



MINUTES OF THE REGULAR MEETING  
OF THE EXECUTIVE COMMITTEE  
OF  
NEW YORK CITY ECONOMIC DEVELOPMENT CORPORATION  
August 13, 2019

A regular meeting of the Executive Committee of the Board of Directors of New York City Economic Development Corporation ("NYCEDC") was held, pursuant to notice by an Assistant Secretary, on Tuesday, August 13, 2019, at NYCEDC's offices at One Liberty Plaza, in Conference Center A/B, New York, New York.

The following members of the Executive Committee were present:

William Candelaria  
Wilton Cedenro (by conference telephone)  
William Floyd (by conference telephone)  
James McSpiritt  
James Patchett  
Michael Schlein (by conference telephone)  
Timothy Wilkins  
Betty Woo

Other Directors of NYCEDC, members of NYCEDC staff and a member of the public also were present.

The meeting was called to order at 9:12 a.m. Meredith Jones, General Counsel, Executive Vice President and Secretary of NYCEDC, served as secretary of the duly constituted meeting, at which a quorum was present.

1. Approval of the Minutes of the June 26, 2019 Regular Meeting of the Executive Committee

There were no questions or comments with respect to the minutes of the June 26, 2019 regular meeting of the Executive Committee, as submitted. A motion to approve such minutes, as submitted, was made, seconded and unanimously adopted.

2. Contracts and Other Matters

The following contracts, authorizations, expenditures and matters were then presented to the Executive Committee for approval. (Attached hereto as Attachment 1 is a definition sheet that contains the definitions of certain frequently used terms that may be contained in the Exhibits attached hereto.)

(a) Hunts Point Energy Resiliency

Prince Flanigan, an Assistant Vice President of NYCEDC, presented a proposed contract with Henningson, Durham & Richardson, P.C. d/b/a Henningson, Durham & Richardson, Architecture and Engineering, P.C. ("HDR") for design, engineering and related services for the installation of a solar photovoltaic (solar panel) system, backup generators and a trigeneration (power, heating, and cooling) system in Hunts Point, on substantially the terms set forth in Exhibit A hereto.

At this time, Mr. Patchett explained that Hunts Point was significantly impacted by flooding during Superstorm Sandy, that storm resiliency was critical in Hunts Point because it provided much of the City's food supply, and that this project would provide resiliency of power to the area's food distributors and lower emissions to the neighborhood. Louise Yeung, a Vice President of NYCEDC, added that one of the most important aspects of the air quality impact of this project was that it allowed for a portion of the many diesel refrigerated trucks, which otherwise idled in the produce market lot, to plug into the grid and thereby reduce local air pollutants.

In answer to a question from Mr. Cedenio, Ms. Yeung explained that the mobile generators were traditional generators that would only be used on an emergency, as needed basis, that all other systems were permanent and had sustainability elements to them, and that this project incorporated a mix of solutions to meet the specific resiliency needs of the large refrigerating and warehousing facilities in Hunts Point.

A motion was made to authorize the matter set forth for authorization in the Proposed Resolution section of Exhibit A hereto. Such motion was seconded and unanimously approved.

(b) Urban Technology Growth Hubs

Mae Stover, a Senior Project Manager of NYCEDC, presented a proposal for one or more contract amendments to NYCEDC's contract with each of New Lab, LLC and Grand Central Technology Accelerator LLC for services related to the Urban Technology Growth Hubs project, which provides affordable workspace, access to a professional network, a co-located prototyping and testing facility, and sector specific programming for growth stage companies that address New York City's most pressing urban challenges related to infrastructure, mobility, energy, waste, water, and food systems, primarily to add additional project work, including piloting opportunities for start-ups and thought leadership for the Urbantech NYC community, on substantially the terms set forth in Exhibit B hereto.

In answer to a question from Mr. Wilkins, Sander Dolder, a Vice President of NYCEDC, stated that a professor from Cornell Tech was involved in a past pilot that was done for this project focusing on mobility and transportation issues around downtown Brooklyn. Mr. Patchett added that another pilot would be launched and would likely involve academic partners.

A motion was made to authorize the matter set forth for authorization in the Proposed Resolution section of Exhibit B hereto. Such motion was seconded and unanimously approved.

(c) Sunset Park Infrastructure

Len Greco, a Senior Vice President of NYCEDC, presented a proposal for (i) one or more amendments to NYCEDC's construction management ("CM") contract (a "CM Contract") with AECOM USA, Inc. for the construction of roadways, sidewalks, enhanced lighting and related improvements in the Sunset Park neighborhood of Brooklyn, primarily between 36th Street and 45th Street, from the waterfront to the Gowanus Expressway, to provide for additional services related to the project, and (ii) any agreements necessary to obtain funds ("Funding Source Agreements") for this project, on substantially the terms set forth in Exhibit C hereto.

Mr. Patchett discussed the funding sources. In answer to a question from Mr. McSpiritt, Mr. Patchett stated that NYCEDC surveyed the City's waterfronts each year to assess the state of the infrastructure.

A motion was made to authorize the matters set forth for authorization in the Proposed Resolution section of Exhibit C hereto. Such motion was seconded and unanimously approved.

(d) Construction Management Services

Mr. Greco presented a proposal for (i) an amendment to NYCEDC's CM Contract with Armand Corporation d/b/a Armand of New York ("Armand") for work related to facilities at various location in New York City to provide for (1) an increase to Armand's task assignment award limit from up to \$5,000,000 to up to \$15,000,000, (2) additional funds for the Red Hook Library project, and (3) funds for the Firehouse, North Brooklyn Community Center project, and (ii) any needed Funding Source Agreements for this work, on substantially the terms set forth in Exhibit D hereto.

At this time, Mr. Patchett noted that Armand was a Minority, Women-Owned and Disadvantaged Business Enterprise ("M/W/DBE") firm that had done well and continued to grow its capacity for larger-scale projects, and that this was NYCEDC's goal for M/W/DBEs. As a result, NYCEDC wished to authorize an increase in the size of projects Armand could undertake.

A motion was made to authorize the matters set forth for authorization in the Proposed Resolution section of Exhibit D hereto. Such motion was seconded and unanimously approved.

(e) Not-For-Profit Loan Fund

Jasper Wilson, an Assistant Vice President of NYCEDC, Priya Ananthanathan, an Assistant Vice President of NYCEDC, and Matthew Furlong, a Vice President of

NYCEDC, presented a proposal for (i) one or more agreements with each applicant approved for a loan, pursuant to which funds would be provided for its project, (ii) any ancillary agreements reasonably necessary to facilitate the loans, and (iii) related actions, all in connection with the Not-For-Profit Loan Fund ("NPLF"), a program that will provide affordable loan financing to selected not-for-profit organizations ("NFPs"), on substantially the terms set forth in Exhibit E hereto.

