space within its designated 92-acre site located in the southwestern tip of Manhattan.

The Authority has a seven member board who members serve without compensation. During 2018, the board members were:

Dennis Mehiel, Chairman/CEO

George Tsunis, Member/Chairman\*

Hector Batista, Member

Louis Bevilacqua, Member\*

Donald Capoccia, Member\*

Martha Gallo, Member\*

Anthony Kendall, Member\*

Catherine McVay Hughes, Member\*

Lester Petracca, Member\*

\*Indicates currently serving members.

### 11.2 Committees and Committee Members

The board has three committees: Investment Committee, Governance Committee and Audit & Finance Committee. In accordance with the Authority’s Bylaws, the membership of the committees of the Hugh L. Carey Battery Park City Authority’s Board has been designated by the Chair as follows, with the Member indicated below as Chair of each respective committee:

**Investment Committee:**

Lester Petracca, Chair  
Catherine McVay Hughes  
Martha Gallo  
Ex Officio – George Tsunis

**Governance Committee:**

Louis Bevilacqua, Chair  
Donald Capoccia  
Anthony Kendall  
Ex Officio – George Tsunis

**Audit and Finance Committee:**

Anthony Kendall, Chair  
Lester Petracca  
Martha Gallo  
Ex Officio – George Tsunis

**11.2 Board Meetings and Attendance**

**Board Meeting Dates and Attendance for calendar year 2018:**

\*Indicates a meeting of the Directors of the Battery Park City Parks Conservancy

**January 24, 2018\***

**Members Present**

Dennis Mehiel, Chairman/CEO  
Louis Bevilacqua, Member  
Catherine McVay Hughes, Member  
George Tsunis, Member

**March 13, 2018\***

**Members Present**

Dennis Mehiel, Chairman/CEO  
Hector Batista, Member  
Louis Bevilacqua, Member  
Catherine McVay Hughes, Member  
George Tsunis, Member

**April 10, 2018\***

**Members Present**

Dennis Mehiel, Chairman/CEO  
Hector Batista, Member  
Louis Bevilacqua, Member

Catherine McVay Hughes, Member  
George Tsunis, Member

**June 19, 2018\***

**Members Present**

Dennis Mehiel, Chairman/CEO  
Louis Bevilacqua, Member  
Donald Capoccia, Member  
Catherine McVay Hughes, Member  
Lester Petracca, Member  
George Tsunis, Member

**July 24, 2018**

**Members Present**

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

**August 28, 2018**

**Members Present**

George Tsunis, Chairman  
Louis Bevilacqua, Member  
Anthony Kendall, Member  
Catherine McVay Hughes, Member  
Lester Petracca, Member

**September 18, 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

**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

**December 11, 2018**

**Members Present**

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

### 11.3 Description of Major Units and Number of Employees

During the 2018 fiscal year the Authority had a total of 139 full-time employees and 107 part-time employees. Major units include:

- **Administration:** The Administration Department serves the Authority through its ongoing efforts to efficiently organize people, processes, and resources to best establish effective, economical, and reliable systems that help ensure the Authority’s integrity and mission. To that end, the Authority maintains administrative programs in procurement, internal control, risk assessment, diversity, information technology, general administrative services, and other administrative concerns.
- **Finance:** The Finance Department oversees the financial functions of the Authority and BPCPC. In general, it is responsible for the investing and safe-guarding of corporate assets, the collection of ground rents and payments in lieu of taxes (PILOT), civic facility maintenance fees (CFM) and other revenues, maintaining the Authority’s debt structure by issuing bonds and paying debt service, processing payments for capital and operating expenditures in compliance with procurement guidelines and budgetary authorizations, creating and monitoring the fiscal year operating budget, processing payroll, managing investments and cash flow management, preparing the Authority’s financial statements, and all required financial reporting due to federal and state requirements. In addition, the Finance Department coordinates with respect to reporting on the “Organization,, (which is the consolidated financial statements of the Authority and BPCPC).
- **Human Resources:** The Human Resources Department provides the leadership, service, expertise, policies and standards necessary to support the Organization as an employer. The Human Resources Department provides numerous services to all employees in support of the Authority's mission, providing support and guidance in areas such as benefits, compensation, recruitment, employee relations, and staff development. The Human Resources Department maintains necessary processes and procedures required by the Authority's employment-related policies.
- **Legal:** The Legal Department provides legal services to all of the Organization’s departments and offices. Responsibilities include corporate governance, litigation, employment concerns, contract matters, regulatory and compliance matters, debt issuance, and coordination of Board meetings and related Member concerns. The General Counsel serves as the Corporate Secretary to the Board.

- **Real Property Department:** The Real Property Department is responsible for the safeguarding, optimization and value enhancement of the Authority's real property assets for the benefit of the Authority, the community, New York City and the State of New York. This responsibility constitutes a primary element of the Authority's overall purpose and mission. Management of the department includes policy development along with practical responsibility for management, maintenance, improvement, enhancement and security of the Authority's real property assets and oversight of all related operational and support processes.
- **Parks Operations:** Parks Operations, consisting of the Horticulture, Maintenance and Programming Departments, manages and maintains the nearly 36 acres of world-class parks and open space in Battery Park City. The Horticulture Department cares for the gardens, planting beds, and trees within the parks; the Maintenance Department provides in-house electrical, plumbing, masonry, and general maintenance services; and the Programming Department plans and organizes a wide variety of entertainment and educational programs throughout the year. Parks Operations observes and implements sustainable (green) initiatives and practices.
- **Parks Programming:** The Programming department plans and organizes a wide variety of entertainment and educational programs throughout the year including outdoor concerts, films, theatrical and dance performances, fitness programs for all ages, art programs, educational programs and more.
- **Battery Park City Parks Conservancy Corporation:** BPCPC, a subsidiary of the Authority, is a 501(c)(3) not-for-profit corporation created in 1987.



## 12. Charter and Bylaws



## 12. Charter and By-Laws

BYLAWS  
OF THE  
BATTERY PARK CITY AUTHORITY  
(as amended through July 29, 2015)

### ARTICLE I - THE AUTHORITY

Section 1. Description. The Battery Park City Authority (“Authority,”) is a body corporate and politic of the State of New York, constituting a public benefit corporation, created by and having the powers and functions set forth in the Battery Park City Authority Act as amended (the “Act,“).

Section 2. Seal of Authority. The seal of the Authority shall be in the form of seal mandated by the State of New York and shall bear the name of the Authority.

Section 3. Office of the Authority. The office of the Authority shall be located at One World Financial Center, (200 Liberty Street), in the City of New York, State of New York, or at such other location as the Members of the Authority may determine. The Authority may have offices at such other place or places within The City of New York as it may from time to time designate by resolution.

### ARTICLE II – MEMBERS AND OFFICERS

Section 1. Members. The affairs of the Authority shall be managed by the Members, who shall be appointed and shall serve as provided in the Act. Members shall serve without salary or other compensation.

Section 2. Officers. The officers of the Authority shall be a Member who shall serve as Chair; a Member who shall serve as Vice Chair; a Chief Executive Officer; a President; a General Counsel; a Chief Operating Officer; a Treasurer/Chief Financial Officer; one or more Vice Presidents; a Controller; a Corporate Secretary and Assistant Corporate Secretaries and

such other officers as may be designated by resolution of the Authority; and any officer may hold more than one of these offices.

Section 3. Chair. The Chair of the Authority (hereinafter referred to as “Chair,”) shall be elected from among the Members of the Authority and shall hold office until his/her successor is elected and qualified. The Chair shall have primary responsibility for overseeing the development, management and implementation of corporate strategy, policies and procedures that facilitate achievement of the Authority’s mission. In keeping with this responsibility, the Chair shall preside at all meetings of the Members of the Authority and shall have such other duties as the Members may direct. Nothing herein shall prevent the Chair from concurrently serving as an officer of the Authority, in a position to which he is appointed by the Members.

