



MINUTES OF THE REGULAR MEETING
OF THE EXECUTIVE COMMITTEE
OF
NEW YORK CITY ECONOMIC DEVELOPMENT CORPORATION
November 7, 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 Thursday, November 7, 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 (by conference telephone)
Wilton Cedenio (by conference telephone)
William Floyd (by conference telephone)
Pedram Mahdavi (as alternate for Vicki Been)
James McSpirtt
James Patchett
Timothy Wilkins
Betty Woo

Other Directors of NYCEDC and members of NYCEDC staff also were present.

The meeting was chaired by James Patchett, President of NYCEDC, and called to order at 9:27 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 September 27, 2019 Regular Meeting of the Executive Committee

There were no questions or comments with respect to the minutes of the September 27, 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) Bella Abzug Park Project (f/k/a Hudson Park, Hudson Boulevard and Streetscape)

Julia Melzer, a Vice President of NYCEDC, presented a proposal for (i) a contract with LiRo Engineers, Inc. for construction management ("CM") services, including pre-construction, construction and post-construction services, and owner's representative services, (ii) one or more amendments to the contract with WSP USA Inc. (f/k/a Parsons Brinkerhoff, Inc.) for engineering, architectural, landscape design and architectural, and construction administration services and related services, (iii) one or more amendments to the agreement with National Railroad Passenger Corporation d/b/a Amtrak, (iv) possibly one or more agreements and amendments thereto with The Port Authority of New York and New Jersey and other transit related entities for force account services, and (v) any agreements necessary to obtain funds ("Funding Source Agreements") or amendments to Funding Source Agreements, all to provide for the development of Phase 2 of the Bella Abzug Park Project, consisting of a system of parks, open space, and streetscape improvements located midblock between 10th and 11th Avenues, and bounded by West 36th Street and West 39th Street, in the Hudson Yards District in Manhattan for Hudson Yards Development Corporation, on substantially the terms set forth in Exhibit A hereto.

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

(b) On-Call Construction Management Retainers

Cheehan Leung, an Assistant Vice President of NYCEDC, presented a proposal for (i) amendments, as needed, to NYCEDC's contracts with Hudson Meridian Construction Group LLC, Hunter Roberts Construction Group, L.L.C. ("Hunter Roberts") and LiRo Engineers, Inc. (the "On-Call CM Contracts") pursuant to which on-call CM, pre-construction, construction and post-construction services may be undertaken by construction managers and their subcontractors for construction projects and related work, to provide for services to be undertaken with up to an aggregate of \$200,000,000 in addition to the up to \$100,000,000 previously authorized for the On-Call CM Contracts, and (ii) any needed Funding Source Agreements for this project work, on substantially the terms set forth in Exhibit B hereto.

In answer to a question from Mr. Wilkins, Brian Larsen, a Senior Vice President of NYCEDC, explained that none of the three selected firms proposed a minority, women-owned and disadvantaged business enterprise ("M/W/DBE") goal lower than 30%. Mr. Patchett noted that NYCEDC's 30% M/W/DBE goal was an aggregate goal because M/W/DBE participation rates varied by trade. In answer to a question from Ms. Woo, Mr. Patchett stated that the original RFP for this project was very recent, that the project was first brought to the Executive Committee for approval on June 26, 2019, and that NYCEDC now was seeking an expansion of the contract capacity. In answer to a question from Mr. McSpirtt, Mr. Larsen stated that these contracts were the first time

that the Executive Committee was seeing such on-call CM retainers from NYCEDC's Capital Program Department, but that for years the Asset Management Department of NYCEDC had used similar retainers.

In answer to a second question from Mr. McSpiritt, Mr. Larsen explained that NYCEDC would continue to do stand alone RFPs for various projects. Mr. Patchett noted that Capital Program was NYCEDC's highest performing department on M/W/DBE targeting, and he added that the fact that these three construction managers were not M/W/DBEs did not preclude NYCEDC from having a significant percentage of the work done by M/W/DBEs at the subcontractor level. Mr. Leung further pointed out that these retainer contracts accounted for less than 4% of the money in the capital budget for NYCEDC's Capital Program Department.

Lastly, in response to a request from Mr. McSpiritt, Mr. Patchett stated that NYCEDC could provide to the Executive Committee a periodic update on these retainers and their related projects. Seth Myers, an Executive Vice President of NYCEDC, then noted that this proposed update tied in well with Mr. Wilkins' request at the Board meeting for status updates about NYCEDC projects, and that updates on these On-Call CM Contracts could be incorporated into such reports.

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

(c) New DockNYC Operating Agreement

Felix Ceballos, an Assistant Vice President of NYCEDC, presented a proposed agreement with Billybey Marina Services, LLC (the "Operator") for the management, maintenance and operation of multiple berth sites administered or serviced by NYCEDC for an initial period of five years, with two, five-year extension periods, on substantially the terms set forth in Exhibit C hereto.

In answer to a question from Matthew Washington, a Director of NYCEDC, Mr. Ceballos explained that to help attain the top end of the M/W/DBE goal range for this work NYCEDC would focus on areas in the maritime sector that were well suited to M/W/DBEs, such as maintenance and repair work and carting services for garbage removal and disposal. At this time, Rachel Loeb, an Executive Vice President of NYCEDC, noted that NYCEDC's Asset Management Division would be taking lessons from what Capital Program had achieved with respect to M/W/DBEs and incorporating Capital Program practices more into its contracts going forward. Mr. Patchett then noted that the proportion of M/W/DBE businesses in the maritime industry was lower than in other industries, which presented a challenge, but that NYCEDC still pushed to maximize M/W/DBE participation in maritime work. In answer to a question from Mr. Wilkins, Mr. Patchett stated that the 30 days' termination notice for convenience provision in the contracts had become relatively standard and one that City contractors had come to accept.

A motion was made to authorize the matter set forth for authorization in the Proposed Resolution section of Exhibit C 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 James Katz, an Executive Vice President of NYCEDC.