Mr. Furlong indicated possible parameters for the loans. In answer to a question from Mr. Wilkins, Mr. Patchett stated that because capital funding was being used for capital construction projects the interest was not likely to be eligible for City funding. In answer to a second question from Mr. Wilkins, Ms. Ananthanathan stated that the NPLF would help support the NFPs that were unable to access the community development financial institution ("CDFI") market, as well as those NFPs interested in keeping everything in-house when they had City Capital. Mr. Furlong stated that NYCEDC felt that the NPLF complimented the market, and that there were projects that NYCEDC could de-risk on the bridge side in order to get the projects off the ground before bringing in a CDFI lender for the permanent financing.

In answer to another question from Mr. Wilkins, Mr. Patchett stated that there would typically be short terms loans of between 6-18 months and that the aim would be to not have more than \$25 million in loans outstanding at any time. In answer to a question from Ms. Woo, Mr. Furlong stated that at this point, even though the NPLF program allowed it, groups not receiving City Capital were not anticipated to be given loans under the NPLF program, and that expanding the program to include such groups would require additional research as this changes the risk profile given the different collateral source. Mr. Furlong noted that currently the NPLF program was only for groups getting City funding through the discretionary process, and only for loans up to the amount of the City grant. In answer to a question from Mr. McSpiritt, Mr. Furlong stated that the application process would be open to the public, that NYCEDC was in the process of building a web-based application, and that it would dovetail on the back of a funding agreement. In answer to another question from Mr. McSpiritt, Mr. Patchett explained that NYCEDC envisioned doing one or two loans at the outset and then assessing the demand for these loans, and that NYCEDC did not plan to market this widely as NYCEDC already had relationships with many of these types of NFPs through past funding agreements. Mr. Patchett added that many NFPs had existing lending relationships and would not need this program, but that there also was a subset of NFPs that for various reasons dealt with financial struggles and the NPLF was a mechanism that could help those types of situations.

In answer to an additional question from Mr. Wilkins, Eric Clement, a Managing Director of NYCEDC, stated that NFPs that were seeking larger bridge financing typically needed loans with terms much longer than 6-18 months, and that therefore such groups were unlikely to come to NYCEDC because of the shorter maximum durations of NPLF loans. Mr. Patchett then explained that lowering the NPLF's maximum loan amount would be detrimental because NYCEDC needed the flexibility at the outset of this program to help with the wide ranging needs of different NFPs, even though NYCEDC expected that large loans would be the exception and that smaller

loans would be the norm. Lastly, in answer to a question from Ms. Woo, Mr. Patchett stated that NYCEDC would not be coming back to the Executive Committee for each loan.

A motion was made to authorize the matters set forth for authorization in the Proposed Resolution section of Exhibit E hereto. Such motion was seconded and unanimously approved.

### 3. Other Contracts and Matters

The following contracts, authorizations, expenditures and matters were then presented to the Executive Committee for authorization after a brief summary of those matters by Mr. Katz.

#### (a) East River Waterfront in Lower Manhattan

(i) A proposed amendment to NYCEDC's CM Contract with Hunter Roberts Construction Group, L.L.C. ("Hunter Roberts") for CM and related services for the Esplanade and Piers Project (the "E&P Project") on the East River waterfront in Lower Manhattan, to provide primarily for additional CM, construction and post-construction services for that portion of the E&P Project related to Esplanade Package 4 Reconstruction, and (ii) any needed Funding Source Agreements or amendments to Funding Source Agreements for this project, on substantially the terms set forth in Exhibit F hereto.

#### (b) Brooklyn Bridge Esplanade

(i) A proposed amendment to NYCEDC's contract with Starr Whitehouse Landscape Architects and Planners PLLC for architectural and engineering design and related services for the new Brooklyn Bridge Esplanade adjacent to the East River between Catherine and Peck Slips in Manhattan, to provide for additional project work, and (ii) any needed Funding Source Agreements for this project, on substantially the terms set forth in Exhibit G hereto.

#### (c) New York Genome Center Loan

A proposed amendment to the Loan Agreement, dated November 16, 2012, between NYCEDC and New York Genome Center, Inc., primarily to convert the outstanding principal and accrued interest of an outstanding 2012 loan into a grant for the New York Genome Center, an approximately 170,000 square foot nonprofit scientific research and development facility, located at 101 Avenue of the Americas in Manhattan, on substantially the terms set forth in Exhibit H hereto.

In answer to a question from Mr. McSpirtt, Mr. Katz explained that the source of this grant was NYCEDC programmatic budget funds.

(d) NYC Ferry Service

(i) A proposed amendment to the May Ship Repair Contracting Corporation contract (the "MSR Contract") for the provision of barge fabrication services related to the further implementation of the NYC Ferry Program (the "Ferry Program") approved by the Executive Committee on February 6, 2019, to provide for additional Ferry Program-related barge fabrication services and to provide that services under the MSR Contract may also include barge retrofitting services, and (ii) any needed Funding Source Agreements for this project, on substantially the terms set forth in Exhibit I hereto.

In answer to a question from Mr. McSpiritt, Mr. Patchett stated that NYCEDC would be completing its year-end financials by the end of September, and that therefore NYCEDC would have data available at that time regarding the Ferry Program's financial impact. Mr. Patchett then noted that the cost on a per-rider basis had gone down a meaningful amount from last year to this year. In answer to a question from Mr. Candelaria, Mr. Patchett stated that this lowering of the per-rider cost resulted from a combination of factors, which included increased ridership, lower operating costs due largely to the lower percentage of vessels that NYCEDC was chartering, and the decreasing impact of NYCEDC's fixed annual payment to the operator as the number of ferry riders continued to go up.

(e) Citywide Rehabilitation/Improvements

(i) One or more proposed amendments to NYCEDC's CM Contract with Armand, (ii) one or more proposed amendments to NYCEDC's 2017 CM Contract with Skanska USA Building Inc., (iii) one or more proposed amendments to NYCEDC's CM Contract with The McKissack Group, Inc. d/b/a McKissack & McKissack, and (iv) one or more proposed amendments to NYCEDC's 2017 facilities management/construction management contract (a "FM/CM Contract") with Hunter Roberts, all to provide for work related to waterfront and other facilities at various locations in the City, and (v) any needed Funding Source Agreements for this project, on substantially the terms set forth in Exhibit J hereto.

(f) Elevator Maintenance, Repair and Emergency Services at the Brooklyn Army Terminal, Bush Terminal and Various Sites

A proposed contract with Schindler Elevator Corporation to provide elevator maintenance, repair and emergency services for the Brooklyn Army Terminal, Bush Terminal and various other sites managed by NYCEDC for three years, plus two one-year extension options, on substantially the terms set forth in Exhibit K hereto.

(g) Staten Island Emergency Bulkhead Repairs

(i) A proposed agreement with Matrix New World Engineering, Land Surveying and Landscape Architecture, P.C. for design, engineering and related consulting services for the Staten Island Esplanade emergency bulkhead repair project,

and (ii) any needed Funding Source Agreements for this project, on substantially the terms set forth in Exhibit L hereto.