Section 4. Vice Chair. The Vice Chair of the Authority shall be elected from among the Members of the Authority at each annual meeting of the Authority, and shall hold office until his/her successor is elected and qualified. Upon written designation of the Chair from time to time and for the period specified in any such designation, the Vice Chair of the Authority shall serve as acting Chair. In the absence of the Chair from a meeting of the Members of the Authority the Vice Chair shall preside thereat. The Vice Chair shall have such other duties as the Members may direct.

Section 5. Chief Executive Officer. The Chief Executive Officer, who shall serve as the chief executive of the Authority, shall be elected by the Members of the Authority and shall hold office until his/her successor is elected and qualified.

Section 6. President. The President of the Authority shall be elected by the Members of the Authority. The President shall have general responsibility for the day-to-day administration and management of the Authority, within the framework established by federal, state and local laws and in accordance with the rules and policies adopted by the Members of the Authority, including the initiation, planning and carrying out of the projects, programs and other activities of the Authority. The President shall have the power to delegate authority and assign duties to employees of the Authority, and shall have the power to requisition monies of the Authority, and to sign vouchers, requisitions and other instruments made by the Authority. The President shall have such other powers and duties pertaining to his/her office as are prescribed by

law or in these Bylaws or as may be assigned to him/her from time to time by the Authority. Nothing herein shall prevent the President from concurrently serving in another office of the Authority, to which he/she is elected by the Members.

Section 7. Chief Operating Officer. The Chief Operating Officer, under the direction of the President, shall perform all the duties incident to his/her position and office and such other duties as shall from time to time be assigned to him/her by the President. The Chief Operating Officer is authorized to request monies of the Authority, and to sign vouchers, requisitions and other instruments made by the Authority. Nothing herein shall prevent the Chief Operating Officer from concurrently serving in another office of the Authority, to which he/she is elected by the Members.

Section 8. General Counsel. The General Counsel, under the direction of the President, shall perform all the duties incident to his/her position and office and such other duties as shall from time to time be assigned to him/her by the President. The General Counsel is authorized to requisition monies of the Authority, and to sign vouchers, requisitions and other instruments made by the Authority. The performance of any such duty by the General Counsel shall be conclusive evidence of the power to act.

Section 9. Treasurer/Chief Financial Officer; Controller. The Treasurer/Chief Financial Officer, under the direction of the President, shall be the chief fiscal officer of the Authority. He/She shall be in charge of the books and accounts of the Authority and have supervision of the accounting procedures and fiscal operations of the Authority and shall perform such other duties of his/her office and position as shall from time to time be assigned to him/her by the President. The Controller, under the direction of the Treasurer/Chief Financial Officer, shall perform all the duties incident to his/her position and office and such other duties as shall from time to time be assigned to him/her by the Treasurer/Chief Financial Officer.

Section 10. Other Officers. The Officers of the Corporation other than the designated herein, as may be designated from time to time by resolution of the Authority, shall perform all the duties incident to their respective positions and offices and such other duties as shall from time to time be assigned to them by the Members.

Section 11. Appointment and Removal. The President of the Authority shall be appointed by the Members, and may be removed, either with or without cause, at any time by action of the Members. The President shall appoint and remove, either with or without cause, all other officers of the Authority, except for the General Counsel, the Chief Operating Officer, and the Treasurer/Chief Financial Officer, all of whom shall be appointed and removed, either with or without cause, by the President, in consultation with the Members. The Chair may be removed, either with or without cause, as an officer of the Authority at any time from such office by vote of the other Members, but may be removed as a Member only by the Governor in accordance with the Act. The President may be removed, either with or without cause, at any time by action of the Members. Any person appointed as an officer of the Authority shall have such term as may be fixed.

### ARTICLE III - MEETINGS

Section 1. Annual Meeting. The annual meeting of the Authority shall be held on the first day of November of each year at a place and time designated by the Chair or such later day in each calendar year as the Chair may determine.

Section 2. Meetings. The Chair may, when he/she deems it expedient, and shall upon the request of any Member of the Authority or the President, call a meeting of the Authority. At any such meeting any and all matters may be considered and acted upon by the Members of the Authority present, whether or not such matters were specified in the call. Meetings shall be held in facilities that permit barrier-free physical access to the physically handicapped, as defined in subdivision five of section fifty of the public buildings law. The call for a meeting specifying the time and place of the meeting shall be delivered in person or mailed to the business or home address of each Member of the Authority at least three days prior to the date of such special meeting. If the office of the Chair is vacant or if the Chair is unable to perform such duties by reason of illness, disability or absence and has not designated in writing the Vice Chair to perform such duties at such time, any Member may call a meeting of the Authority. Public notice of the time and place of a meeting scheduled at least one week prior thereto shall be given to the news media and shall be conspicuously posted in one or more designated public locations at least seventy-two hours before such meeting, and on the

Authority's website prior to a meeting. Such public notice shall provide that videoconferencing shall be used, if applicable. Public notice of the time and place of every other meeting shall be given, to the extent practicable, to the news media and shall be conspicuously posted in one or more designated public locations at a reasonable time prior thereto. Notice of any meeting of the Authority need not be given to a Member if waived in writing by him/her either before or after such meeting, or if he/she shall be present at such meeting. No notice need be given of any meeting if all the Members then in office shall be present thereat. Notice of an adjourned meeting need not be given to any Member present at the time of the adjournment. The President shall be given notice of and be permitted to attend all meetings of the Authority.

Section 3. Quorum. At all meetings of the Authority, a majority of the whole number of the Members shall constitute a quorum and not less than a majority of the whole number of Members may perform and exercise the powers authorized and provided in the Public Authorities Law of the State of New York. For the purposes of this Section, the words "whole number,, shall be construed to mean the total number of Members which the Authority would have were there no vacancies and were none of the Members disqualified from voting.

Section 4. Order of Business. At the regular meetings of the Authority the Chair shall determine the order of business.

Section 5. Resolutions. All resolutions adopted by the Members shall be recorded in or attached to a journal of the proceedings of the Authority.

Section 6. Manner of Voting. The voting on all questions of the meetings of the Authority shall be by roll call if requested by two of the Members, and wherever a resolution has been unanimously adopted it may be recorded as such. The yeas and nays shall be entered upon the minutes of such meeting only in the event of an abstention or a negative vote by any Member; except that the election of officers may be by majority vote without the necessity of recording the individual votes upon the minutes.

Section 7. Participation in Meeting by Videoconference. Notwithstanding anything elsewhere contained in these Bylaws, any one or more Members of the Authority may participate in a meeting of the Members by means of videoconferencing equipment allowing all persons participating in the meeting to see and hear each other at the same time. Participation by

such means shall constitute presence in person at a meeting of the Members. In the event any Member is present at a meeting of the Members by means of conference telephone, such Member may not speak, vote or otherwise participate in the meeting, and his or her presence shall not constitute presence in person at a meeting of the Members for quorum purposes.

Section 8. Certification of Resolutions. The Corporate Secretary or any Assistant Corporate Secretary is authorized to certify, when required, the records, proceedings, documents or resolutions of the Members and to affix the seal of the Authority to all contracts, documents and instruments to be executed by the Authority.