(a) Box Street Park

(i) A proposed amendment to NYCEDC's CM contract (a "CM Contract") with LiRo Program and Construction Management, PE P.C. for CM and related services, including pre-construction, construction and post-construction services, for the Newtown Barge Park and Box Street Park project, to add funds for additional such services related to Box Street Park, (ii) a proposed amendment to the design contract with Stantec Consulting Services Inc. for the Newtown Barge Park and Box Street Park project, to provide for additional design services related to Box Street Park, and (iii) any needed Funding Source Agreements, all to provide for the design and construction of Box Street Park, a new public park in the Borough of Brooklyn, on substantially the terms set forth in Exhibit D hereto.

(b) Pier 42 in Lower Manhattan

(i) A proposed amendment to an existing contract with Mathews Nielsen Landscape Architects, P.C. for landscape architectural design and related services related to an upland park to be located primarily immediately west and inland of Pier 42, to provide for additional landscape architectural design, engineering and related services related to a park area on the Pier 42 pier deck, and (ii) any needed Funding Source Agreements for this project, on substantially the terms set forth in Exhibit E hereto.

(c) East Midtown Greenway – 53rd Street to 62nd Street

(i) A proposed amendment to NYCEDC's contract with Skanska USA Building Inc. ("Skanska") for CM and related services for East Midtown Greenway – 53rd Street to 62nd Street, a new waterfront esplanade to be located along the western shore of the East River in Manhattan, as well as certain improvements to existing nearby parklands and a new park, to provide for additional services related to the project, and (ii) any needed Funding Source Agreements for this project, on substantially the terms set forth in Exhibit F hereto.

(d) NYC Ferry Infrastructure and Force Account

(i) One or more proposed amendments to NYCEDC's CM Contract with Skanska for the NYC Ferry project, for the provision of additional CM and related services for an

existing NYC Ferry landing, (ii) a proposed force account agreement with the New York City Transit Authority to provide for subway tunnel inspection, vibration monitoring and related services during work pertaining to dredging near Piers 9 and 11 on the East River in lower Manhattan, and (iii) any needed Funding Source Agreements for this project, on substantially the terms set forth in Exhibit G hereto.

(e) Full-Service Fire Alarm Maintenance, Repair and Emergency Services at Bush Terminal and Various Other Sites

A proposed contract with Unisys Electric Inc. ("Unisys") to provide full-service fire alarm maintenance, repair and emergency services for Bush Terminal and various other sites managed by NYCEDC, on substantially the terms set forth in Exhibit H hereto.

(f) Full-Service Fire Suppression Systems Maintenance, Repair and Emergency Services at Bush Terminal and Various Other Sites

A proposed contract with Unisys to provide full-service fire suppression systems maintenance, repair and emergency services for Bush Terminal and various other sites managed by NYCEDC, on substantially the terms set forth in Exhibit I hereto.

In answer to a question from Mr. McSpirtt, Dave Aneiro, a Vice President of NYCEDC, stated that this proposed contract was for a 3-year initial term, with two 1-year renewal options, and that the requested funds were for all 5 years, and that the same applied to the Unisys contract proposed in item 3(e) above.

(g) Waterfront Heavy Maintenance

A proposed contract with Reicon Group, LLC ("Reicon") for on-call waterfront heavy maintenance services at various sites managed by NYCEDC, on substantially the terms set forth in Exhibit J hereto.

Mr. Katz noted that NYCEDC was seeking authorization for only up to \$3,500,000 for this contract at this time, as opposed to the up to \$10,000,000 listed in the meeting item.

(h) Refrigeration Preventative Maintenance, Repair and Emergency Services

A proposed amendment to NYCEDC's contract with Hughes Environmental Engineering, Inc. d/b/a Hughes Environmental for refrigeration preventative maintenance, repair and emergency services at the Brooklyn Wholesale Meat Market and New Fulton Fish Market and various other sites managed by NYCEDC, on substantially the terms set forth in Exhibit K hereto.

(i) On-Call Transportation Planning and Policy Consultant Services

(i) A proposed contract, and possibly amendments thereto, with each of Arcadis of New York, Inc., STV Incorporated, Hatch Associates Consultants, Inc., WSP USA

Inc. and Jacobs Civil Consultants Inc. (collectively, the "Transportation Contracts") to provide on-call transportation planning and policy services, including strategic planning and policy analysis, related to, but not limited to, freight rail, passenger ferries, aviation, maritime and ports, intermodal facilities, traffic and transit, and (ii) any Funding Source Agreements necessary to obtain funds for any tasks under the Transportation Contracts, on substantially the terms set forth in Exhibit L hereto.

(j) Funding Agreements

(i) Proposed funding agreements with (1) Korean Community Services of Metropolitan New York, Inc., (2) New York Restoration Project, (3) Whitney Museum of American Art, (4) The New York Public Library Astor Lenox and Tilden Foundations, and (5) Lesbian & Gay Community Services Center, Inc. d/b/a Lesbian, Gay, Bisexual & Transgender Community Center, or affiliates, and (ii) any agreements necessary to obtain funds for said agreements, on substantially the terms set forth in Exhibit M hereto.

(k) Citywide Rehabilitation/Improvements

(i) One or more proposed amendments to NYCEDC's CM Contract with Armand Corporation d/b/a Armand of New York, (ii) one or more proposed amendments to NYCEDC's 2012 facilities management/construction management contract (a "FM/CM Contract") with Hunter Roberts, (iii) one or more proposed amendments to NYCEDC's 2017 FM/CM Contract with Hunter Roberts, (iv) one or more proposed amendments to NYCEDC's 2017 CM Contract with Skanska, and (v) any needed Funding Source Agreements, all to provide for work related to facilities at various locations in the City, on substantially the terms set forth in Exhibit N hereto.

(l) Goulston & Storrs PC: Legal Retainer

(i) A proposed agreement with Goulston & Storrs PC to provide for legal representation of NYCEDC in connection with the amendment and restatement of a long term sub-sublease dated as of December 29, 2006 by and between the Health and Hospitals Corporation and ARE-EAST River Science Park, LLC, and (ii) any needed Funding Source Agreements for such work, on substantially the terms set forth in Exhibit O hereto.