(h) Academy Express, L.L.C. Service Contract: Amendment

(i) A proposed amendment to the contract (the "Academy Contract") with Academy Express, L.L.C. for the provision of express bus service between the South Shore of Staten Island and Midtown Manhattan during peak weekday morning and evening hours, to extend the contract term for twelve months until September 7, 2020, (ii) any needed Funding Source Agreements for this project, and (iii) any other needed agreements, amendments to agreements (including a memorandum of understanding with the New York City Department of Transportation) or arrangements with one or more City or State agencies or affiliates thereof related to their assisting in the administration of the Academy Contract, on substantially the terms set forth in Exhibit M hereto.

(i) Funding Agreement

(i) A proposed funding agreement with The Children's Aid Society or an affiliate to fund a portion of the cost of the renovation of the Goodhue Pool, an outdoor swimming pool open to the public, and (ii) any agreements necessary to obtain funds for said agreement, on substantially the terms set forth in Exhibit N hereto.

(j) Communications Support Services

(i) One or more proposed amendments to a small purchase contract with Daniel J. Edelman, Inc. for the provision of communications and related services, to extend the term and to provide for additional project services, and (ii) proposed contracts, and possibly amendments thereto, with one or more other contractors to provide for additional project services, on substantially the terms set forth in Exhibit O hereto.

(k) Compliance with Revenue Sharing, Participation and Other Payment Provisions under Leases, Contracts of Sale and Other Agreements

A proposed contract, and possibly amendments thereto, with each of one or more of Deloitte LLP, RSM US LLP, CohnReznick LLP, and Susan H. Nadler, CPA, PLLC for services primarily related to the review of compliance with revenue sharing, participation and other payment provisions and similar provisions under select leases, contracts of sale, management agreements, operating agreements and similar and related documents that NYCEDC administers or is otherwise involved with, on substantially the terms set forth in Exhibit P hereto.

Approval of Section 3 Contracts and Matters

A motion was made to authorize the matters set forth for authorization in the Proposed Resolution sections of Exhibits F – P hereto. Such motion was seconded and

unanimously approved.

4. Approvals

With respect to the items set forth in Sections 2(a) – (e) and 3(a) – (k) above, it was understood that authorization and approval of such matters included authorization for the President and other empowered officers to execute the necessary legal instruments, and for the President and other empowered officers to take such further actions as are or were necessary, desirable or required, to implement such matters on substantially the terms described above.

5. Adjournment

There being no further business to come before the meeting, pursuant to a motion made, seconded and unanimously approved the Executive Committee meeting was adjourned at 10:16 a.m.

Mark Silversmith  
Assistant Secretary

Dated: September 27, 2019  
New York, New York



## Attachment 1

### DEFINITIONS

Apple .....	Apple Industrial Development Corp.
Armand .....	Armand Corporation d/b/a Armand of New York
BAT .....	Brooklyn Army Terminal
Bovis .....	Bovis Lend Lease LMB, Inc.
CDBG .....	Federal Community Development Block Grant
CDBG-DR Funds .....	Federal Community Development Block Grant-Disaster Recovery Program funds
CEQR .....	City Environmental Quality Review process
City DEP .....	New York City Department of Environmental Protection
City DOT .....	New York City Department of Transportation
City Parks .....	New York City Department of Parks and Recreation
City Planning .....	New York City Department of City Planning or City Planning Commission
CM .....	A construction manager
CM Contract .....	A construction management contract
DCAS .....	New York City Department of Citywide Administrative Services
EIS .....	Environmental Impact Statement
ESDC .....	New York State Urban Development Corporation d/b/a Empire State Development Corporation
FEMA .....	Federal Emergency Management Agency
FM .....	A facilities manager
FM/CM Contract .....	A facilities management/construction management contract
Funding Source Agreement .....	Any agreement necessary to obtain funds for the Project, including IDA Agreements
Gilbane.....	Gilbane Building Company
HDC .....	New York City Housing Development Corporation
HPD .....	New York City Department of Housing Preservation and Development
Hunter Roberts .....	Hunter Roberts Construction Group, L.L.C.
IDA .....	New York City Industrial Development Agency
IDA Agreement .....	Agreement with IDA pursuant to which IDA retains NYCEDC to accomplish all or part of the Project and reimburses NYCEDC for the costs of the work
LiRo .....	LiRo Program and Construction Management, PE P.C.
LMDC .....	Lower Manhattan Development Corporation
McKissack .....	The McKissack Group, Inc. d/b/a McKissack & McKissack

MOU .....	A memorandum of understanding
NYCEDC .....	New York City Economic Development Corporation, survivor of a November 1, 2012 merger of a local development corporation (the "LDC") named New York Economic Development Corporation with and into New York City Economic Growth Corporation. References to NYCEDC prior to such merger are references to the LDC.
NYCHA .....	New York City Housing Authority
NYCLDC .....	New York City Land Development Corporation
Noble Strategy .....	Noble Strategy NY Inc.
OMB .....	New York City Office of Management and Budget
Port Authority .....	The Port Authority of New York and New Jersey
RFP .....	Request for Proposals
Sanitation .....	New York City Department of Sanitation
SBS .....	New York City Department of Small Business Services
SEMO .....	New York State Emergency Management Office
SEQR .....	State Environmental Quality Review process
Skanska .....	Skanska USA Building Inc.
State DEC .....	New York State Department of Environmental Conservation
State DOS .....	New York State Department of State
State DOT .....	New York State Department of Transportation
State Parks .....	New York State Office of Parks, Recreation and Historic Preservation
Tishman .....	Tishman Construction Corporation of New York
Turner .....	Turner Construction Company
ULURP .....	Uniform Land Use Review Procedure

**Exhibit A**

**HUNTS POINT ENERGY RESILIENCY  
Executive Committee Meeting  
August 13, 2019**

**Project:** Design, engineering and related services for the installation of a solar photovoltaic (solar panel) system, backup generators and a trigeneration (power, heating, and cooling) system in Hunts Point.

**Contractor:** Henningson, Durham & Richardson, P.C. d/b/a Henningson, Durham & Richardson, Architecture and Engineering, P.C. ("HDR")

**Agreement[s] to be Approved:** A contract with HDR for Project related services (the "Design Contract")

**Procurement Method:** Publicly advertised RFP

**Amount to be Approved:** Up to \$6,500,000

**Source of Funds to NYCEDC:** City Capital Budget funds and CDBG-DR Funds

**Scope:** HDR shall provide design, engineering, and related services to support the construction of a trigeneration system, the installation of a solar photovoltaic system and the installation of backup generators. The trigeneration system will be located at Hunts Point Site D and will provide backup power for up to three days to the Hunts Point Meat Market and Produce Market. In addition, the trigeneration system on an ongoing basis will also provide chilled water to the Hunts Point Produce Market and hot water to the Hunts Point Meat Market. The solar photovoltaic system will be located at two schools: MS 424 and PS 48, both located in Hunts Point, and will provide emergency power for both schools. The emergency backup generators at no charge to tenants will provide a few days of backup power to food distributors located at 400 Food Center Drive, 550 Food Center Drive and 600 Food Center Drive in Hunts Point.