#### ARTICLE IV – COMMITTEES

Section 1. Audit and Finance Committee. There shall be an audit and finance committee which shall consist of three Members designated by the Chair, one of whom the Chair shall appoint as chair of the committee. The Chair shall be an additional non-voting member of the committee, provided that if there shall be any vacancy or vacancies in the whole number of the Members as prescribed by law, the Chair may serve as a voting member of the committee. Each member of the committee shall be an “independent member,, as defined in Public Authorities Law § 2825 (2). Members of the committee shall possess the necessary skills to understand the duties and functions of the committee and shall be familiar with corporate financial and accounting practices. The duties and responsibilities of the committee shall be to: (a) recommend to the Board the hiring of a certified independent accounting firm for the Authority; (b) establish the compensation to be paid to such firm; (c) provide direct oversight of the performance of the independent audit performed by the accounting firm hired for such purposes and (d) review proposals for the issuance of debt by the authority and to make recommendations.

Section 2. Governance Committee. There shall be a governance committee which shall consist of three Members designated by the Chair, one of whom the Chair shall appoint as chair of the committee. The Chair shall be an additional non-voting member of the committee, provided that if there shall be any vacancy or vacancies in the whole number of the Members as prescribed by law, the Chair may serve as a voting member of the committee. Each member of the committee shall be an “independent member,, as defined in Public Authorities

Law § 2825 (2). Members of the committee shall possess the necessary skills to understand the duties and functions of the committee. The duties and responsibilities of the Committee shall be to: (a) keep the board informed of current best governance practices; (b) review corporate governance trends; (c) recommend updates to the Authority’s corporate governance principles; (d) advise appointing authorities on the skills and experiences required of potential board members; (e) examine ethical and conflict of interest issues; (f) perform board self-evaluations; and (g) recommend bylaws which include rules and procedures for conduct of board business. In addition, the Committee shall perform compensation-related duties and responsibilities, such as (a) considering policies regarding the payment of salaries, compensation and reimbursement of expenses for the chief executive and management; and (b) making such other recommendations regarding compensation as the Committee may deem appropriate.

Section 3. Investment Committee. There shall be an investment committee which shall consist of three Members designated by the Chair, one of whom the Chair shall appoint as chair of the committee. The Chair shall be an additional non-voting member of the committee, provided that if there shall be any vacancy or vacancies in the whole number of the Members as prescribed by law, the Chair may serve as a voting member of the committee. Each member of the committee shall be an “independent member,, as defined in Public Authorities Law § 2825(2). Members of the committee shall possess the necessary skills to understand the duties and functions of the committee and shall be familiar with general investment policies and best practices. The duties and responsibilities of the Committee shall be to (a) approve the investment and risk limits for the investment portfolio; (b) review the investment policies for the Authority; (c) approve the annual investment program; (d) authorize investments and ratify investments made pursuant to delegated authorities; (e) review the investment performance of the Authority’s accounts and funds; (f) review the organization and staffing of the investment management advisory function; and (g) review the quality of the investment services provided to the Authority.

Section 4. Additional Committees. The Members shall have the authority to establish, by resolution, any additional committees or subcommittees it determines are necessary connection with the discharge of its oversight functions.

## ARTICLE V - FISCAL YEAR

The fiscal year of the Authority shall commence November 1 of each calendar year and conclude October 31 of the following calendar year.

## ARTICLE VI - INDEMNIFICATION

Section 1. Purpose and Definitions. The purpose of this Article is to provide for and regulate indemnification of Members, officers and employees of the Authority. In this Article, the following terms shall have the meanings indicated below, except where the context clearly requires otherwise.

- (1) “action or proceeding,, means any civil action or other civil judicial proceeding, any proceeding by or before an administrative agency or official investigatory body, any appeal from or judicial review of actions taken in any of the foregoing proceedings, and includes any such proceeding which is threatened, but does not include any criminal action or proceeding;
- (2) “party to an action or proceeding,, means a person made, or threatened to be made, a defendant or respondent or otherwise a party in any action or proceeding, and includes a person called upon, voluntarily or by subpoena, to give testimony, produce documents or respond to interrogatories in connection with an action or proceeding;
- (3) “Member,, means each Member of the Authority appointed or serving ex officio;
- (4) “officer,, means the Chair, the Vice Chair, the President, the Chief Executive Officer of the Authority and each person who has held or who holds from time to time any office so designated by the Authority for the purpose of this article;
- (5) “employee,, means each employee of the Authority who is not also a Member or officer;
- (6) “subsidiary or affiliate,, includes each subsidiary or affiliate of the Authority;



(7) “Member,, “officer,, and “employee,, of the Authority each includes persons who formerly served in such capacity and the estates of deceased persons who had served in such capacity; and each such term includes persons serving or who formerly served ex officio or by designation of the Authority as a director, officer or employee of any subsidiary or affiliate of the Authority, and the estates of deceased persons who had served in such capacity, provided that insofar as this Article distinguishes between Members or officers of the Authority, on the one hand, and employees, on the other, the status with respect to indemnification of a person who served in any capacity with a subsidiary or affiliate and who concurrently was a Member or officer of the Authority shall be that of a Member or officer, and the status of all other such persons shall be that of an employee of the Authority; and

(8) “applicable standard of conduct,, means:

(i) with respect to an action or proceeding in which it is alleged that physical harm was caused to the person or property of a complainant or any harm was caused to his/her reputation, that such harm did not result from the willful and wrongful act or gross negligence of the Member, officer or employee seeking to be indemnified hereunder, or

(ii) with respect to any other action or proceeding, that the Member, officer or employee seeking to be indemnified hereunder acted in good faith for a purpose which he/she reasonably believed to be in the best interests of the Authority and had reasonable cause to believe his/her conduct was lawful.

Section 2. General Scope of Indemnification. The Authority shall, to the fullest extent permitted by law, indemnify any person who becomes a party to an action or proceeding by reason of the fact that he/she is or was a Member, officer or employee of the Authority against judgments, penalties, amounts paid in settlement and reasonable expenses, including attorneys’ fees, actually and necessarily incurred as a result thereof, unless the conduct of such Member, officer or employee in the matters at issue in such action or proceeding is found, in the manner prescribed in this Article, not to have met the applicable standard of conduct.

Section 3. Representation of Persons Indemnified. The Authority may, either by its own staff counsel or by outside counsel of its choice, assume the representation of any person who becomes a party to the action or proceeding, except in situations in which (i) choice of counsel is governed by statute, or (ii) the Authority's counsel determines that it is inappropriate or inadvisable for such person to be represented by counsel chosen by the Authority. In the event the Authority does not assume such representation, such person shall have the right to engage private counsel of his choice and the Authority shall have the obligation of indemnification for the reasonable fees and expenses of such private counsel as provided in this Article; provided, however, that the Authority as a condition to such indemnification for the cost of private counsel may, and where the Attorney General has so required as a condition to indemnification by the State of New York pursuant to statute shall, require appropriate groups of persons to be represented by the same counsel; and further provided, however, that the Authority as a condition to such indemnification shall: 1) review and approve the terms of such engagement of private counsel to determine reasonableness of such fees and expenses; and 2) require such persons to execute an agreement in writing that any sums advanced under this Article 6 shall be repaid if the person receiving such advances is ultimately found not to be entitled to indemnification, or to the extent the expenses so advanced by the Authority exceed the indemnification to which he/she is ultimately found to be entitled.

Section 4. Advances of Expenses. (a) A Member or officer who becomes a party to an action or proceeding may request that the Members authorize the Authority to advance expenses pending the final disposition of such action or proceeding. Upon such request: (i) if there is a quorum of Members who are not parties to such action or proceeding, the Members shall make a tentative finding as to whether it then appears that the requesting Member or officer has met the applicable standard of conduct; or (ii) if such a quorum of Members is not obtainable with due diligence, the Members shall obtain an opinion in writing of outside legal counsel as to whether it then appears that such standard of conduct has been met by the requesting Member or officer. If a quorum of Members makes such findings or outside legal counsel gives such opinion, the Members shall authorize the Authority to pay, and the Authority shall pay, from time to time in advance of the final disposition of the action or proceeding, reasonable expenses as described in Section 2 incurred by such Member or officer in connection with such action or

proceeding. The amounts of payments made to counsel engaged by the Authority and private counsel engaged to represent Members and officers indemnified under this Article shall be periodically reported to the Members by the Executive Vice President/General Counsel.

