

BATTERY PARK CITY PARKS CONSERVANCY CORPORATION
Meeting of the Directors
One World Financial Center – 24th Floor
New York, NY 10281
April 13, 2016

Directors Present

Dennis Mehiel, Chairman/CEO
Hector Batista, Member
Donald Capoccia, Member
Lester Petracca, Member

Conservancy Staff in
Attendance:

Shari C. Hyman, President/COO
Betty Chin, Director of Administration and Finance
Julissa Garcia, Chief of Staff, Park Operations
Bruno Pomponio, Director of Parks Operations
Alix S. Pustilnik, Vice President/Secretary
Robert M. Serpico, Vice President/Treasurer
Seema Singh, Assistant Secretary
T. Fleischer, Director of Horticulture

Authority Staff in Attendance:

Lauren Brugess, Paralegal/Assistant Corporate Secretary
Anthony Buquicchio, Director of Site Management
Marie Cornielle, Deputy Treasurer
Gwen Dawson, Vice President, Real Property
Robin Forst, Vice President, External Affairs
Joseph Ganci, Design Director
Abigail Goldenberg, Special Counsel and Risk Officer
Yasmin Gonsalves, Executive Assistant
Benjamin Jones, Vice President of Administration and Internal Audit
Susie Kim, Associate General Counsel
Karl Koenig, Controller
Kevin McCabe, Chief of Staff/Special Assistant to the Chairman/CEO
Brenda McIntyre, Vice President, Human Resources
Robert Nesmith, Chief Contracting Officer
Anthony Peterson, Director of Diversity Programs
Jason Rachnowitz, Director of Financial Reporting
Nicole Stallworth-Roper, Associate General Counsel
Alexis Torres, Special Advisor to the President/COO
Ken Windman, Director of Facilities & Infrastructure Management

Others in Attendance:

Rob Lyons, Marks Paneth LLP
Therese Loeb Kreuzer, Downtown Post NYC
Matt Fenton, The Broadsheet

The meeting of the Directors convened at 3:07 p.m.

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The first item on the agenda was the approval of the minutes of the December 4, 2015 meeting. Upon a motion made by Mr. Capoccia and seconded by Mr. Petracca, the following resolution was unanimously adopted:

APPROVAL OF MINUTES OF THE DECEMBER 4, 2015 MEETING

BE IT RESOLVED, that the minutes of the meeting of the Directors of the Battery Park City Parks Conservancy Corporation held on December 4, 2015 are hereby approved.

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The next item on the agenda, presented by Mr. Serpico, was the authorization to file IRS Form 990 and NYS Form CHAR500 for fiscal year 2015.

Mr. Serpico explained that the Conservancy is required to file an IRS Form 990 federal tax return annually. He noted that the settlement payment for CIRS was included in these numbers as an expense. Marks Paneth, the financial auditors, prepared both filings, in consultation with the Conservancy staff. Rob Lyons attended the meeting to answer any questions.

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

RESOLUTION AUTHORIZING THE FILING OF IRS FORM 990 AND NYS FORM CHAR500 FOR FISCAL YEAR 2015

BE IT RESOLVED, that in accordance with the materials presented to this meeting, the President and Chief Operating Officer (the "President") of the Battery Park City Parks Conservancy (the "Conservancy") or her/his designee(s) be, and each of them hereby is, authorized and empowered to file the attached Form 990 with the Internal Revenue Service and the attached Form CHAR500 with the New York State Department of Law on behalf of the Conservancy; and be it further

RESOLVED, that the President or her/his designee(s) be, and each of them hereby is, authorized and empowered to file and deliver the Form 990 and the Form CHAR500 on behalf of the Conservancy, subject to such changes as the officer or officers shall, with the advice of counsel, approve as necessary and appropriate and in the best interests of the Conservancy, such approval to be conclusively evidenced by filing of the Form 990 with the Internal Revenue Service and the filing of the Form CHAR500 with the New York State Department of Law; and be it further

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

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The next item on the agenda, presented by Ms. Hyman, was the authorization to execute a contract with the United States Merchants Protective Company, Inc. for the alarm system monitoring and maintenance services.

Ms. Hyman explained that this 3-year contract with the sole source vendor United States Merchants Protective Company, Inc. ("US Merchants") is for a total price of \$19,632. This equipment located at the Wagner Park Pavilion, Conservatory headquarters and Teardrop Park South is monitored and maintained

by US Merchants and because all of the installed equipment is still owned by US Merchants, it can only be serviced by US Merchants, she noted.

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

AUTHORIZATION TO EXECUTE A CONTRACT WITH UNITED STATES MERCHANTS PROTECTIVE COMPANY, INC FOR ALARM SYSTEM MONITORING AND MAINTENANCE SERVICES

BE IT RESOLVED that in accordance with the materials presented to this meeting, the President and Chief Operating Officer (the "President") of the Conservancy or her/his designee(s) be, and each of them hereby is, authorized and empowered to enter into a three-year contract (the "Contract") with United States Merchants Protective Company, Inc. for the monitoring and maintenance of fire alarm systems at the Wagner Park Pavilion, fire and burglar alarm systems at the Conservancy Headquarters, and water level monitoring equipment at Teardrop Park South for a total not-to-exceed amount of \$ 19,632.24, and be it further

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

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

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There being no further business, upon a motion made by Mr. Capoccia and seconded by Mr. Petracca, the meeting thereupon adjourned at 3:12 p.m.

Respectfully submitted,



Lauren Brugess
Assistant Secretary