**Proposed Resolution:** To authorize the President and any empowered officer to enter into the Design Contract substantially as described herein

**NYCEDC Project Code:** 6111

**Staff:** Prince Flanigan, Assistant Vice President, Asset Management  
Louise Yeung, Vice President, Asset Management  
Raymond Klein, Counsel, Legal

**Exhibit B**

**URBAN TECHNOLOGY GROWTH HUBS  
Executive Committee Meeting  
August 13, 2019**

**Project:** The Urban Technology Growth Hubs (the "Hubs") project provides affordable workspace, access to a professional network, a co-located prototyping and testing facility, and sector specific programming for growth stage companies that address New York City's most pressing urban challenges related to infrastructure, mobility, energy, waste, water, and food systems.

**Contractors:** New Lab, LLC ("New Lab") and Grand Central Technology Accelerator LLC ("Grand Central Tech")

**Agreements to be Approved:** One or more contract amendments (together, the "Amendments") to NYCEDC's contract with New Lab and contract with Grand Central Tech for Project services primarily to add additional work, including piloting opportunities for start ups and thought leadership for the Urbantech NYC community

**Procurement Method:** Sole source amendments to contracts that were competitively procured through a publicly advertised RFP

**Amount to be Approved:** Up to an additional \$650,000 consisting of up to \$375,000 for New Lab and up to \$275,000 for Grand Central Tech

**Source of Funds to NYCEDC:** NYCEDC programmatic budget funds

**Scope:** In order to provide additional support for growth stage companies, NYCEDC would like to expand the existing programming at the Hubs to include:

1. Piloting opportunities for startups to test their technologies in real world environments
2. Working primarily with growth stage companies and academic institutions to provide thought leadership for urban challenges, including work on academic research papers, an Urbantech podcast, and a framework for a data collaborative to promote the responsible use of shared data.

**Proposed Resolution:** To authorize the President and any empowered officer to enter into the Amendments substantially as described herein.

The Urban Technology Growth Hub was last presented to the Executive Committee on August 5, 2015.

**NYCEDC Project Code:** 6092

**Staff:** Sander Dolder, Vice President, Initiatives  
Mae Stover, Senior Project Manager, Initiatives  
Tiffany Lacker, Senior Counsel, Legal

## Exhibit C

### **SUNSET PARK INFRASTRUCTURE Executive Committee Meeting August 13, 2019**

**Project:** Construction of roadways, sidewalks, enhanced lighting and related improvements in the Sunset Park neighborhood of Brooklyn, primarily between 36<sup>th</sup> Street and 45<sup>th</sup> Street, from the waterfront to the Gowanus Expressway

**Contractor:** AECOM USA, Inc. ("AECOM")

**Agreements to be Approved:**

- One or more amendments (the "AECOM Amendment") to NYCEDC's CM Contract with AECOM (the "AECOM Contract") for the Project to provide for additional services related to the Project
- Any needed Funding Source Agreements

**Procurement Method:** A sole source amendment to a contract competitively procured through a publicly advertised RFP using the competitive sealed proposals procurement method. AECOM will act as CM and will continue to procure subcontractors for Project work in a manner permitted under the AECOM Contract, with the primary procurement method anticipated to be a method similar to the CM method of procurement in NYCEDC's contracts with the City.

**Amount to be Approved:** Up to \$12,000,000 for the AECOM Amendment, bringing the total authorized amount of the AECOM Contract to up to \$46,300,000

**Source of Funds to NYCEDC:**

- City Capital Budget funds
- NYCEDC programmatic budget funds

**Scope:** The Project is intended to improve vehicular and pedestrian infrastructure to connect Sunset Park residents and workers with employment and recreation centers safely and efficiently. Many of the streets in the area are old cobblestone streets dominated by de-commissioned rail tracks that have fallen into disrepair. The removal of abandoned rail tracks and cobblestone followed by full-depth roadway reconstruction of the streets in the area will improve safe access in this heavily trafficked Southwest Brooklyn Industrial Business Zone. Sidewalk reconstruction and other streetscape amenities, as well as enhanced lighting, improved drainage, crosswalk extensions and potential traffic reconfigurations will all improve pedestrian safety and access.

The work under the AECOM Amendment primarily includes additional CM and related services, including pre-construction, construction and post-construction services, to install sports field and pathway lighting, and to repair the bulkhead between Pier 4 and Pier 5 in Bush Terminal Piers Park.

**Proposed Resolution:** To authorize the President and any empowered officer to enter into the AECOM Amendment and any needed Funding Source Agreements substantially as described herein

The Sunset Park Infrastructure project was last presented to the Executive Committee on November 9, 2017.

**NYCEDC Project Code:** 6387

**Staff:** Len Greco, Senior Vice President, Capital  
Kathryn Prybylski, Vice President, Capital  
Sakiru Okeowo, Project Director, Capital  
Michael Barone, Senior Counsel, Legal

## Exhibit D

### **CONSTRUCTION MANAGEMENT SERVICES Executive Committee Meeting August 13, 2019**

**Project:** Work related to facilities at various locations in the City

**Contractor:** Armand

**Agreements to be Approved:**

- An amendment (the "Armand Amendment") to NYCEDC's CM Contract with Armand (the "Armand Contract") to provide for the following:
  - An increase to Armand's task assignment award limit from up to \$5,000,000 to up to \$15,000,000
  - Additional funds for the Red Hook Library project (the "Red Hook Library Project")
  - Funds for the Firehouse, North Brooklyn Community Center project (the "Firehouse Project")
- Any needed Funding Source Agreements

**Procurement Method:** Sole source amendment to a contract that was competitively procured. Armand will act as a CM and procure subcontractors for the Project work assigned to it in a manner permitted under its contract, with the primary procurement method anticipated to be a method similar to the CM method of procurement in NYCEDC's contracts with the City. Subcontractors retained by Armand may, in turn, subcontract certain work.

**Amount to be Approved:**

A total of up to \$23,000,000 for the Armand Amendment, including the following:

- Up to \$14,146,607 for the Red Hook Library Project (in addition to \$853,393 previously authorized by the Executive Committee for the Armand Contract for this project)
- Up to \$8,000,000 for the Firehouse Project

**Source of Funds to NYCEDC:**

- Red Hook Library Project: City Capital Budget funds provided by the Brooklyn Public Library ("BPL")
- The Firehouse Project: City Capital Budget funds, New York State funds provided by the Dormitory Authority of the State of New York, and private funds provided by the Firehouse, North Brooklyn Community Center

**Scope:** NYCEDC performs a variety of construction management functions on behalf of the City and also regularly assists the City by undertaking or participating in capital and other projects at these managed and other properties (including privately-owned properties), in order to implement the City's economic development goals.