(b) Reasonable expenses as described in Section 2 incurred by an employee who becomes a party to an action or proceeding shall be paid by the Authority from time to time pending the final disposition of such action or proceeding without necessity for any authorization, findings, or other action by the Members prior to the making of such advances; provided, however, that the Members (i) may make a tentative finding at any time prior to the final disposition of such action or proceeding that it then appears that an employee has clearly not met the applicable standard of conduct, or may seek an opinion in writing of outside legal counsel with respect to that issue, and if such a tentative finding shall be made or a negative opinion on that issue shall be given, no further advances under this paragraph shall be made with respect to expenses of such employee, and (ii) may determine, or provide for the determination of, the reasonableness of expenses sought to be advanced. The amounts of payments made to counsel engaged by the Authority and private counsel engaged to represent employees indemnified under this Article shall be periodically reported to the Members by the Executive Vice President/General Counsel.

Section 5. Indemnification on Final Disposition. (a) A person who has been wholly successful, on the merits or otherwise, in the defense of an action or proceeding shall be deemed to have met the applicable standard of conduct and shall be entitled to indemnification against reasonable expenses as described in Section 2, and the Authority shall make such indemnification without necessity for any authorization, findings or other action by the Members prior to such indemnification, except that the Members may determine, or provide for the determination of, the reasonableness of such expenses.

(b) A Member or officer who has not been wholly successful in the defense of an action or proceeding, or who was a party to an action or proceeding without being a defendant or respondent therein, may request indemnification from the Authority. Upon such request: (i) if there is a quorum of Members who are not and were not parties to such action or proceeding, the Members shall make a finding as to whether the requesting Member or officer has met the applicable standard of conduct; or (ii) if such a quorum of Members is not obtainable with due

diligence, the Members shall obtain an opinion in writing of outside legal counsel as to whether such standard of conduct has been met by the requesting Member or officer. If a quorum of Members makes such finding or outside legal counsel gives such opinion, the Members shall authorize, and the Authority shall make, indemnification as provided in Section 2, upon a determination by the Members (or a person or body designated by the Members) that expenses sought to be indemnified were reasonable and actually and necessarily incurred as a result of the action or proceeding, and that any amounts paid in settlement (unless approved by the Members prior to such settlement) were reasonable in the circumstances.

(c) An employee who has not been wholly successful in the defense of an action or proceeding, or who was a party to an action or proceeding without being a defendant or respondent therein, may request indemnification from the Authority. Upon such request: The President shall notify the Members in writing of such request and of the particulars submitted by such employee in support of it, and the President may submit to the Members any further information or comments he thinks appropriate. Within two weeks after the next meeting of the Members following such submission, the Authority shall make indemnification as provided in Section 2, unless the Members shall have found that such employee has not met the applicable standard of conduct, or shall have decided to seek an opinion in writing of outside counsel with respect to that issue (in which event indemnification shall be made within six weeks after such meeting unless a negative opinion on that issue shall have been given), or unless and to the extent that the Members (or a person or body designated by the Members) shall have determined that expenses sought to be indemnified were not reasonable or not actually and necessarily incurred as a result of the action or proceeding, or that amounts paid in settlement (unless approved by the Members prior to such settlement) were not reasonable in the circumstances.

Section 6. Insurance. The Authority may, to the fullest extent permitted by law, purchase and maintain insurance on behalf of any Member, officer or employee of the Authority to indemnify such person in instances in which he/she has the right of indemnification by the Authority under the provisions of this Article.

Section 7. Applicability of this Article. (a) The provisions of this Article shall inure only to Members, officers and employees of the Authority, as defined herein, shall not enlarge or diminish the rights of any other party to an action or proceeding, and shall not impair,

limit or modify the rights and obligations of any insurer under any policy of insurance. This Article is to be construed liberally in favor of each Member, officer or employee, to the fullest extent permitted by law, and any ambiguity, uncertainty or reasonable doubt as to facts, interpretation or legal conclusions shall be resolved in favor of such Member, officer or employee.

(b) The provisions of this Article shall be in addition to and shall not supplant any indemnification by the State heretofore or hereafter conferred upon any Member, officer or employee by any statute, by Section 18 of the Public Officers Law, or otherwise; provided, however, that the Authority recognizes that its obligation to provide indemnification in accordance with this Article is primary and any obligation of the State to provide indemnification is secondary, in circumstances where both may be applicable.

(c) This Article shall be applicable, to the fullest extent permitted by law, to any claim for indemnification made after its adoption as a bylaw of the Authority, whether the action or proceeding to which such claim relates commenced, or the matters at issue therein occurred, before or after the adoption of this Article. It is contemplated that no subsequent amendment, supplement or repeal of this Article which deprives a Member, officer or employee of any substantial right or benefit conferred herein will be made applicable with respect to any claim for indemnification arising out of conduct of such Member, officer or employee occurring or alleged to have occurred after the adoption of this Article and prior to such amendment, supplement or repeal.

(d) Unless and until this Article shall be amended, supplemented or repealed in accordance with Article VII, the provisions of this Article shall constitute a contract between the Authority and each Member, officer or employee for indemnification in accordance with the provisions of this Article. In the event that any Member, officer or employee shall be aggrieved by a determination of the Authority or the Members or outside counsel made under this Article, or by a failure of the Authority or the Members to act as provided herein, he/she shall be entitled to seek appropriate relief against the Authority in any court of competent jurisdiction within the State of New York in accordance with the standards for indemnification set forth herein.

## ARTICLE VII- AMENDMENTS

These Bylaws may be amended, supplemented or repealed by resolution duly adopted by a majority vote of all the Members of the Authority at any meeting, provided that written notice of the proposed amendment, supplement or repeal shall have been presented for discussion at the meeting immediately preceding the meeting at which the proposed amendment, supplement or repeal is considered.



## 13. Material Changes in Operations

### 13. Material Changes in Operations

None.