(m) Board of Managers of Essex Crossing Site Two Condominium

A proposal to provide for person(s) requested by the President of NYCEDC, on behalf of NYCEDC, to serve as a member of the Board of Managers (the "Board") of Essex Crossing Site Two Condominium ("Site Two Condominium"), which person(s) shall be deemed to be requested and authorized by NYCEDC to so serve and to hold any other uncompensated position to which he/she is appointed, elected, named or chosen by the Site Two Condominium or its Board, 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 D – P hereto, with the amount of the contract with Reicon in Section 3(g) changed to up \$3,500,000. Such motion was seconded and unanimously approved.

4. Approvals

With respect to the items set forth in Sections 2(a) – (c) and 3(a) – (m) 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, the Executive Committee meeting was adjourned at 10:05 a.m.



Assistant Secretary

Dated: December 18, 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

BELLA ABZUG PARK PROJECT (F/K/A HUDSON PARK, HUDSON BOULEVARD AND STREETSCAPE) Executive Committee Meeting November 7, 2019

Project: The development of Phase 2 of the Bella Abzug Park Project (the "Phase 2 Project"), consisting of a system of parks, open space, and streetscape improvements located midblock between 10th and 11th Avenues, and bounded by West 36th Street and West 39th Street, in the Hudson Yards District in Manhattan for Hudson Yards Development Corporation ("HYDC"), including its design, engineering and construction.

Contractors:

- LiRo Engineers, Inc. ("LiRo")
- WSP USA Inc. (f/k/a Parsons Brinkerhoff, Inc.) ("WSP")
- National Railroad Passenger Corporation d/b/a Amtrak ("Amtrak")
- Possibly other transit related entities

Agreements to be Approved:

- A contract with LiRo for construction management services, including pre-construction, construction and post-construction services, and owner's representative services (together, the "LiRo Contract"), for the Phase 2 Project
- One or more amendments to the WSP contract (together, the "WSP Amendment") for engineering, architectural, landscape design and architectural, and construction administration services and related services for the Phase 2 Project
- One or more amendments to the agreement with Amtrak for the Phase 2 Project (together, the "Amtrak Amendment")
- Possibly one or more agreements and amendments thereto with the Port Authority and other transit related entities (together, the "Transit Agreements") for force account services for the Phase 2 Project
- Any needed Funding Source Agreements or amendment to Funding Source Agreements

Procurement Methods:

- LiRo Contract: sole source contract for the Phase 2 Project with a consultant that was competitively procured primarily for Phase 1 services
- WSP Amendment: sole source amendment to a contract that was procured through a publicly advertised RFP
- Amtrak Amendment: sole source
- Transit Agreements: sole source

Amounts to be Approved: Up to an additional \$203,970,500 for the Phase 2 Project, approximately as follows:

- Approximately \$195,970,500 for the LiRo Contract
- Approximately \$1,000,000 for the WSP Amendment (making the total authorized amount for the WSP contract approximately \$11,529,500)

- Approximately \$6,000,000 for the Amtrak Amendment (in addition to \$500,000 previously authorized for the agreement with Amtrak)
- Approximately \$1,000,000 for the Transit Agreements

The total for the Liro Contract, the WSP Amendment, the Amtrak Amendment and the Transit Agreements will not exceed \$203,970,500; to the extent the above indicated approximate amount for any such agreements is not needed for any such agreements it may be used for other such agreements.

Source of Funds to NYCEDC: Funds made available by HYDC and/or Hudson Yards Infrastructure Corporation

Scope: Phase 2 of the Bella Abzug Park project includes design and construction of a new platform structure that will span over the existing Amtrak rail line, and construction of a new park on top of that platform and adjoining property. The project includes building demolition, construction of a structural platform over the rail line, and an approximately 1.4 acre new public park and maintenance facility.

NYCEDC proposes to enter into the LiRo Contract to provide CM, pre-construction, construction and post-construction services associated with the Phase 2 Project.

LiRo shall procure and enter into subcontracts for Phase 2 Project services using procurement methods similar to those under NYCEDC's existing CM Contracts, 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 LiRo may perform certain Phase 2 Project services.

NYCEDC proposes to enter into the WSP Amendment to provide primarily for additional architectural and engineering design services for building structures in the Phase 2 Project, which are anticipated to include a maintenance facility and comfort station.

NYCEDC previously entered into a contract with Amtrak for its review of designs for two blocks of the Phase 2 Project. NYCEDC is proposing to amend its existing agreement with Amtrak for the Phase 2 Project to include design review for an additional block of the project area, and to establish a force account for Amtrak to monitor Phase 2 Project construction adjacent to its facilities for two of the blocks of the Phase 2 Project. Amtrak will monitor the third block of the Phase 2 Project through a force account agreement with the private developer of that block. A force account agreement may be needed with the Port Authority with regard to the Lincoln Tunnel and with other transit entities with regard to their facilities.

Proposed Resolution: To authorize the President and any empowered officer to enter into the LiRo Contract, the WSP Amendment, the Amtrak Amendment, the Transit Agreements and any needed Funding Source Agreements and amendments to Funding Source Agreements, substantially as described herein

The Bella Abzug Park project was last presented to the Executive Committee on September 28, 2018, which at the time was known as Hudson Park, Hudson Boulevard and Streetscape.

NYCEDC Project Code: 4257

Staff: Samuel Hersh, Project Director, Capital Program
Julia Melzer, Vice President, Capital Program
Len Greco, Senior Vice President, Capital Program
Michael Barone, Senior Counsel, Legal

Exhibit B

ON-CALL CONSTRUCTION MANAGEMENT RETAINERS Executive Committee Meeting November 7, 2019

Project: On-call CM contracts pursuant to which CM, pre-construction, construction and post-construction services may be undertaken by CMs and their subcontractors for construction projects and related work

Contractors (collectively, the "Consultants"):

- Hudson Meridian Construction Group LLC
- Hunter Roberts
- LiRo Engineers, Inc.