NYCEDC issued an RFP for contractors to provide CM services ("CM Services") at various properties located throughout the City, for two separate streams of services, one of which was developed to encourage meaningful participation by emerging CMs.

Armand was an emerging CM and was selected to provide CM Services under the Armand Contract. As previously authorized, individual task assignments for the emerging CMs were substantially to be for projects of up to \$5,000,000 except as otherwise determined by NYCEDC. Given Armand's performance on its projects and indicated capabilities and capacity, NYCEDC proposes to amend the Armand Contract to allow the threshold for task assignments to be increased to \$15,000,000.

At the May 10, 2017 Executive Committee meeting, NYCEDC was authorized to amend the Armand contract for up to \$853,393 to provide CM services for certain capital improvements for the Red Hook Library project. As design work progressed, BPL decided to expand the scope to include additional work on both the interior and exterior of the existing building, which work will be undertaken by Armand and its subcontractors. The total project cost is now expected to be up to \$15,000,000

The Firehouse Project will be undertaken by Armand and its subcontractors and will involve renovation of the former Engine Co. 212 firehouse, located at 134 Wythe Avenue in Williamsburg, Brooklyn, into a permanent home for community not-for-profit organizations, cultural programming, exhibitions, events and classes.

**Proposed Resolution:** To authorize the President and any empowered officer to enter into the Armand Amendment, and any needed Funding Source Agreements, substantially as described herein

**NYCEDC Project Code:** 6452

**Staff:** Len Greco, Senior Vice President, Capital  
Vedesh Persaud, Assistant Vice President, Asset Management  
Michael Barone, Senior Counsel, Legal



## Exhibit E

### **NOT-FOR-PROFIT LOAN FUND Executive Committee Meeting August 13, 2019**

**Project:** The Not-for-Profit Loan Fund ("NPLF" or the "Program") will provide affordable loan financing to selected not-for-profit organizations. Loan proceeds will fund expenses associated with capital projects awaiting payment, without limitation, of government and/or foundation grants, including City Capital Budget awards, and/or from capital campaigns.

**Application and Award:** Applicants will be selected based on an application process that is open to the public. Applicants must be a not-for-profit organization and will be assessed by a credit committee consisting of senior and experienced NYCEDC staff, based on criteria including, without limitation, the following:

- The financial condition of the applicant
- Clearly defined use of proceeds
- The sources of loan collateral

Applicants selected by the credit committee will be presented to a member of NYCEDC's leadership for final approval. If an applicant is approved by the President or any Executive Vice President of NYCEDC, NYCEDC, either directly or through a limited liability company of which NYCEDC will be the sole member, may make loans to the successful applicant (subject to applicable legal, governmental and regulatory approvals).

**Agreements to be Approved:**

- One or more agreements (the "Loan Agreements") with each applicant approved for a loan, pursuant to which funds will be provided for its project
- Any ancillary agreements (the "Ancillary Agreements") reasonably necessary to facilitate the loans under the Program

**Program Amount to be Approved:** Up to \$25,000,000 to be disbursed to eligible applicants. Repaid principal payments and interest earned may also be used for additional loans under the Program.

**Source of Funds:** NYCEDC programmatic budget funds

**Proposed Resolution:** To authorize the President and any empowered officer to:

- execute Agreements with successful applicants to the Program selected substantially as described herein for loans, and any needed Ancillary Agreements
- take all necessary or appropriate actions related to implementing the Program, substantially as described herein

Individual loans, agreements and actions taken pursuant to this authorization will not require separate Board or Executive Committee approval.

**Staff:** Eric Clement, Managing Director, Strategic Investments Group  
Matthew Furlong, Vice President, Strategic Investments Group  
Jasper Wilson, Assistant Vice President, Strategic Investments Group  
Emily Marcus, Senior Project Manager, Strategic Investments Group  
Elizabeth Verostek, Senior Vice President, Finance  
Melanie McMann, Vice President, Funding Agreements  
Priya Ananthanathan, Assistance Vice President, Funding Agreements  
Salman Khalid, Project Manager, Funding Agreements  
Jay Lopez, Counsel, Legal

**Exhibit F**

**EAST RIVER WATERFRONT IN LOWER MANHATTAN  
Executive Committee Meeting  
August 13, 2019**

**Project:** Construction management and related services, including primarily, construction and post-construction services, for the construction of portions of the Esplanade and Piers Project (the "E&P Project") on the East River waterfront in Lower Manhattan

**Contractor:** Hunter Roberts

**Agreements to be Approved:**

- An amendment (the "Hunter Roberts Amendment") to NYCEDC's CM contract with Hunter Robert (the "HR Contract") for the E&P Project to provide primarily for additional construction management, construction and post-construction services for that portion of the E&P Project related to Esplanade Package 4 Reconstruction
- Any needed Funding Source Agreements or amendments to Funding Source Agreements

**Procurement Method:** A sole source amendment to a competitively procured CM Contract

**Amount to be Approved:** Up to \$775,000 for the Hunter Roberts Amendment, bringing the total authorized amount of the HR Contract to up to \$31,025,000

**Sources of Funds:** CDBG funds made available to NYCEDC by LMDC

**Scope:** The E&P Project is being performed in stages and has been subdivided into various sub-projects.

The E&P Project work currently contemplated to be undertaken pursuant to the Hunter Roberts Amendment primarily consists of:

- Work to complete Esplanade Package 4 Reconstruction, which is located between the East River and South Street under the FDR Drive from Catherine Slip to Pike Slip. The main improvements to be constructed under this sub-project are pavement resurfacing using pavers similar to those found on the rest of the E&P Project, railings, and furniture installation with custom elements.
- Repair of a sinkhole impacting the completion of Esplanade Package 4 Reconstruction.

**Proposed Resolution:** To authorize the President and any empowered officer to enter into the Hunter Roberts Amendment and any needed Funding Source Agreements or amendments to Funding Source Agreements, substantially as described herein

The East River Waterfront in Lower Manhattan Project was last presented to the Executive Committee on November 9, 2017.

