

HUGH L. CAREY BATTERY PARK CITY AUTHORITY  
Meeting of the Members  
200 Liberty Street, 24<sup>th</sup> Floor  
New York, NY 10281  
December 17, 2019

Members Present

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

Authority Staff in Attendance: Benjamin Jones, President and Chief Executive Officer  
Sharmila Baichu, Vice President of Human Resources  
Marie Baptiste, Deputy Treasurer  
Brett Beecham, Associate General Counsel  
Anthony Buquicchio, Senior Project Manager  
Gwen Dawson, Vice President, Real Property  
Abby Ehrlich, Director of Community Partnerships and Engagement  
Pamela Frederick, Chief Financial Officer/Treasurer  
Craig Hudon, Vice President of Parks Programming  
Susie Kim, Deputy General Counsel  
Karl Koenig, Controller  
Meredith Levine, Special Counsel  
Justin McLaughlin-Williams, Director of Diversity  
Eric Munson, Chief Operating Officer  
Lauren Murtha, Paralegal/Assistant Corporate Secretary  
Jahmeliah Nathan, Vice President of Administration  
Bruno Pomponio, Vice President of Parks Operations  
Jason Rachnowitz, Director of Financial Reporting  
Nicholas Sbordone, Vice President of Communications and Public Affairs  
Alexis Torres, Chief of Staff  
Ryan Torres, Assistant Vice President of Parks Operations

Others in Attendance: Andrew Rothbaum, Mohanty Gargiulo LLC  
Steve Faber, PFM Asset Management  
Samantha Myers, PFM Asset Management  
Various Members of the Public

The meeting, called on public notice in accordance with the New York State Open Meetings Law, convened at 2:08 p.m.

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The first item on the agenda was the approval of the minutes of the November 19, 2019 meeting. Upon a motion made by Ms. Gallo and seconded by Mr. Petracca, the following resolution was unanimously adopted:

**APPROVAL OF MINUTES OF THE NOVEMBER 19, 2019 MEETING**

BE IT RESOLVED, that the minutes of the meeting of the Members of the Hugh L. Carey Battery Park City Authority held on November 19, 2019 are hereby approved.

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Next Mr. Hudon gave an overview of the new winter calendar and mentioned some of the 900 public programs, classes, and events that will take place across Battery Park City from January through April. These include: a Friday night film series featuring arthouse classics; a series of Saturday family workshops celebrating the art of mask-making from Bulgaria, Italy, and Japan; a Tuesday talk series; and additional talks honoring Black History Month, Women's History Month, National Poetry Month, and the 50<sup>th</sup> Anniversary of Earth Day. He also mentioned a series of seasonal celebrations in the community room of 200 Rector Street including an annual art exhibition featuring works created by participants of BPCA's art-making programs, a Valentine's making workshop, and dozens of art-making, play and live music performances and programs for children. He also noted physical wellness classes offered for all ages, including hundreds of family fitness programs at the community center at Stuyvesant High School.

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There was one individual who presented during the period of public comment.

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The next item on the agenda was the M/WBE Utilization Report presented by Ms. Nathan.

Ms. Nathan reported that for the month of November 2019, 31.35% or approximately \$444,000.00 of the Authority's total qualifying expenditures of approximately \$1.4 million was paid to MWBEs. Of that total amount, 20.5% was paid to MBEs, 10.78% to MBE prime contractors, and 9.27% to MBE subcontractors. And of the total qualifying expenditures, 11.30% was paid to WBEs, 8.18% to WBE prime contractors, and 3.12% to WBE subcontractors.

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The next item on the agenda was the Investment Committee report presented by Ms. Frederick. She noted that the Investment Committee had met with all members present to review the quarterly investment report, as well as a rate sensitivity analysis to demonstrate what impact a change in rates would have on the portfolio. She said that Mohanty Gargiulo, the Authority's swap advisor, provided a swap update, which showed that the Authority's net debt cost was 4.01% for the period between August and November, a result of the summer's amendment and shift from the LIBOR swap to a SIFMA swap and SIFMA debt.

Mr. Faber then provided the Board with a summary of the quarterly investment report: the Authority held securities of approximately \$465 million and approximately \$45-\$50 million in cash with performance in line with benchmarks.

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

Mr. Jones began by noting that the Governor recently signed legislation that increases the Authority's bond cap by \$500 million to access financing needed for resiliency efforts. He said he was very appreciative of the Governor and Assembly Member Niou for introducing that legislation, and Senator Cavanaugh, Assembly Member Glick, and the rest of the legislature for their support.

He provided a status update on resiliency projects: the Authority is in the process of contracting with the construction manager for the ballfields and evaluating RFP responses for the contractor for that project; design and analysis work continue on the South Battery Park City project; recommendations are being developed for the alignment placing on the north end of the neighborhood for the North Battery Park City project; and the Authority is preparing to launch the final phase of the West Battery Park City project.