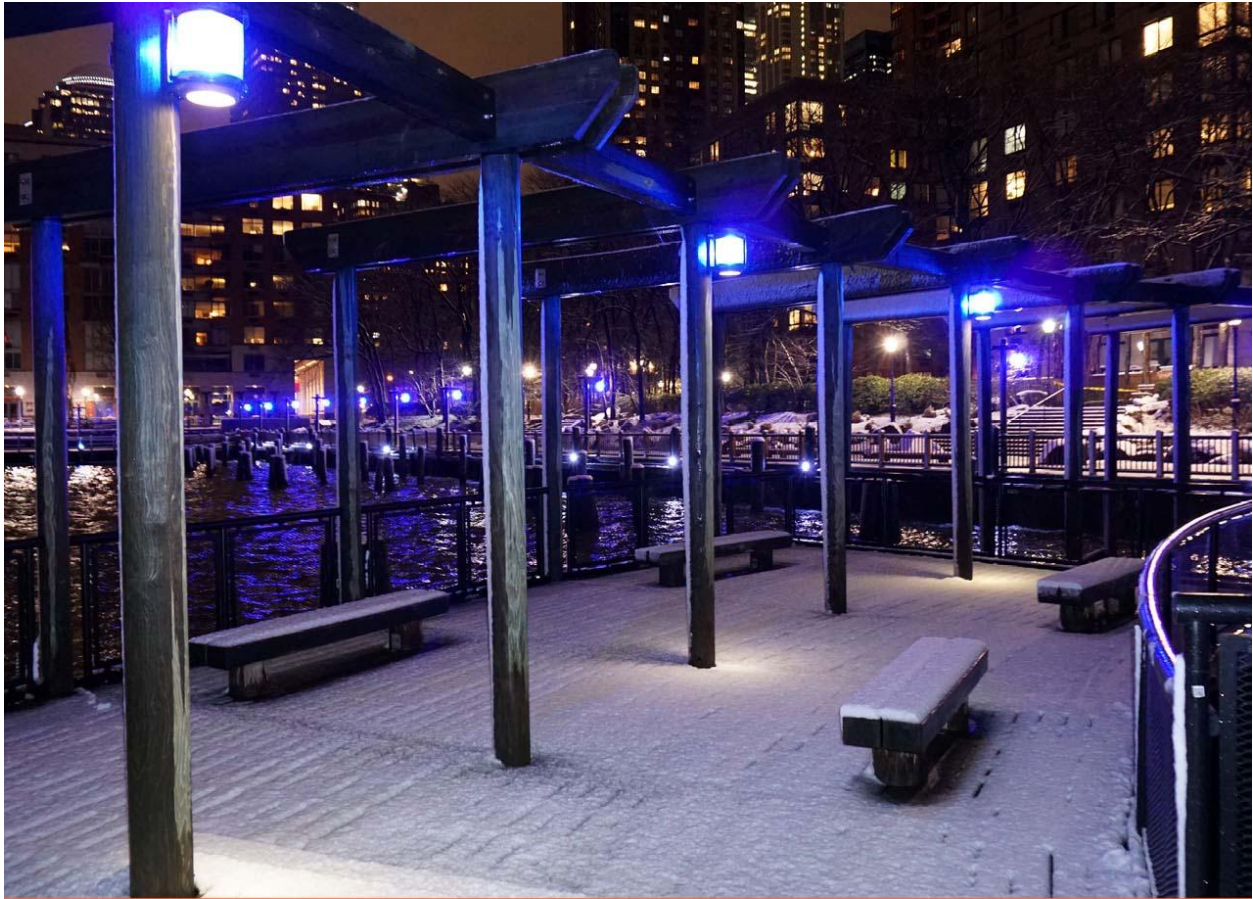


## 14. Four Year Financial Plan



## 14. Four Year Financial Plan

<b>BATTERY PARK CITY AUTHORITY: FOUR YEAR FINANCIAL PLAN*</b>					
For the Fiscal Years Ending October 31, 2018 thru 2022					
(in 000s)					
	FY 2018	Proposed FY 2019	Proposed FY 2020	Proposed FY 2021	Proposed FY 2022
<b>OPERATING BUDGET</b>					
<b>Operating Revenues</b>					
Sublease rentals	\$291,393	\$297,914	\$306,851	\$316,057	\$325,539
Non Recurring/Contingent Lease Payments	524	600	-	-	-
Other	1,923	-	-	-	-
	<u>\$293,840</u>	<u>\$298,514</u>	<u>\$306,851</u>	<u>\$316,057</u>	<u>\$325,539</u>
<b>Non-Operating Revenues</b>					
Investment Earnings					
SWAP payments received (65% of LIBOR)/BABs Subsidy)	5,148	5,000	5,000	5,000	5,000
Interest earned	2,556	2,600	2,600	2,600	2,600
Subtotal Non-Operating Revenues	<u>7,704</u>	<u>7,600</u>	<u>7,600</u>	<u>7,600</u>	<u>7,600</u>
Total Revenues:	<u>\$301,544</u>	<u>\$306,114</u>	<u>\$314,451</u>	<u>\$323,657</u>	<u>\$333,139</u>
<b>EXPENDITURES</b>					
<b>Operating Expenditures</b>					
Total operating expenses (Includes Pier A + Bridges)	\$29,414	\$29,496	\$30,086	\$30,688	\$31,301
Other (NYS Cost Recovery Fee)	6,853	7,000	7,140	7,283	7,428
Subtotal Operating Expenditures	<u>\$36,267</u>	<u>\$36,496</u>	<u>\$37,226</u>	<u>\$37,970</u>	<u>\$38,730</u>
<b>Non-Operating Expenditures</b>					
<b>Interest and Other Financing Charges</b>					
Debt service on restructured debt	68,839	76,500	80,071	84,169	88,426
Total Debt Service:	<u>\$68,839</u>	<u>\$76,500</u>	<u>\$80,071</u>	<u>\$84,169</u>	<u>\$88,426</u>
Total Expenditures:	<u>\$105,106</u>	<u>\$112,996</u>	<u>\$117,297</u>	<u>\$122,139</u>	<u>\$127,156</u>
Excess Funds Subject to Settlement Agreement:	<u>\$196,438</u>	<u>\$193,118</u>	<u>\$197,154</u>	<u>\$201,518</u>	<u>\$205,983</u>
<b>CAPITAL BUDGET</b>					
Proceeds from Debt Issuance (beginning of yr balance)	42,232	34,688	167,833	57,833	132,833
Capital expenditures	7,544	66,855	110,000	125,000	125,000
Proceeds from Debt Issuance	-	200,000	-	200,000	-
Capital funds remaining	<u>\$34,688</u>	<u>\$167,833</u>	<u>\$57,833</u>	<u>\$132,833</u>	<u>\$7,833</u>
*Budget summaries include all costs for Battery Park City Parks Conservancy					
<b>NOTE</b> - The approved Fiscal Year 2019 Budget and Projections for Fiscal Years 2020 to 2022 are subject to change based on several factors many of which are not within BPCA's management control. Such factors include: the NYC real estate tax policy, additional bond proceeds required to finance infrastructure, and market conditions effecting cost of capital.					



## 15. Board Performance Evaluations

### 15. Board Performance Evaluations

Battery Park City Authority Board Self-Evaluation for Calendar Year 2018					
		Agree	Somewhat Agree	Somewhat Disagree	Disagree
	<b>I. Organization's Mission and Purpose</b>				
A	You are familiar with the Battery Park City Authority mission and statutory responsibilities.	6	1		
B.	All Board Members are familiar with the current purpose of the Authority.	6		1	
C	The current mission statement is appropriate for the organization's role for the next three to five years.	3	4		
D	The policies, practices and decisions of the Board are always consistent with this mission.	6			
E.	Board Members comprehend their role and fiduciary responsibilities and hold themselves and each other to these principles.	6			
F.	You are familiar with the Authority's parks programs.	5	1	1	

		Agree	Somewhat Agree	Somewhat Disagree	Disagree
	<b>II. Strategic Planning</b>				
A	All Board Members have input in the strategic planning process.	5		1	



<b>B.</b>	The Board currently has a strategic vision of how the organization should be evolving over the next one, three, and five years.	3	3	1	
<b>C.</b>	The Board periodically engages in a strategic planning process that helps it to consider how the organization should meet new opportunities and challenges.	4	1		

		<b>Agree</b>	<b>Somewhat Agree</b>	<b>Somewhat Disagree</b>	<b>Disagree</b>
	<b>III. Fiscal Oversight/Sound Risk Management</b>				
<b>A.</b>	The Board ensures that the budget reflects the priorities established in the strategic plan.	4	2		
<b>B.</b>	The Board ensures that the annual report reflects the priorities established in the strategic plan.	4	1		
<b>C.</b>	The Board has time to review the annual report.	4			
<b>D.</b>	The Board receives financial reports on a regular basis.	6			
<b>E.</b>	Financial reports are understandable, accurate and timely.	6			
<b>F.</b>	The Board considers all recommendations made in the annual independent auditor's report and management letter.	6			
<b>G.</b>	The Board periodically reviews the effectiveness of the auditing firm.	5	1		
<b>H.</b>	The Board has established appropriate investment policies.	6	1		