**NYCEDC Project Code:** 1706

**Staff:** Raksha Ghulati, Assistant Vice President, Capital Program  
Kathryn Prybylski, Vice President, Capital Program  
Brian Larsen, Senior Vice President, Capital Program  
Michael Barone, Senior Counsel, Legal

## Exhibit G

### **BROOKLYN BRIDGE ESPLANADE Executive Committee Meeting August 13, 2019**

**Project:** Architectural and engineering design and related services (the "Services") for the new Brooklyn Bridge Esplanade adjacent to the East River between Catherine and Peck Slips in Manhattan

**Contractor:** Starr Whitehouse Landscape Architects and Planners PLLC ("Starr Whitehouse")

**Agreements to be Approved:**

- An amendment (the "Starr Whitehouse Amendment") to NYCEDC's contract with Starr Whitehouse (the "Starr Whitehouse Contract") for the Services
- Any needed Funding Source Agreements

**Procurement Method:** An amendment to the Starr Whitehouse Contract, which was procured through a publicly advertised RFP

**Amount to be Approved:** Up to \$1,500,000 for the Starr Whitehouse Amendment, bringing the total authorized amount for the Starr Whitehouse Contract to up to \$2,500,000

**Source of Funds:** CDBG funds being made available for the Project by LMDC and/or City Capital Budget funds

**Scope:** The Project entails the creation of a new esplanade that includes a diverse series of landscaping, public amenities and dedicated bicycle improvements. It seeks to enhance the identity of the existing esplanade in this area as it relates to the rest of the waterfront and the natural shoal under the Brooklyn Bridge. The Project will complement the Lower Manhattan Coastal Resilience Project as well as the existing East River Esplanade to the north and south. The proposed amendment is for additional work that was originally included in the RFP but for which funds were not available at the time of the previous Executive Committee approval of the Starr Whitehouse Contract.

**Proposed Resolution:** To authorize the President and any empowered officer to enter into the Starr Whitehouse Amendment and any needed Funding Source Agreements substantially as described herein.

The Project was last presented to the Executive Committee on September 28, 2018.

**NYCEDC Project Code:** 6998

**Staff:** Raksha Ghulati, Assistant Vice President, Capital Program  
Kathryn Prybylski, Vice President, Capital Program  
Michael Barone, Senior Counsel, Legal

## Exhibit H

### **NEW YORK GENOME CENTER LOAN Executive Committee Meeting August 13, 2019**

**Project:** The New York Genome Center (the "Center") is an approximately 170,000 square foot nonprofit scientific research and development facility, located at 101 Avenue of the Americas in Manhattan, the mission of which is to leverage genomic research to advance science and therapies for patients. The Center has served as an unparalleled scientific asset to the City, and is committed to improving on the value it delivers to the City and the greater life sciences community.

In 2012, as part of its earlier commitments to the life sciences area, NYCEDC provided a 10-year loan to New York Genome Center, Inc., in a principal amount of \$5,000,000, at a fixed interest rate of 5.00% per annum, primarily for facility development. Other civic partners, local academic institutions and philanthropic entities also provided funding support to the Center at that time. As of July 2019, approximately \$3.25 million of the principal of the 2012 NYCEDC loan remained outstanding.

Since 2012 the market for high-end genomic sequencing services has developed less rapidly than the Center projected. In response, the Center has reoriented its research activities to focus on neurodegenerative diseases, neuropsychiatric diseases and cancers. In addition to the Center's organizational pivot, it seeks to deliver and enable programs to advance policy goals important to NYCEDC pertaining to the life sciences sector.

In support of its continuing partnership with NYCEDC, the Center will deliver or enable programs that support the life sciences sector in New York City, including:

- (i) support for early-stage life sciences companies and early-career talent such as workforce training seminars, industry-focused conferences, and/or networking events at the Center; and
- (ii) general audience and K-12 science educational programming.

The Center continues to rely on philanthropic support to continue operations and NYCEDC is an important partner. NYCEDC will continue its support of the Center by converting the outstanding approximately \$3.25 million 2012 loan, plus accrued interest, to a sole source grant. (Interest was most recently paid on July 5, 2019.)

**Agreement to be Approved:** Amendment to the Loan Agreement, dated November 16, 2012, between NYCEDC and New York Genome Center, Inc., primarily to convert the outstanding principal and accrued interest into a grant

**Source of Funds to NYCEDC:** The loan was made with NYCEDC programmatic budget funds.

**Proposed Resolution:** To authorize the President and any empowered officer to amend the terms of the 2012 NYCEDC loan agreement substantially as described herein and to enter into any necessary related documents

The New York Genome Center was last presented to the Executive Committee on February 1, 2012.

**NYCEDC Project Code:** 4982

**Staff:** Carlo Yuvienco, Vice President, Life Sciences  
Doug Thiede, Senior Vice President, Life Sciences and Healthcare  
Adam Lewis, Senior Counsel, Legal

## **Exhibit I**

### **NYC FERRY SERVICE Executive Committee Meeting August 13, 2019**

**Project:** Barge fabrication and retrofitting services related to the further implementation of the NYC Ferry program. NYC Ferry has now launched six routes and, as Mayor de Blasio announced on January 10, 2019, the NYC Ferry service will be expanding, adding two new routes (the St. George and Coney Island routes) and modifying service on three existing routes (extending the Soundview route to Throgs Neck, adding the Brooklyn Navy Yard to the Astoria route, removing DUMBO from the South Brooklyn route, and moving Bay Ridge from the South Brooklyn route to the Coney Island route). The Brooklyn Navy Yard landing is expected to open in 2019, the St. George Route is projected to open in 2020, and the other launches and modifications are projected to be open in 2021.

**Contractor:** May Ship Repair Contracting Corporation ("May Ship Repair")

**Agreements to be Approved:**

- An amendment (the "Amendment") to the May Ship Repair contract (the "May Ship Repair Contract") for the provision of Project-related barge fabrication services approved by the Executive Committee on February 6, 2019, to provide for additional Project-related barge fabrication services and to provide that services under the contract may also include barge retrofitting services.
- Any needed Funding Source Agreements

**Procurement Method:** Sole source amendment

**Amount to be Approved:** Up to \$1,000,000, bringing the total authorized amount of the May Ship Repair Contract to up to \$4,500,000

**Sources of Funds to NYCEDC:** City Capital Budget funds

**Scope:** NYCEDC will be required to fabricate and/or retrofit a total of eight barges through the May Ship Repair Contract in connection with NYC Ferry's expanding service and increasing use of some existing ferry landings.

**Proposed Resolution:** To authorize the President and any empowered officer to enter into the Amendment and any needed Funding Source Agreements, substantially as described herein

The NYC Ferry Service Project was last presented to the Executive Committee on February 6, 2019.

**Project Code:** 6155

**Staff:** Vedesh Persaud, Assistant Vice President, Asset Management  
Michael Barone, Senior Counsel, Legal



## Map



**Exhibit J**

**CITYWIDE REHABILITATION/IMPROVEMENTS  
Executive Committee Meeting  
August 13, 2019**

**Project:** Work related to waterfront and other facilities at various locations in the City

**Contractors:**

- Armand
- Skanska
- McKissack
- Hunter Roberts

**Agreements to be Approved for Project Work:**

- One or more amendments (the "Armand Amendments") to NYCEDC's CM Contract with Armand to provide for Project services
- One or more amendments (the "Skanska Amendments") to NYCEDC's 2017 CM Contract with Skanska (the "Skanska Contract") to provide for Project services
- One or more amendments (the "McKissack Amendments") to NYCEDC's CM Contract with McKissack (the "McKissack Contract") to provide for Project services
- One or more amendments (the "2017 Hunter Roberts Amendments") to NYCEDC's 2017 FM/CM Contract with Hunter Roberts to provide for Project services

**Procurement Method:** Sole source amendments to contracts with the Contractors that were competitively procured. Each Contractor is acting as a CM and procuring subcontractors for the Project work assigned to it in a manner permitted under its contract, with the primary procurement method anticipated to be a method similar to the CM method of procurement in NYCEDC's contracts with the City. With NYCEDC's approval, subcontractors retained by the Contractors may, in turn, subcontract certain work.