Agreements to be Approved:

- Amendments, as needed, to NYCEDC's contracts with the Consultants for the Project (the "On-Call CM Contracts") to provide for services to be undertaken with up to an aggregate of \$200,000,000 in addition to the up to \$100,000,000 previously authorized for the On-Call CM Contracts
- Any needed Funding Source Agreements

Procurement Method: Sole source amendments to contracts procured through a publicly advertised RFP. Each Consultant will act as a CM and procure subcontractors for 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 the Consultant may in turn subcontract certain work.

Amount to be Approved: Up to an additional \$200,000,000 in the aggregate for the On-Call CM Contracts for a total authorization of up to \$300,000,000 for the On-Call CM Contracts

Source of Funds to NYCEDC: Sources will vary depending on the particular project assignment but may include, without limitation, City Capital Budget funds, City Tax Levy funds, State and Federal funds and other funding sources.

Scope: NYCEDC will issue assignments to the Consultants on a task-by-task or project assignment basis. It is anticipated that each assignment will have its own distinct funding source(s). Projects undertaken by NYCEDC may include, but are not limited to, the following types of projects: waterfront properties; marinas, piers, bulkheads; public open spaces; parks, plazas, playgrounds; transportation; roadways, streetscape; infrastructure; utilities, sewers, water mains; demolition; buildings; renovations, new construction; technical studies; and any other project as directed by NYCEDC.

Proposed Resolution: To authorize the President and any empowered officer to enter into amendments to the On-Call CM Contracts and any needed Funding Source Agreements substantially as described herein.

The On-Call CM Retainers project was last presented to the Executive Committee on June 26, 2019.

NYCEDC Project Code: 7372

Staff: Brian Larsen, Senior Vice President, Capital
Terri Bahr, Vice President, Capital
Cheehan Leung, Assistant Vice President, Capital
Michael Barone, Senior Counsel, Legal

Exhibit C

NEW DOCKNYC OPERATING AGREEMENT Executive Committee Meeting November 7, 2019

Project: The management, maintenance and operation of multiple berth sites administered or serviced by NYCEDC

Contractor: Billybey Marina Services, LLC (the "Operator")

Agreement To Be Approved: An agreement (the "Operating Agreement") with the Operator for Project services for an initial period of five years, with two, five-year extension periods

Procurement Method: A publicly advertised RFP, using the competitive sealed proposals procurement method

Amounts To Be Approved:

- The Operator will be entitled to retain monthly from revenues from the operation of the berth sites: the amount of (a) certain costs of operation (including, without limitation, reimbursement for principal and interest payments and other related costs for third party loans to the Operator to pay for capital costs incurred in connection with capital improvements to the berth sites to be made initially by the Operator that are anticipated to have a principal cost of approximately \$4,300,000 (the "Operator's Initial Capital Improvements")) plus (b) \$20,833.33 per month (the "General Management Fee"), provided that there will be upward adjustments in the amount retained by the Operator in subsequent months, if the Operator does not receive the full amount payable to it for a particular month. If the Operating Agreement is terminated prior to the Operator being fully reimbursed for the third party loans, NYCEDC shall reimburse the Operator for the remaining balance from funds available to it at the time.
- With respect to the management, maintenance and operation of Pier C, the Operator will invoice NYCEDC directly for a separate, additional management fee of \$2,812 per month; said amount shall not be reimbursed from revenues from berth site operations. Operations at Pier C are not anticipated to generate any net revenues for the Operator as this is the homeport for the NYC Ferry vessel fleet.
- The Operator shall be entitled to an incentive fee for any particular year of the Operating Agreement equal to 25% of the annual net operating income in excess of \$1,400,000. The incentive fee for the first year will be paid at the end of the first year. Any subsequent incentive fee shall be paid on a monthly basis, based on the prior year's net operating income, subject to a year-end reconciliation.
- If the Operator has not received the full amount of its costs of operation at the end of each year of the Operating Agreement, the outstanding balance shall be paid to the Operator.

- In the event that NYCEDC directs the Operator to undertake capital improvements or obtain certain equipment, in addition to the Operator's Initial Capital Improvements, NYCEDC will reimburse the Operator for the costs of such improvements and equipment from berth sites operating revenues or other available funds, if needed. In the event that NYCEDC directs the Operator to undertake capital improvements or obtain equipment (beyond the Operator's Initial Improvements), to the extent there are not sufficient available operating revenues from the berth sites to cover such improvements and equipment NYCEDC shall return to the Executive Committee for approval of the additional amount needed and source of funds for such work and acquisitions.

NYCEDC shall receive the balance of the operating revenues from the berth sites not used for the above expenses, provided that, notwithstanding the above provisions, NYCEDC shall receive a minimum of \$250,000 annually from the operating revenues to the extent such amount exceeds the Operator's cost of operations.

Source of Funds: Revenue collected on behalf of NYCEDC from operations of the berth sites, NYCEDC programmatic budget, and other sources of funds available to NYCEDC at the time.

Scope: Under the Operating Agreement, the Operator shall have the following obligations:

- Administration of third party berthing activities (e.g. the issuing of landing slot permits or other occupancy agreements and/ or the servicing, repair and refueling of vessels) and ancillary tasks associated therewith (e.g. marketing of berths, staging, scheduling, collecting payment etc.);
- Operate and maintain berths designated by NYCEDC and all the equipment and elements situated at the berth sites in good, safe order and condition, and provide security and institute safety measures necessary for the operation of berthing services;
- Undertake a community outreach program, including supporting the berthing of not-for-profit and educational vessels at the berth sites (including, without limitation, offering free or below market berthing fees);
- Make certain capital improvements and obtain certain equipment at the berth sites; and
- Other related activities

Proposed Resolution: To authorize the President and any empowered officer to enter into the Operating Agreement substantially as described herein

The DockNYC project was last presented to the Executive Committee on May 8, 2019.