<b>I.</b>	The Board annually reviews and understands BPCA’s investment portfolio.	6	1		
<b>J.</b>	The Board periodically reviews the adequacy of insurance carried by the Authority.	5	2		
<b>K.</b>	The Board provides adequate oversight of the contracting processes and procedures.	5	2		
<b>L.</b>	The Board has enough knowledge about current litigation matters.	5	2		

		<b>Agree</b>	<b>Somewhat Agree</b>	<b>Somewhat Disagree</b>	<b>Disagree</b>
	<b>IV. Relationship between the Board and Staff</b>				
<b>A.</b>	The roles of the Board Members are clearly defined and understood.	6	1		
<b>B.</b>	The roles of the staff are clearly defined and understood.	6	1		
<b>C.</b>	Mutual responsibilities of Board Committees are clearly understood.	6	1		
<b>D.</b>	The responsibilities of staff assigned to assist the Board Committees are clearly understood.	6	1		
<b>E.</b>	Current Board Committee structure and composition contributes to Board productivity.	7			
<b>F.</b>	Individual Board Members communicate effectively with executive staff so as to be well informed on the status of all important issues.	6	1		



		<b>Agree</b>	<b>Somewhat Agree</b>	<b>Somewhat Disagree</b>	<b>Disagree</b>
	<b>V. Board Oversight</b>				
<b>A.</b>	Board Members are knowledgeable about the Authority’s programs, financial statements, and other transactions.	6	1		
<b>B.</b>	Board Members are knowledgeable about the Authority’s compliance and reporting obligations.	6	1		
<b>C.</b>	Board meetings facilitate open, deliberative and thorough discussion, and the active participation of Board Members.	7			
<b>D.</b>	Board Committee meetings facilitate open, deliberative and thorough discussion, and the active participation of Board Members.	7			
<b>E.</b>	Executive Session meetings facilitate open, deliberative and thorough discussion, and the active participation of Board Members.	7			
<b>F.</b>	The Executive Sessions as currently constituted are effective and efficient.	7			
<b>G.</b>	Individual Board Members feel empowered to delay votes, defer agenda items, or table actions if they feel additional information or discussion is required.	7			
<b>H.</b>	The Board meets to review and approve all documents and reports prior to public release and is confident that the information being presented is accurate and complete.	4	2	1	
<b>I.</b>	The Board exercises appropriate oversight of the President and other executive staff, including setting performance expectations and reviewing performance annually.	6			



<b>J.</b>	The Board has identified the areas of most risk to the Authority and works with management to implement risk mitigation strategies before problems occur.	5	2		

		Agree	Somewhat Agree	Somewhat Disagree	Disagree
	<b>VI. President and Chief Executive Officer</b>				
<b>A.</b>	The Board gives the President enough authority, responsibility and support to lead the staff and manage the organization successfully.	7			
<b>B.</b>	The President provides the Board with sufficient information to enable Members to make informed decisions.	7			

		Agree	Somewhat Agree	Somewhat Disagree	Disagree
	<b>VII. Efficiency of Operations</b>				
<b>A.</b>	The Board has adopted policies, by-laws, and practices for the effective governance, management and operations of the Authority.	6			
<b>B.</b>	The Board sets clear and measurable performance goals for the Authority that contribute to accomplishing its mission.	5	1		
<b>C.</b>	The decisions made by the Board Members are arrived at through independent judgment and deliberation, free of political influence, pressure or self-interest.	7			
<b>D.</b>	Board Members receive clear agendas and supporting written materials.	6			





<b>E.</b>	Board Members receive written board materials sufficiently prior to board and committee meetings to allow for review.	5	1		
<b>F.</b>	Board Members stay abreast of issues and devote enough time to learn the Authority's operations to be helpful in guiding the organization's mission and performance.	5	1		
<b>G.</b>	Board Members stay abreast of issues and devote enough time to learn the Parks' operations to be helpful in guiding the organization's mission and performance.	5		1	
<b>H.</b>	The Board focuses much of its attention on long-term, significant policy issues rather than short-term administrative matters.	5	1		
<b>I.</b>	Board Members have adequate opportunities to discuss issues and ask questions.	5			
<b>J.</b>	Your participation in Board meetings is meaningful.	6	1		
<b>K.</b>	The frequency of board meetings is appropriate for the responsible discharge of the Board's responsibilities.	5			1
<b>L.</b>	All Board Members are actively engaged in the work of the board.	6			
<b>M.</b>	Board Members demonstrate leadership and vision and work respectfully with each other.	6			



		<b>Agree</b>	<b>Somewhat Agree</b>	<b>Somewhat Disagree</b>	<b>Disagree</b>
	<b>VIII. Conflicts of Interest</b>				
<b>A.</b>	The Board has in place an effective conflict of interest policy for itself and staff?	5	1		
<b>B.</b>	The Board has in place an effective code of conduct for itself and staff?	6			

		<b>Agree</b>	<b>Somewhat Agree</b>	<b>Somewhat Disagree</b>	<b>Disagree</b>
	<b>IX. Training</b>				
<b>A.</b>	The ethics training that you received was helpful in the performance of your duties as a Board Member?	5			
<b>B.</b>	The fiduciary training that you received was helpful in the performance of your duties as a Board Member?	5			



## 16. Assets and Services Procured Without Competitive Bidding

## 16. Assets and Services Procured without Competitive Bidding

The table below provides a list of the assets and services purchased or contracted during fiscal year 2018 without a formal Request for Proposals (“RFP,”) being issued by the Authority. Per the Authority’s procurement guidelines, amounts between \$5,000.00 and \$50,000.00 are subject to the procurement guidelines but do not require an RFP.

In addition, certain transactions above \$50,000.00 do not require an RFP. These transactions involve the purchase of commodities or services procured via: (i) a sole or single source contract; (ii) New York State preferred source contract; (iii) New York State Office of General Services contract; or (iv) a solicitation offered exclusively to New York State certified Minority and Women Owned Business Enterprises (MWBE)/New York State certified Service Disabled Veteran Owned Businesses Enterprises (SDVOB) vendors for an amount less than \$200,000.00. All such procurements are listed below.

For the purposes of full transparency, credit card transactions have been included. While each credit card charge was below \$5,000.00, the total amount paid to the credit card vendor, the American Express Company, was above the procurement threshold.

Vendor Name	Procurement Description	Amount Expended For Fiscal Year
Stripe	Email promotions and community news	\$29.00
DNS Made Easy TIGEE	Domain name system registration	\$29.95
EarthLink	Internet support	\$35.00
Cleverbridge	Software license	\$39.17
BP FDMS	Gasoline and diesel for Parks Operations equipment and vehicles	\$40.00
Center for Architecture	Professional organization	\$40.00
Press Books	Parks Programming supplies	\$62.25
Bucks Fabricating	Construction materials	\$88.00
GETGMPARTS.COM	HVAC, plumbing parts for Parks Operations	\$89.09
IDEALIST.ORG	Job postings	\$90.00
City and State of NY	Rebuilding NY Conference	\$100.59
Spotify Music	Subscription music service for Parks Programming	\$104.93
Amazon US Prime	Amazon Prime membership	\$107.79
Labor Law Center, Inc.	Human resources supplies - informational posters	\$119.80