He then mentioned progress on the Authority's Sustainability Plan, development of which is under way. He said the Authority is conducting a comprehensive study that is not just looking at energy, efficiency, and buildings, but also water and waste management, the Battery Park City site and the use of green space and vehicles.

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The Chairman had two announcements.

He first acknowledged a recent *New York Times* article that positively described board member Don Capoccia's project, Essex Crossing. He then noted that the South Cove overlooking Ellis Island and the Statue of Liberty had been chosen as the site of a future statute to commemorate Mother Cabrini, the first American canonized and one who had dedicated her life to serving immigrants and society's most vulnerable.

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The next item on the agenda, presented by Ms. Dawson, was an authorization to enter into a contract with Nicholson & Galloway, Inc. for the Police Memorial Expansion General Contractor Services Project.

Ms. Dawson began: the Police Memorial is intended to honor New York City police officers who have fallen in action. It is located immediately west of the intersection of South End Avenue and Liberty Street and just southeast of the North Cove Marina. Due in part to the large number of New York City police officer deaths that have occurred as a result of and since the 9/11 terrorist attacks, the Memorial can no longer accommodate the names of new fallen officers. As a result, the Authority will be expanding the Memorial and has contacted the original designer, Stuart Crawford, to design an expansion. That expansion requires the demolition of the existing wall and a restructuring of the project site to include an additional wall element on the north end. It also includes the removal and relocation of the existing stairs.

The Authority issued an RFP for general contractors on November 1 and on December 3, it received proposals from four different contractors, D'Onofrio General Contractors, Nicholson & Galloway, Paul Scariano, and TDI Construction. Following an initial evaluation of those proposals, TDI Construction received the lowest technical score and was eliminated from further consideration.

Interviews were subsequently conducted with the three remaining proposers and after the interviews and the subsequent technical evaluation process, Nicholson & Galloway was the highest rated remaining proposer. Ms. Dawson noted that the firm's high technical score is reflective of an exceptional proposal submitted for the project and its highly qualified project team, in-depth understanding of the project, and approach to the work and project schedule. She said the Authority intends to have this project completed in time for events next fall that focus on the Police Memorial.

Ms. Dawson noted that Nicholson & Galloway exhibited an ability to perform the critical masonry work in-house for the installation of the stonework, which is the most critical component of the project. The lower technical scores for PJS and D'Onofrio resulted from their failure to definitively identify or bring to the interviews subcontractors that would be responsible for all or portions of the stonework and PJS and D'Onofrio's indication that they would not be able to meet the targeted MWBE levels for the project.

Ms. Dawson noted that the selection committee was concerned that Nicholson & Galloway also presented a significantly higher cost proposal. As a result, the Authority issued a request for "best and final offers" from the three remaining proposers. After receipt of final offers, the committee tentatively selected Nicholson & Galloway as the successful proposer and initiated a negotiation with the firm to determine whether any additional reduction was possible. After further reduction, and in consideration of technical advice received from the designers at Stuart Crawford, the committee concluded that Nicholson & Galloway's final offer represented the best value for the Authority given the requirements of the project and that it was fair and reasonable. Consequently, the Members were asked to approve a 12-month contract with Nicholson & Galloway in the lump sum amount of \$3,226,580.00.

The Chairman asked Counsel if the Board could approve a broader resolution giving Mr. Petracca and Ms. Dawson authority to further negotiate the contract price.

After further discussion amongst the Members, a revised resolution was presented and upon a motion made by Mr. Petracca and seconded by Ms. McVay Hughes, the following revised resolution was adopted, with Mr. Kendall opposing the item:

**AUTHORIZATION TO EXECUTE A CONTRACT WITH NICHOLSON & GALLOWAY, INC. FOR THE NEW YORK CITY POLICE MEMORIAL EXPANSION GENERAL CONTRACTOR SERVICES PROJECT**

BE IT RESOLVED, that in accordance with the materials submitted at this Board meeting, the President and Chief Executive Officer (the "President") of the Battery Park City Authority (the "Authority") or his/her designee(s) be, and each of them hereby is, authorized and empowered for the Authority to enter into a 12-month contract with Nicholson & Galloway subject to further negotiations to be administered through staff and our Board members to negotiate the lump sum amount that's to be approved to perform general contractor services for the New York City Police Memorial Expansion Project (the "Contract"); and be it further,

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

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

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The next item on the agenda, presented by Mr. Sbordone, was an authorization to enter into an agreement with Diva Communications, Inc. for webcasting and video production services.