NYCEDC Project Code: 7269

Staff: Alexander Brady, Senior Vice President, Asset Management
Felix M. Ceballos, Assistant Vice President, Asset Management
Lauren Brady, Senior Counsel, Legal

Exhibit D

BOX STREET PARK Executive Committee Meeting November 7, 2019

Project: The design and construction of Box Street Park, a new public park in the Borough of Brooklyn. The Box Street Park site will be divided into two lots, with the larger lot to become the initial Box Street Park. The smaller lot will continue to be used by an MTA Emergency Response Unit facility until a new location can be determined for it, after which the smaller lot will be incorporated into Box Street Park.

Contractors:

- LiRo
- Stantec Consulting Services Inc. ("Stantec")

Agreements to be Approved:

- An amendment (the "LiRo Amendment") to NYCEDC's CM Contract with LiRo (the "LiRo Contract") for CM and related services, including pre-construction, construction and post-construction services, for the Newtown Barge Park and Box Street Park project, to add funds for additional such services related to Box Street Park
- An amendment (the "Stantec Amendment") to the design contract with Stantec for the Newtown Barge Park and Box Street Park Project (the "Stantec Contract") to provide for additional design services related to Box Street Park
- Any needed Funding Source Agreements

Procurement Methods:

- Amendment to the LiRo Contract to add services included in the procurement for this contract, which was procured through a publicly advertised RFP using the competitive sealed proposals procurement method. LiRo will procure subcontractors for the Project work in a manner permitted under the CM 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 LiRo may subcontract certain work.
- Sole source amendment to the Stantec Contract, which was procured through a publicly advertised RFP. The Stantec Amendment will include services which were not originally contemplated at the time of the award of the Stantec Contract.

Amounts to be Approved:

- Up to \$18,300,000 for the LiRo Amendment, for a total authorized contract value of up to \$41,704,000
- Up to \$414,000 for the Stantec Amendment, for a total authorized contract value of up to \$4,309,000

Source of Funds to NYCEDC: City Capital Budget funds made available by City Parks

Scope: NYCEDC proposes to amend the LiRo Contract to provide primarily for construction and post-construction related services for Box Street Park.

Under the Stantec Amendment, Stantec will (i) develop a lot apportionment package to divide the Box Street Park site into two separate lots; (ii) design a new comfort station to be included in the larger lot portion of the Box Street Park; (iii) provide for some Box Street Park redesign work because at this time the park will only occupy the larger portion of the park site; and (iv) advance the design for the portion of the Box Street Park on such larger lot to final design for construction bidding.

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

The Box Street Park project was last presented to the Executive Committee on September 29, 2017.

NYCEDC Project Code: 5464

Staff: Joanna Gargiula, Assistant Vice President, Capital Program
Brian Larsen, Senior Vice President, Capital Program
Michael Barone, Senior Counsel, Legal

Exhibit E
PIER 42 IN LOWER MANHATTAN
Executive Committee Meeting
November 7, 2019

Project: Creation of a park on Pier 42 and its upland area in the Borough of Manhattan. In coordination with the East Side Coastal Resiliency ("ESCR") project, the Pier 42 pier deck was identified as a key recreation mitigation site to address the closure of several recreational facilities in East River Park during the construction of the ESCR project.

Contractor: Mathews Nielsen Landscape Architects, P.C. ("MNLA")

Agreements to be Approved:

- An amendment (the "Amendment") to an existing contract with MNLA (the "MNLA Contract") for landscape architectural design and related services related to an upland park (the "Upland Park") to be located primarily immediately west and inland of Pier 42, to provide for additional landscape architectural design, engineering and related services related to a park area on the Pier 42 pier deck
- Any needed Funding Source Agreements

Procurement Method: A sole source amendment to the MNLA Contract

Amount to be Approved: Up to \$1,636,000

Source of Funds: City Capital Budget funds

Scope: Landscaping architectural design, engineering and related services for the park and its facilities on the pier deck, which may include, but not be limited to, synthetic turf soccer fields, basketball and tennis courts and other related amenities, and engineering and related services related to the repair and reinforcement of the deck substructure.

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 Pier 42 in Lower Manhattan project was last presented to the Executive Committee on May 8, 2019.

NYCEDC Project Code: 6611

Staff: Nikita Sharma, Senior Project Manager, Capital Program
Terri Bahr, Vice President, Capital Program
Brian Larsen, Senior Vice President, Capital Program
Michael Barone, Senior Counsel, Legal

Exhibit F

EAST MIDTOWN GREENWAY – 53rd STREET TO 62nd STREET Executive Committee Meeting November 7, 2019

Project: Construction management and related services for East Midtown Greenway – 53rd Street to 62nd Street, a new waterfront esplanade to be located along the western shore of the East River in Manhattan, as well as certain improvements to existing nearby parklands and a new park. The Project is included in the larger East Midtown Waterfront Project between East 38th and East 61st Streets that will serve the East Midtown neighborhood and will now also include Andrew Haswell Green Park - Phase 2B – a new public park located between East 60th and East 62nd Streets.

The East Midtown Greenway will be approximately 30 feet outboard from the FDR Drive in the East River between East 53rd and East 61st Streets. The esplanade will provide a separated pedestrian and bicycle path, and park amenities for both passive and active users including bike racks, benches, railings, lighting and planting. The southern connection for the esplanade requires a pedestrian bridge crossing the FDR Drive at East 54th Street. The bridge will include ADA accessible ramps that will connect the esplanade to Sutton Place Park. The northern portion of the esplanade will run through an existing former heliport structure connecting with the Andrew Haswell Green Park - Phase 2B project that extends to East 62nd Street. The Andrew Haswell Green Park - Phase 2B work will include marine platform construction, landscaping and park amenities.

Contractor: Skanska

Agreements to be Approved:

- An amendment (the "Skanska Amendment") to NYCEDC's contract with Skanska (the "Skanska Contract") for CM and related services for the Project
- Any needed Funding Source Agreements

Procurement Method: A sole source amendment to the Skanska Contract. Skanska will continue to procure subcontractors for the Project in a manner permitted under the Skanska 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 \$55,000,000

Source of Funds to NYCEDC: City Capital Budget funds

Scope: NYCEDC proposes to amend the Skanska Contract to provide for additional construction management and related services required for (i) the previously existing portion of the Project, (ii) the extension of the limit of the Project to East 62nd Street and (iii) the construction of Andrew Haswell Green Park - Phase 2B.