Ferguson Enterprises, Inc.	HVAC, plumbing parts for Parks Operations	\$126.05
Glow Universe	Program supplies	\$131.84
Pacer	Electronic legal resources	\$132.20
Craigslist, Inc.	Job postings	\$135.00
American Express	Annual card membership fee.	\$137.50
Amazon Marketplace NA - PA	CAD scanner	\$145.25
Budget Credit Club Department	Travel for conferences	\$155.09
NYC Bar CLE	Legal staff training	\$164.50
Mayflower Sales Co., Inc.	Hardware for Parks Operations	\$170.00
The New York Foundation for the Arts	Job postings	\$175.00
GODADDY.COM	Domain name renewal	\$195.87
WWW.CPEDEPOT.COM	Staff training	\$198.00
Association for a Better New York	Professional association.	\$200.00
ExxonMobile	Gasoline and diesel for Parks Operations equipment and vehicles	\$200.00
New Yorkers for Parks	Professional association.	\$200.00
Solarwinds	Dame ware support	\$225.00
SIFMA	Professional association.	\$240.00
American Society for Public Administration	Professional association.	\$249.00
Olive's	Catering for staff event for interns	\$286.74
Verizon.com FIOS	Network	\$286.98
Gotham Refining Chemical Corp.	75 Battery closed loop water treatment services	\$300.00
Brown Paper Tickets	Trade show tickets	\$306.87
New York Times Company Store	Newspaper subscription	\$317.90
Wayfair	Program supplies	\$337.50
Pace University Bursar NY	HR Training	\$350.00
NYC Bike Share	Citibike for staff use	\$366.01
Green Shades Software	Financial software	\$409.47
LinkedIn Corporation	Job postings	\$421.39
Amtrak Mobile	Travel for conferences	\$440.00
WWW.LORMAN.COM	Staff training	\$454.35
Eventbrite	Online ticketing for Parks Programming	\$523.19
Wall Street Journal	Newspaper subscription	\$545.76
Chelsea Rental	Event rental supplies	\$550.00
Project Management Institute	Professional training for staff	\$554.75
Affiliated Parts, LLC	Operations hardware supplies	\$594.09
Amazon Marketplace NA - PA	Program supplies	\$634.22
Pryor Learning Solutions	Professional training for staff	\$646.00
Denver Fabrics	Program supplies	\$648.95
Healthclub Payment	Community Center software	\$680.01



Reef Solutions	Wireless equipment for public WIFI	\$844.00
MailChimp	Email promotions and community news	\$886.66
Indeed	Job postings	\$947.43
Network Solutions	Website hosting	\$1,053.62
Careercast, Inc.	Job postings	\$1,085.00
American Public Gardens Association	Professional association.	\$1,200.00
Dropbox Business	File transfer software	\$1,200.00
BNET	Professional association.	\$1,500.00
Mindbody, Inc.	Community Center software	\$2,203.09
Quarterhorse Technology	IT services	\$2,290.00
BP FDMS	Gasoline and diesel for Parks Operations equipment and vehicles	\$2,366.47
New York Building Congress	Business event	\$2,375.00
Institute for Coastal & Harbor Infrastructure	Professional organization	\$2,500.00
New York State Association of Black And Puerto Rican Legislators	MWBE event	\$2,500.00
Daily News, LP	Newspaper subscription	\$2,880.71
Facebook Advertising USA	Advertising	\$3,203.61
Springhill Suits Colonie	Travel for conferences	\$3,212.00
Automated Building Management Systems	6 River Terrace building management system upgrade & maintenance	\$3,280.00
Honeywick Hosting, LLC	Website hosting	\$4,424.75
HOSTGATOR.COM LLC	Website hosting	\$4,527.99
Motorworks Clean Vehicles	Vehicle maintenance	\$4,571.90
Cummins Power Systems, LLC	Emergency generator maintenance services	\$4,995.00
Majestic Vending and Services, Inc.	Office services	\$5,035.60
Staples Contract & Commercial	Office supplies	\$5,140.08
Liberty Office Supplies & Equipment Inc.	Office supplies	\$5,173.86
Architectural Sign Group Inc.	Signage	\$5,175.00
Quarterhorse Technology, Inc.	SonicWALL	\$5,210.00
Site One Landscape Supply, LLC	Plumbing supplies	\$5,295.75
Politico, LLC	Politico pro service	\$5,325.00
New York Building Congress	NY Building Congress membership	\$5,500.00
Women Builders Council, Inc.	MWBE Workshop	\$5,500.00
Eriksen Translation Inc.	Translation Services	\$5,560.19
Ace Tool Repair Inc.	Vehicle maintenance	\$5,574.86



New York Marble & Ceramic, Inc.	Stone for oversized outdoor chess board	\$5,790.00
Minitec Corporation	Metalworking	\$5,800.00
United Print Group	Printing services	\$5,893.81
Print & Mail Partners dba The Perfect Promo	Uniforms	\$5,917.00
Melissa White dba/Harlem Quartet	Strings on the Hudson musical performance	\$6,000.00
Podell Schwartz Schechter & Banfield LLP	Real estate advisory services	\$6,005.00
AIA New Dimensions in Marketing, Inc.	Promotional products	\$6,030.00
Repeat Business System Inc.	Photocopy lease and service	\$6,030.56
Hanover Architectural Products	Paving and masonry materials	\$6,092.12
John Paul Hammond	River & Blues musical performance	\$6,100.00
United States Merchant's Protective Company, Inc.	Alarm monitoring and alarm equipment maintenance	\$6,328.83
Circle Janitorial Supplies ,Inc.	Cleaning supplies	\$6,382.70
375 South End LLC/dba Merchants River House	NYPD Memorial dedication event	\$6,400.00
The Knickerbocker Chamber Orchestra	Strings on the Hudson musical performance	\$6,600.00
ADP Screening and Selection Services, Inc.	Background Checks	\$6,893.00
NYC Wireless	Rockefeller and Teardrop Park wireless	\$6,950.00
Bobcat of New York	Maintenance and snow removal equipment	\$6,975.15
MultiMedia Promotions	Uniforms	\$7,155.02
Richards Plumbing & Heating Co., Inc.	Sprinkler and standpipe inspection services	\$7,235.00
Paul S. Dahlin	Swedish Midsummer Festival performance	\$7,255.00
Proftech, LLC	Office supplies	\$7,352.76
S & S Worldwide, Inc.	Programming supplies	\$7,400.08
Glasdon, Inc.	Marine rescue equipment	\$8,006.79
J&P Flowers Inc.	Flowers for Swedish Midsummer Festival event	\$8,067.50
MezzoPrint, LLC	Promotional products	\$8,130.00
IRL Systems INC.	Fire alarm maintenance, inspection, and testing services	\$8,277.49
Image Marketing Inc.	Promotional materials	\$8,300.00



The Graduate Center Foundation, Inc.	Future of Holocaust Research conference	\$8,300.00
Fleet Pump & Service Group, Inc.	75 Battery boiler maintenance and service	\$8,715.00
Herc Rentals Inc.	Forklift rental	\$8,881.50
Independent Media Sales & Services	Closed captioning services for webcasting	\$9,000.00
United States Postal Service	Postage	\$9,081.21
LaGuardia Education Fund, Inc.	User count study	\$9,999.00
Exxon Mobil	Gasoline and diesel for Parks Operations vehicles and equipment	\$10,127.03
Toshi Reagon dba Black Elephant Music	River & Blues musical performance	\$10,500.00
Park Avenue Building and Roofing	Sand and gravel	\$10,650.66
Iron Mountain	MIS off-site backup tape storage	\$10,688.87
Dick Blick Company	Art supplies for public programming	\$10,722.64
Clement Horticulture	Annuals & perennials plantings	\$11,094.55
N.Y. Plumbing Wholesales & Supply Inc.	Plumbing supplies	\$11,637.80
Dirt Company-Northeast, Inc.	Mulch and soils	\$11,665.50
Bear Sterns Securities Corp.	Financial services	\$11,757.90
Alan Bern	Concert performance	\$12,000.00
New York Classical Theatre, Inc.	Live theater performance	\$12,000.00
Tec Solutions Concepts, Inc.	Cyberkey system components	\$12,540.24
Empire Electronics Inc.	Maintenance and hardware supplies	\$12,795.21
PFM Swap Advisors, LLC	Investment services	\$13,000.00
The Broadsheet Inc.	Advertising for events and programs	\$13,350.00
Hawk Promotions	Promotional supplies	\$13,730.60
Hawkins, Delafield & Wood	Bond series	\$14,195.30
LMW Engineering Group, LLC	Police Memorial and North Cove Marina electrical	\$14,265.00
Fordham University-WFUV	Advertising for public programs	\$14,665.00
212/Harakawa Inc. DBA Two Twelve	NYC NYPD Memorial	\$15,020.00
Sheraden Lighting & Electrical	Light poles and light pole components	\$15,157.00
Life Fitness	Gym equipment for CCSHS	\$15,241.54
Lemire LLC	Background investigations	\$15,882.00
Asphalt Green, Inc.	Community center management	\$16,033.23
KG Power Systems	Irrigation system repair and maintenance services	\$16,114.00
Open Text, Inc.	Document management system	\$16,457.75