**Amounts to be Approved:**

- Up to \$1,640,000 for the Armand Amendments
- Up to \$1,400,000 for the Skanska Amendments
- Up to \$500,000 for the McKissack Amendments
- Up to \$7,000,000 for the 2017 Hunter Roberts Amendments

**Source of Funds to NYCEDC:** City Capital Budget funds and NYCEDC programmatic budget funds

**Scope:** NYCEDC proposes that the Contractors undertake substantially the Project work listed in Attachment A.

**Proposed Resolution:** To authorize the President and any empowered officer to enter into the, Armand Amendments, Skanska Amendments, McKissack Amendments and 2017 Hunter Roberts Amendments and any needed Funding Source Agreements, substantially as described herein

**Staff:** Vedesh Persaud, Vice President, Asset Management  
Angelica Zhang, Senior Project Manager, Asset Management  
Joseph Palazzola, Assistant Vice President, Asset Management  
Michael Barone, Senior Counsel, Legal

# Attachment A

Contract	Work Site	Borough	Project Work	Estimated Maximum Cost	Project Code
Armand	Arthur Avenue Market	Bronx	Design, construction and other related work to provide upgrades to the Arthur Avenue Market	\$1,640,000 (City Capital)	8078
			<b>Total Armand Amendments</b>	<b>\$1,640,000</b>	
Skanska	Brooklyn Army Terminal Pier 4	Brooklyn	Design, construction and other related work to support the rehabilitation of a ferry landing at Brooklyn Army Terminal Pier 4	\$1,400,000 (City Capital)	TBD
			<b>Total Skanska Amendments</b>	<b>\$1,400,000</b>	
McKissack	600 Food Center Drive	Bronx	Design and construction to provide parking lot improvements at 600 Food Center Drive for use by NYCEDC contractors and NYCEDC and/or City tenants	\$500,000 (Programmatic)	TBD
			<b>Total McKissack Amendments</b>	<b>\$500,000</b>	
2017 Hunter Roberts	Bush Terminal Sitewide	Brooklyn	Design to develop a repair prioritization plan, construction and related work to repair sinkholes at Bush Terminal	\$6,000,000 (Programmatic)	TBD
2017 Hunter Roberts	Homeport	Staten Island	Design and construction of a new gas and water line at Homeport	\$1,000,000 (Programmatic)	TBD
			<b>Total 2017 Hunter Roberts Amendments</b>	<b>\$7,000,000</b>	

**Exhibit K**

**ELEVATOR MAINTENANCE, REPAIR AND EMERGENCY SERVICES AT THE  
BROOKLYN ARMY TERMINAL, BUSH TERMINAL AND VARIOUS SITES  
Executive Committee Meeting  
August 13, 2019**

**Project:** Elevator maintenance, repair and emergency services for BAT, Bush Terminal, and various other sites managed by NYCEDC (the "Elevator Services")

**Contractor:** Schindler Elevator Corporation ("Schindler")

**Agreements to be Approved:** A contract with Schindler (the "Schindler Contract") to provide the Elevator Services for three years plus two, one year extension options

**Procurement Method:** Publicly advertised RFP

**Amount to be Approved:** Up to \$4,351,000

**Source of Funds to NYCEDC:** NYCEDC programmatic budget funds

**Scope:** BAT and Bush Terminal are City-owned properties leased and managed by NYCEDC. NYCEDC requires a contractor to provide the Elevator Services at BAT, Bush Terminal and various other sites managed by NYCEDC. The Elevator Services include visual inspections, general preventative maintenance, and part replacements. The contractor is required to take all necessary measures to ensure that the elevators are in working order and up to date on all City required filings and maintain a daily log of services performed.

NYCEDC proposes that Schindler undertake the Elevator Services. As the selected contractor, Schindler will provide the materials and perform the tasks necessary to adequately furnish all labor, supervision, schedules, tools, equipment, supplies and permits for the Elevator Services.

**Proposed Resolution:** To authorize the President and any empowered officer to enter into the Schindler Contract substantially as described herein

This Project was last presented to the Executive Committee on August 2, 2016.

**NYCEDC Project Code:** 7459

**Staff:** Judith Zevack, Assistant Vice President, BAT  
Dave Aneiro, Vice President, BAT  
Raymond Klein, Counsel, Legal

**Exhibit L**

**STATEN ISLAND EMERGENCY BULKHEAD REPAIRS  
Executive Committee Meeting  
August 13, 2019**

**Project:** Emergency bulkhead repair project for the Staten Island Esplanade

**Contractor:** Matrix New World Engineering, Land Surveying and Landscape Architecture, P.C. ("Matrix New World")

**Agreements to be Approved:**

- An agreement with Matrix New World (the "Matrix New World Contract") for Project design, engineering and related consulting services
- Any needed Funding Source Agreements

**Procurement Method:** Publicly advertised RFP

**Amount to be Approved:** Up to \$368,000

**Source of Funds to NYCEDC:** FEMA and City Capital Budget funds

**Scope:** Design, engineering and related consulting services related to the rehabilitation of damaged areas of coastline, providing riprap where undermining is present and backfilling of undermining and voids, principally by the Staten Island Esplanade in St. George

**Proposed Resolution:** To authorize the President and any empowered officer to enter into the Matrix New World Contract and any needed Funding Source Agreements substantially as described herein

**NYCEDC Project Code:** 4915

**Staff:** Sophia Abel, Project Manager, Asset Management  
Michael Barone, Senior Counsel, Legal

## Exhibit M

### **ACADEMY EXPRESS, L.L.C. SERVICE CONTRACT: AMENDMENT Executive Committee Meeting August 13, 2019**

**Project:** Provision of express bus service between the South Shore of Staten Island and Midtown Manhattan during peak weekday morning and evening hours (the "SI Bus Services")

**Contractor:** Academy Express, L.L.C. ("Academy")

**Agreements be Approved:**

- An amendment (the "Amendment") to the contract for SI Bus Services (the "Contract") with Academy to extend the contract term for twelve months until September 7, 2020
- Any needed Funding Source Agreements
- Any other needed agreements, amendments to agreements (including an MOU with City DOT) or arrangements with one or more City or State agencies or affiliates thereof related to their assisting in administration of the Contract (the "Administration Agreements")

**Procurement Method:** Sole source amendment. The Contract's prior operator filed for bankruptcy in late 2013 and the bankruptcy court held an auction for the Contract. Academy was the sole bidder and made its bid contingent on receiving a three-year extension of the Contract (which was set to expire in September 2014). On December 16, 2013, the bankruptcy court declared Academy the successful bidder. Academy assumed the Contract and commenced operation of the bus services on January 1, 2014. The Contract has been amended annually since September 8, 2017 on a sole source basis in order to prevent any interruption in service.