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

The East Midtown Greenway – 53rd Street to 61st Street project was last presented to the Executive Committee on May 8, 2019.

NYCEDC Project Code: 3361

Staff: Sakiru Okeowo, Project Director, Capital Program
Yvi McEvilly, Assistant Vice President, Capital Program
Kathryn Prybylski, Vice President, Capital Program
Michael Barone, Senior Counsel, Legal

Exhibit G

NYC FERRY INFRASTRUCTURE AND FORCE ACCOUNT Executive Committee Meeting November 7, 2019

Project: CM and related services related to the implementation and improvement of the NYC Ferry program

Contractors:

- Skanska
- New York City Transit Authority ("NYCTA")

Agreements to be Approved:

- One or more amendments (the "Skanska Amendment") to NYCEDC's CM Contract with Skanska (the "Skanska Contract") for the NYC Ferry project, for the provision of additional CM and related services for an existing NYC Ferry landing
- A force account agreement with the NYCTA (the "NYCTA Agreement") to provide for subway tunnel inspection, vibration monitoring and related services during work pertaining to dredging near Piers 9 and 11 on the East River in lower Manhattan
- Any needed Funding Source Agreements

Procurement Method:

- Skanska Amendment: sole source amendment to a contract that was competitively procured. Skanska 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 Skanska may, in turn, subcontract certain work.
- The NYCTA Agreement will be sole sourced.

Amount to be Approved:

- Up to \$400,000 for the Skanska Amendment
- Up to \$160,000 for the NYCTA Agreement

Sources of Funds to NYCEDC:

- City Capital Budget funds for the Skanska Amendment
- NYCEDC programmatic budget funds for the NYCTA Agreement

Scope: Through the Skanska Amendment, Skanska shall provide CM and related services related to the removal of a temporary path at the East 90th Street NYC Ferry landing.

NYCEDC has entered into a contract with a separate CM to perform services pertaining to dredging near Piers 9 and 11 on the East River in lower Manhattan, in connection with the operation of NYC Ferry. As a result of the close proximity to the dredging of the

Clark Street subway tunnel, managed by NYCTA, NYCEDC proposes to enter into a contract with NYCTA to provide subway tunnel inspection, vibration monitoring and related services during the dredging related work.

Proposed Resolution: To authorize the President and any empowered officer to enter into the Skanska Amendment, the NYCTA Agreement 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.

NYCEDC Project Code: 6155

Staff: Vedesh Persaud, Vice President, Asset Management
Jhaelen Hernandez-Eli, Senior Vice President, Asset Management
Raymond A. Klein, Counsel, Legal

Exhibit H

**FULL-SERVICE FIRE ALARM MAINTENANCE, REPAIR AND EMERGENCY
SERVICES AT BUSH TERMINAL AND VARIOUS OTHER SITES**

Executive Committee Meeting

November 7, 2019

Project: Full-service fire alarm maintenance, repair and emergency services for Bush Terminal and various other sites managed by NYCEDC

Contractor: Unisys Electric Inc ("Unisys")

Agreement to be Approved: A contract with Unisys (the "Unisys Contract") to provide full-service fire alarm maintenance, repairs and emergency services for Bush Terminal and various other sites managed by NYCEDC.

Procurement Method: Publicly advertised RFP which received only one response. Under NYCEDC's annual contracts with the City, the Unisys Contract will be considered to be a sole source contract.

Amount to be Approved: Up to \$597,568

Source of Funds to NYCEDC: NYCEDC programmatic budget funds

Scope: NYCEDC requires Unisys to provide fire alarm maintenance, repair and emergency services at Bush Terminal and at various other sites managed by NYCEDC. Unisys will be responsible for performing inspections and monthly preventative maintenance, among other services.

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

NYCEDC Project Code: 7488

Staff: Judith Zevack, Assistant Vice President, Asset Management
Dave Aneiro, Vice President, Asset Management
Michael Barone, Senior Counsel, Legal

Exhibit I

**FULL-SERVICE FIRE SUPPRESSION SYSTEMS MAINTENANCE,
REPAIR AND EMERGENCY SERVICES AT BUSH TERMINAL
AND VARIOUS OTHER SITES
Executive Committee Meeting
November 7, 2019**

Project: Full-service fire suppression systems maintenance, repair and emergency services for Bush Terminal and various other sites managed by NYCEDC

Contractor: Unisys Electric Inc ("Unisys")

Agreement to be Approved: A contract (the "Fire Suppression Contract") with Unisys to provide full-service fire suppression systems maintenance, repairs and emergency services for Bush Terminal and various other sites managed by NYCEDC

Procurement Method: Publicly advertised RFP

Amount to be Approved: Up to \$1,205,836

Source of Funds to NYCEDC: NYCEDC programmatic budget funds

Scope: NYCEDC requires a contractor to provide the Project services at Bush Terminal and at various other sites managed by NYCEDC. The services will include, without limitation, inspection of fire pumps, dry sprinkler systems, wet sprinkler systems, standpipe systems, fire extinguishers, and yard fire hydrants. In addition, Unisys will provide monthly preventative maintenance on the fire suppression systems and undertake repair and emergency services.