Mr. Sbordone stated that in order to comply with New York State Executive Order No. 3, Promotion of Public Access to Government Decision-making, the Authority must broadcast and archive videos on-demand of its Board meetings. He noted that the Authority also requires the production of promotional video materials to help publicize programs and public efforts. As such, on September 25 an advertisement was placed in the Contract Reporter for firms providing webcasting and video production services. Eight firms responded. Mr. Sbordone noted that this vendor was selected through an MWBE/SDVOB discretionary procurement that allows the Authority to procure services made available exclusively to minority and women-owned business enterprises.

Mr. Sbordone noted that Diva Communications had the highest technical score and that it provides these services for the Authority presently. The selection committee also determined that Diva Communications' rates were fair and reasonable and represented the best value to the Authority. Therefore, the Authority was requesting to enter into an agreement with Diva Communications to provide webcasting and video production services for a period of 36 months and for a value not-to-exceed \$150,000.00.

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

**AUTHORIZATION TO ENTER INTO AN AGREEMENT WITH DIVA COMMUNICATIONS, INC. TO PROVIDE WEBCASTING AND VIDEO PRODUCTION SERVICES**

BE IT RESOLVED that in accordance with the materials presented to this meeting, the President and Chief Executive Officer (the "President") of the Hugh L. Carey Battery Park City Authority (the "Authority") or her/his designee(s) be, and each of them hereby is, authorized and empowered to enter into a thirty-six (36) month contract (the "Contract") with Diva Communications, Inc. in the not-to-exceed amount of \$150,000.00 to provide Webcasting and Video Production Services; 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 Authority, subject to such changes as the officer or officers shall, with the advice of counsel, approve as necessary and appropriate and in the best interests of the Authority, such approval to be conclusively evidenced by the execution and delivery of the Contract; and be it further,

RESOLVED, that the President or her/his designee(s) be, and each of them hereby is, authorized and empowered to execute all such other and further documents and to take all such other and further actions as may be necessary, desirable or appropriate in connection with the transactions contemplated

in the foregoing resolutions, and any such execution of documents and any other further actions heretofore taken are hereby ratified and any actions hereafter taken are confirmed and approved.

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Mr. Capoccia made a motion to enter Executive Session, which was seconded by Ms. McVay Hughes, to discuss the negotiations related to the lease of real property, the publicity of which could substantially affect the value of the relevant properties. The Members entered Executive Session at 3:12 p.m.

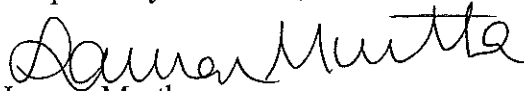
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The Members exited Executive Session at 5:04 p.m.

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There being no further business, upon a motion made by Mr. Capoccia and seconded by Ms. McVay Hughes, the Members unanimously voted to adjourn the meeting. The meeting thereupon adjourned at 5:04 p.m.

Respectfully submitted,



Lauren Murtha

Assistant Corporate Secretary

**Public Comment**  
**November 19, 2019**

1. **Roberto Bandelli**: Thank you so much for being able to speak again, Mr. Chairman and Members of the Board. My name is Roberto Bandelli, I'm a resident of Gateway Plaza. I represent a group of tenants in the complex. I was here six months ago to report that a quality of life problem that was caused by a tour boat, a new tour boat that had come into service by the name of Manhattan, a red boat operated by Liberty Cruise. It's the loudest boat on the Hudson River. It docks every hour at the ferry terminal. It's basically 30 minutes where its engines are running on very loudly. You can hear it through the windows a thousand miles away. So Nick has been very helpful in putting us in touch with the right people to see what could be done about this. And finally, last October, a few weeks ago we were able to speak with the lawyer who is the VDP of the New York Water Way that operates in the ferry tunnel. He's been very kind in pressuring the operator in doing something about this. And this problem has been going on since April. And the plan was to replace this loud boat with a quieter boat by November 15th. November 15 has come and gone and the deadline's been extended to December 15th. I don't have to explain to you what day it is, December 17, the problem has not been solved. I think that now the new deadline is sometime before Christmas.

I think that this problem is going to be solved and we appreciate your continued support for this. The lesson that we have learned and I would like to share with this Board is that there's a new operator and I think that it would be beneficial going forward if existing vendors or new vendors go through a vetting process as is much more very rigorous and very thorough. This is a problem it being on as I said for 9 months and a new operator, that is being basically ignored any pleas to do something for some time and feel basically pressured. Not only this has been [indiscernible] for the community, it's been [indiscernible] for its customers so if you'll read some of online reviews by the customers have used this boat many of them, actually the vast majority of them complain of being scammed and cheated. So I know that the new vendors, new operators, whether they're boat operators or other type of operators are going to at some point use the facilities of the community and of the neighborhood I would encourage this agency to continue working with the other agencies to make sure indeed whoever comes into our neighborhood does have the credentials to be a good citizen and if they're not a good citizen to start with they can be made to become a good citizen.

With that I really appreciate your continued support and wish you Happy Holidays and thank you so much again for your consideration.