**Amounts to be Approved:** Up to \$3,800,000. Academy will also retain monies received from farebox collections and advertising revenue.

**Source of Funds:** Funds made available by the City (in addition to the funds received by Academy through fare box collections and advertising revenue)

**Scope:** The Contract provides for MetroCard-compatible SI Bus Services on two routes (that are subject to change). The two routes of the SI Bus Services supplement routes operated by the MTA. City DOT is working toward assuming responsibility for all matters related to the SI Bus Services upon expiration of the Amendment.

**Proposed Resolution:** To authorize the President and any empowered officer to enter into the Amendment, any needed Administration Agreements and any needed Funding Source Agreements

The Contract for the SI Bus Services was last presented to the Executive Committee on May 8, 2019.

**NYCEDC Project Code:** 1379

**Staff:** Adam Lomasney, Senior Project Manager, Ports & Transportation  
Andrew Genn, Senior Vice President, Ports & Transportation  
Caroline Nguyen, Counsel, Legal



**FUNDING AGREEMENT**  
**Executive Committee Meeting**  
**August 13, 2019**

**Proposed Resolution:** To authorize the President and any empowered officer to enter into a funding agreement that has been procured on a sole source basis, substantially as described herein, and any agreements necessary to obtain funds for said agreement

Contractor Name and Description, and Agreement/Amendment (the agreement may be with the named contractor or an affiliate of the named contractor)	Project Site Address(es), Borough	Source of New NYCEDC Funds	Amount Under New Agreement/ Amendment	Application of Funds
(1) The Children's Aid Society, a not-for-profit corporation – Funding Agreement	314 Lafayette Ave, Staten Island	Staten Island Borough President	Up to \$487,805.00	To fund a portion of the cost of the renovation of the Goodhue Pool, an outdoor swimming pool open to the public

**NYCEDC Project Code:** 7321

**NYCEDC Staff:** Joshua Altshuler, Assistant Vice President, Funding Agreements

**Exhibit N**

### **Description of Contractor**

- (1) **The Children's Aid Society**, a not-for-profit corporation that provides multiservice community-based programming for children in poverty, including after-school and summer enrichment programs, early childhood education programs, and mental health services.

**Exhibit O**

**COMMUNICATIONS SUPPORT SERVICES  
Executive Committee Meeting  
August 13, 2019**

**Project:** The provision of communications and related services

**Contractors:** Daniel J. Edelman, Inc. ("Edelman") and one or more other contractors (the "Other Contractors") needed to perform Project services

**Agreements to be Approved:**

- One or more amendments (the "Amendment") to a small purchase contract with Edelman for Project services (the "Contract") to extend the term and to provide for additional Project services
- Contracts, and possibly amendments thereto, with one or more of the Other Contractors to provide for Project services (the "Other Contracts")

**Procurement Methods:**

- Edelman-sole source amendment(s) to a contract that was procured through a small purchase procurement
- Other Contractors – small purchase and/or sole source procurements

**Amount to be Approved:** Up to an additional \$400,000 in the aggregate for the Amendment and the Other Contracts

**Source of Funds:** NYCEDC programmatic budget funds

**Scope:** To continue to use one or more contractors to supplement and support NYCEDC's in-house communications and media outreach staff during periods of high volume and as otherwise needed, by providing communications and related services. Deliverables include, without limitation, writing, support, and advisory services.

**Proposed Resolution:** To authorize the President and any empowered officer entering into the Amendment and the Other Contracts, substantially as described herein

**NYCEDC Project Code:** 7875

**Staff:** Stephanie Báez, Senior Vice President, Public Affairs  
Busayo Olupona, Counsel, Legal

## **Exhibit P**

### **COMPLIANCE WITH REVENUE SHARING, PARTICIPATION AND OTHER PAYMENT PROVISIONS UNDER LEASES, CONTRACTS OF SALE AND OTHER AGREEMENTS**

**Executive Committee Meeting  
August 13, 2019**

**Project:** Retaining consultants to provide services primarily related to the review of compliance with revenue sharing, participation and other payment provisions and similar provisions under select leases, contracts of sale, management agreements, operating agreements and similar and related documents that NYCEDC administers or is otherwise involved with

**Contractors (collectively the "Consultants"):**

- Deloitte LLP
- RSM US LLP
- CohnReznick LLP
- Susan H. Nadler, CPA, PLLC

**Agreements to be Approved:** A contract, and possibly amendments thereto, with each of one or more of the Consultants for Project services, substantially as described herein (collectively, the "Contracts")

**Procurement Method:** Publicly advertised RFP

**Amount to be Approved:** Up to \$2,000,000 in the aggregate to be allocated among the Contracts

**Source of Funds to NYCEDC:** NYCEDC programmatic budget funds

**Scope:** NYCEDC proposes to engage one or more of the Consultants to review the revenue sharing, participation and other payment provisions and similar provisions contained in specific leases, contracts of sale, management agreements, operating agreements and similar and related documents, and to perform audit-type services and review primarily whether these revenue sharing, participation and other payments are being made as required in connection with such agreements and documents. Additionally, the Consultants may be asked to perform an examination and prepare abstracts of long-term leases and/or space leases where the City or NYCEDC serves as the landlord or lease administrator and of other types of agreements for which the Consultants may perform services under the Contracts. The objective is to summarize all of the major terms in the leases and agreements, including a preparation of a rent schedule to assist NYCEDC in assuring tenant compliance during a lease term. The goal of this work is to ensure that NYCEDC and/or the City are receiving all monies owed to them.

In addition, the Consultants shall, at the direction of NYCEDC, provide evaluations of, recommendations for the structuring of, and language for, proposed provisions in agreements related to participation, revenue sharing and other payments.

It is anticipated that NYCEDC will engage one or more of the Consultants on a retainer basis to perform the Project services on an on-call as needed basis through the term of the Contracts, which are each expected to be for a total of five years with two renewal options (at NYCEDC's discretion) for one year each.

**Proposed Resolution:** To authorize the President and any empowered officer to enter into the Contract(s) substantially as described herein

The project was last presented to the Executive Committee on February 4, 2015.

**NYCEDC Project Code:** 2926

**Staff:** Matthew Kwatinetz, Executive Vice President, Asset Management  
Steven Lazarus, Senior Vice President, Asset Management  
Anish Shah, Assistant Vice President, Asset Management  
Anne Sherman, Senior Counsel, Legal