Proposed Resolution: To authorize the President and any empowered officer to enter into the Fire Suppression Contract with Unisys substantially as described herein

NYCEDC Project Code: 7487

Staff: Judith Zevack, Assistant Vice President, Asset Management
Dave Aneiro, Vice President, Asset Management
Michael Barone, Senior Counsel, Legal

Exhibit J

**WATERFRONT HEAVY MAINTENANCE
Executive Committee Meeting
November 7, 2019**

Project: On-call waterfront heavy maintenance services at various sites managed by NYCEDC

Contractor: Reicon Group, LLC ("Reicon")

Agreement to be Approved: A contract with Reicon (the "Reicon Contract") for waterfront heavy maintenance services

Procurement Method: Publicly advertised RFP, using the competitive sealed proposals procurement method

Amount to be Approved: Up to \$10,000,000

Sources of Funds to NYCEDC: NYCEDC programmatic budget funds

Scope: On an on-call basis, Reicon shall provide the materials and perform the tasks necessary to furnish all labor, supervision, schedules, materials, tools, equipment (included but not limited to: barges, cranes, tugs, heavy machinery, floating equipment), supplies, permits (local work permits) and other items for waterfront heavy maintenance services, including maritime construction services, in connection with maintaining sites managed by NYCEDC.

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

NYCEDC Project Code: 7945

Staff: Eric Bassig, Project Manager, Asset Management
Mayra Ortiz-Ranko, Vice President, Asset Management
Emily DeVito, Vice President, Asset Management
Stephen Markovic, Senior Project Manager, Asset Management
Michael Barone, Senior Counsel, Legal

Exhibit K

**REFRIGERATION PREVENTATIVE MAINTENANCE,
REPAIR AND EMERGENCY SERVICES
Executive Committee Meeting
November 7, 2019**

Project: Refrigeration preventative maintenance, repair and emergency services (the "Refrigeration Services") at the Brooklyn Wholesale Meat Market and New Fulton Fish Market (the "Markets") and various other sites managed by NYCEDC

Contractor: Hughes Environmental Engineering, Inc. d/b/a Hughes Environmental ("Hughes")

Agreement to be Approved: An amendment (the "Hughes Amendment") to NYCEDC's contract with Hughes (the "Hughes Contract") for Refrigeration Services

Procurement Method: Sole source amendment to the Hughes Contract that was procured through a publicly advertised RFP

Amount to be Approved: Up to an additional \$570,000, bringing the total authorized amount of the Hughes Contract to up to \$2,991,700

Sources of Funds to NYCEDC: NYCEDC programmatic budget funds

Scope: As part of its management duties under its annual contracts with the City, NYCEDC requires a contractor to provide the Refrigeration Services at the Markets and at other sites managed by NYCEDC, on an on-call basis. Hughes has been undertaking the Refrigeration Services, but additional funds are needed for its contract until the end of its term and a Refrigeration Services contractor is chosen pursuant to a new RFP. Hughes shall continue to provide the materials and perform the tasks necessary to adequately furnish all labor, supervision, schedules, tools, equipment, supplies and permits for the Refrigeration Services.

Proposed Resolution: To authorize the President and any empowered officer to enter into the Hughes Amendment substantially as described herein

The Hughes Contract was last presented to the Executive Committee on April 30, 2015.

NYCEDC Project Code: 6079

Staff: Eric Bassig, Project Manager, Asset Management
Mayra Ortiz-Ranko, Vice President, Asset Management
Emily DeVito, Vice President, Asset Management
Joseph Palazzola, Assistant Vice President, Asset Management
Raymond A. Klein, Counsel, Legal

Exhibit L

**ON-CALL TRANSPORTATION PLANNING AND POLICY CONSULTANT SERVICES
Executive Committee Meeting
November 7, 2019**

Project: The provision of on-call transportation planning and policy services, including strategic planning and policy analysis, related to, but not limited to, freight rail, passenger ferries, aviation, maritime and ports, intermodal facilities, traffic and transit

Contractors (collectively the "Consultants"):

- Arcadis of New York, Inc.
- STV Incorporated
- Hatch Associates Consultants, Inc.
- WSP USA Inc.
- Jacobs Civil Consultants Inc.

Agreements to be Approved:

- A contract and possibly amendments thereto with each of the Consultants to provide Project services (collectively, the "Contracts")
- Any Funding Source Agreements necessary to obtain funds for any tasks under the Contracts

Procurement Method: Publicly advertised RFP

Amount to be Approved: Up to \$5,000,000 in the aggregate for the Contracts

Source of Funds to NYCEDC: The source of funds will vary based on the particular task, but may include without limitation, NYCEDC's programmatic budget, City Tax Levy funds, City Capital Budget funds, and other sources

Scope: NYCEDC will issue assignments to the Consultants on a task-by-task or project assignment basis to provide the Project services on an on-call, as needed basis. It is anticipated that each assignment will have its own distinct funding source(s). Projects undertaken may include, but are not limited to: cost estimating; demand modeling; public access design and public outreach; site analysis and facility planning/design; land use, zoning, and environmental review; grant preparation; policy and planning expertise in areas including freight rail, passenger ferries, aviation, maritime and ports, intermodal facilities, traffic, and transit planning; and general strategic planning services, including but not limited to gathering data, economic impact analysis, industry assessments, market and commodities expertise services, workforce development, and transportation equity evaluations.

Proposed Resolution: To authorize the President and any empowered officer to enter into the Contracts and any necessary Funding Source Agreements substantially as described herein.

This Project was last presented to the Executive Committee on November 21, 2016.

NYCEDC Project Code: 5931

Staff: Megan Quirk, Assistant Vice President, Transportation
Yasira Mena, Senior Project Support Analyst, Planning
Raymond Klein, Counsel, Legal

FUNDING AGREEMENTS
Executive Committee Meeting
November 7, 2019

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

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) Korean Community Services of Metropolitan New York, Inc., a not-for-profit corporation-Funding Agreement	203-05 32 nd Avenue, Bayside, Queens	City Council, Queens Borough President	Up to \$4,617,000	To fund a portion of the cost of renovations to a senior center/educational facility
(2) New York Restoration Project, a not-for-profit corporation-Funding Agreement	437 East 114 th Street, Manhattan	City Council, Manhattan Borough President	Up to \$599,000	To fund a portion of the cost of renovations to a community garden
(3) Whitney Museum of American Art, a not-for-profit corporation-Funding Agreement	The southern portion of Gansevoort Peninsula, which peninsula is in Hudson River Park west of the Whitney Museum	City Council, Manhattan Borough President, the Department of Cultural Affairs	Up to \$4,390,000	To fund a portion of the cost of the construction of a public art installation titled <i>Day's End</i> at the Gansevoort Peninsula

(4) The New York Public Library Astor Lenox and Tilden Foundations, a not-for-profit corporation-Funding Agreement	3882 Cannon Place, Bronx	City Council, Bronx Borough President	Up to \$1,300,000	To fund a portion of the cost of the acquisition of an approximately 5,800 square foot building for the Van Cortlandt library branch
(5) Lesbian & Gay Community Services Center, Inc. d/b/a Lesbian, Gay, Bisexual & Transgender Community Center, a not-for-profit corporation – Funding Agreement	208 West 13 th Street, Manhattan	City Council	Up to \$1,280,000	To fund a portion of the renovation of a building containing an LGBT community center, including the windows and cornice.