Brian Tolle Studio LLC	Irish Hunger memorial waterproofing project	\$16,500.00
West Publishing Corporation	Legal research services	\$16,823.00
Sentry Electric LLC	Electrical supplies	\$17,308.50
Shoreline Graphics, Inc.	Printing services	\$17,484.00
Paradigm Music Company LLC	River and Blues musical performance	\$17,500.00
Songhoy Empire, LTD	River and Blues musical performance	\$17,675.00
Matthew Brogan	Dockapella musical performance	\$18,000.00
Northern Tool & Equipment dba Blue Tarp Financial, Inc.	Pressure washing equipment	\$18,134.61
HN Holdings inc dba/Hicks Nurseries Inc.	Annuals plantings	\$18,841.10
NYS Department of Labor	Unemployment services	\$18,978.76
Snappy Solutions, Inc.	Cleaning supplies	\$19,291.40
The Bank of New York	Financial services	\$19,350.00
WATS International, Inc	Maintenance supplies	\$19,881.93
Voya Financial	Retirement	\$20,402.61
North Creek Nurseries	Landscaping supplies	\$20,785.44
School Specialty, Inc.	Programming supplies	\$21,561.38
WL Concepts and Production, Inc.	Banners & brackets	\$22,781.92
Athletic Fields of America Corporation	Ball Fields & West Thames Park artificial turf maintenance	\$22,800.00
Edge Electronics, Inc.	Maintenance supplies	\$22,843.11
New York Plumbing Wholesale	Plumbing supplies	\$22,976.81
GOV Connection, Inc.	MIS support	\$23,693.23
Pansini Stone Setting	Police memorial stone	\$23,800.00
Boro Sawmill & Timber Company, Inc.	Lumber	\$23,986.50
A-1 Technology, Inc.	DLOC software support	\$24,000.00
FM Office Express Inc.	Maintenance and hardware supplies	\$25,217.17
New York State Office of General Services	NYS ITS phone allocation	\$27,081.96
Raymond of NJ, LLC	75 Battery warehouse trans-stacker system maintenance	\$27,128.38
Wolf A. Popper	Cleaning supplies	\$29,246.00
Hempstead Lincoln Mercury Motors Corp	Vehicle purchase	\$30,744.86
CDW Government, Inc.	MIS supplies	\$30,840.00
Glatfelter Brokerage Services-Group Manager	Insurance brokerage services	\$31,486.80
Con Edison	Electric utility	\$33,029.39



Cool Insuring Agency, Inc.	Property insurance for Pier A	\$33,253.10
Nitterhouse Masonry Products, LLC	Traffic barriers	\$34,750.00
Gartner Inc.	User research license	\$36,634.00
Liv Art, Inc.	NYPD Memorial engraving services	\$37,280.00
Chelsea Videos Inc.	Internet broadcasting and hosting public meetings	\$37,303.00
Waldner's Business Environments	Office furniture	\$37,698.53
Research Foundation of the City University of New York	Battery Park City visitor and user study	\$38,559.00
Slade Industries, Inc.	Elevator maintenance, inspection, and repair services	\$40,669.59
Enviro Equipment Sales LTD	Trash compactor	\$40,715.00
Automatic Data Processing	ADP Workforce Now HR system	\$43,498.23
US Internet Corp.	Continuing email system services	\$43,942.00
Strategic Response Initiatives	Hardware and maintenance supplies	\$44,092.83
New York City Water Board	Water utility	\$45,108.77
Corporate Computer Solutions, Inc.	Software and hardware support packages and supplies	\$46,168.52
Brookfield Properties One WFC Co. LLC	Electrical sub-metering	\$47,482.67
MasterVoices	River to River Festival performance	\$49,500.00
American Express	Credit card payment method	\$53,300.16
Fairway Golf Car Corp	Vehicles purchase	\$53,788.50
ABM Janitorial Services	Janitorial services	\$55,790.00
Giskan Solotaroff & Anderson, LLP	Settlement	\$57,501.00
NYS Dept. of Labor Unemployment Insurance Division	Unemployment services	\$57,623.56
FMR LLC dba Fidelity Investments Institutional Operations Company	Financial services	\$58,549.58
Minoritech Inc.	Hardware and maintenance supplies	\$60,731.10
Athletic Fields of America Corporation	Ball Fields netting and padding	\$70,907.75
Sher Tremont, LLP	Litigation	\$71,719.00
TIAA-CREF	Retirement	\$73,712.68
Lincoln Life & Annuity Company of New York	Insurance	\$77,624.74
Bracewell LLP	World Trade Center litigation	\$79,754.00
Michael A. Serrano, Inc. dba Briteway Security Systems	CCTV equipment and installation services	\$83,140.00
Cellco Partnership/dba Verizon Wireless	Wireless services provider	\$92,439.99

Dell Marketing L.P.	Support, service, and computer equipment	\$109,728.88
Alliance For Downtown New York, Inc.	Pier A Plaza WiFi expansion project	\$140,000.00
New York Power Authority	Electrical utility	\$145,864.96
Spruce Technology Inc.	Support for Microsoft SharePoint environment	\$152,085.00
SJR Security Consultants LLC	Unarmed security guard services	\$169,635.51
Mariners Cove Site B Associates	Rent	\$192,199.92
Municipal Credit Union	Credit Union	\$202,632.66
Verizon	Telephones and connectivity	\$254,513.11
NYSIF Workers' Compensation	Worker's Compensation Insurance	\$270,617.72
NYS Employee Retirement System	Retirement	\$308,680.77
Benefit Analysis, Inc.	Benefits administration	\$370,800.07
NYC Water Board	Water utility	\$411,579.79
New York Power Authority	Electrical utility	\$429,914.41
NYS Deferred Compensation Plan	Deferred compensation	\$431,758.76
Fidelity & Deposit Company of Maryland	Settlement related to Metro Tech	\$455,384.84
Alliance For Downtown New York, Inc.	Downtown Connection Bus	\$632,000.00
Battery Park City Parks	Parks funding	\$1,150,000.00
NYS & Local Employees' Retirement System	Retirement	\$1,163,182.00
NYS Office of General Services	Insurance	\$1,792,709.24
NYS Employees' Health	Health insurance	\$2,899,580.08
NYS Department of Tax and Finance	NYS statewide cost recovery	\$6,853,000.00
NYC Economic Development Corp	West Thames Street Bridge project	\$9,593,161.00
Battery Park City Auth.	Payroll services	\$10,753,981.85



Battery Park  
City Authority



## 17. Material Pending Litigation



Battery Park  
City Authority

2018 Annual Report

## **17. Material Pending Litigation**

The Authority is a party to litigation and claims in the ordinary course of its operations. Since it is not possible to predict the ultimate outcome of these matters, no provision for the liability has been made in the financial statements. Authority management is of the opinion that the liability, if any, for any of these matters will not have a material adverse effect on the financial position of the Authority, and that any potential losses would in any event be covered by the Authority's various insurance policies.