NYCEDC Project Codes: (1) 7320; (2) 7890; (3) 7734; (4) 6328; (5) 6664

NYCEDC Staff: (1), (2), (3) Mason Hess, Senior Project Manager; (4) Priya Ananthanathan, Assistant Vice President; (5) Sandy Chung, Assistant Vice President

Description of Contractors

(1) **Korean Community Services of Metropolitan New York, Inc.**'s mission is to be a bridge for Korean immigrants and the wider Asian community to fully integrate them into society and overcome any economic, health and linguistic barriers so that they become independent and thriving members of the community. It does this by providing culturally competent programs in the areas of aging, education, immigration, workforce development, public health and mental health.

(2) **New York Restoration Project** is a non-profit organization driven by the conviction that all New Yorkers deserve beautiful, high-quality public space within ready walking distance of their homes. It has planted trees, renovated gardens, restored parks, and transformed open space for communities throughout New York City's five boroughs.

(3) **Whitney Museum of American Art** is devoted to the art of the United States and presents the full range of twentieth-century and contemporary American art, with a special focus on works by living artists. The Whitney is dedicated to collecting, preserving, interpreting, and exhibiting American art.

(4) **The New York Public Library Astor Lenox and Tilden Foundations**, commonly known as The New York Public Library, is the nation's largest public library system, featuring 88 neighborhood branches, four research centers, and free books, information and education accessible to all New Yorkers. Serving more than 17 million patrons yearly, and millions more online, the Library holds more than 55 million items, including books, e-books, DVDs and research collections.

(5) **Lesbian & Gay Community Services Center Inc. d/b/a Lesbian, Gay, Bisexual & Transgender Community Center**, is a resource hub for the LGBT community, New York City residents and visitors since its founding in 1983. It provides a place for individuals to connect and engage, find camaraderie and support, and celebrate the vibrancy and growth of the LGBT community.

Exhibit N

CITYWIDE REHABILITATION/IMPROVEMENTS

Executive Committee Meeting

November 7, 2019

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

Contractors:

- Armand
- Hunter Roberts
- Skanska

Agreements to be Approved for Project Work:

- One or more amendments (the "Armand Amendments") to NYCEDC's CM Contract with Armand (the "Armand Contract")
- One or more amendments (the "2012 Hunter Roberts Amendments") to NYCEDC's 2012 FM/CM Contract with Hunter Roberts
- One or more amendments (the "2017 Hunter Roberts Amendments") to NYCEDC's 2017 FM/CM Contract with Hunter Roberts
- One or more amendments (the "Skanska Amendments") to NYCEDC's 2017 CM Contract with Skanska (the "Skanska Contract")
- Any needed Funding Source Agreements

Procurement Method: Sole source amendments to contracts 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 \$500,000 for the Armand Amendments
- Up to \$386,566 for the 2012 Hunter Roberts Amendments
- Up to \$2,500,000 for the 2017 Hunter Roberts Amendments
- Up to \$50,000 for the Skanska 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, 2012 Hunter Roberts Amendments, 2017 Hunter Roberts Amendments and Skanska Amendments and any needed Funding Source Agreements, substantially as described herein

Staff: Jhaelen Hernandez-Eli, Senior Vice President, Asset Management
Vedesh Persaud, Vice President, Asset Management
Gaudy Santos, Senior Project Manager, Asset Management
Daniel Colangione, Vice President, Capital Projects
Michael Barone, Senior Counsel, Legal

Attachment A

Contract	Work Site	Borough	Project Work	Estimated Maximum Cost	Project Code
Armand	BAT Annex Café	Brooklyn	Design, construction and other related work regarding BAT Annex Building tenant fit-out for a café and test kitchen for tenants	\$500,000 (NYCEDC programmatic budget)	7470
2012 Hunter Roberts	1120 Commerce Avenue	Bronx	Total Armand Amendments Additional funds that may be used for design, construction and other related work regarding a new facility to be used primarily as an MTA Paratransit facility	\$500,000 \$386,566 (City Capital)	5307
2017 Hunter Roberts	Audubon Building, 3940 Broadway	Manhattan	Total 2012 Hunter Roberts Amendments Services related to obtaining the final certificate of occupancy for the Audubon Building	\$386,566 \$100,000 (NYCEDC programmatic budget)	9192
2017 Hunter Roberts	Underneath a portion of the Major Deegan Expressway in Mott Haven	Bronx	Design and construction services with regard to construction of a new operations facility primarily for Graffiti Free NYC operation.	\$2,400,000 (City Capital)	5896
			Total 2017 Hunter Roberts Amendments	\$2,500,000	
Skanska	Skyport Parking Garage	Manhattan	Services related to obtaining a final certificate of occupancy for the Skyport Parking Garage	\$50,000 (NYCEDC programmatic budget)	6628
			Total Skanska Amendments	\$50,000	

Exhibit O

GOULSTON & STORRS PC: LEGAL RETAINER Executive Committee Meeting November 7, 2019

Project: Legal representation of NYCEDC in connection with the amendment and restatement of a long term sub-sublease (the "Lease") dated as of December 29, 2006 by and between the Health and Hospitals Corporation (the "Landlord") and ARE-EAST River Science Park, LLC (the "Tenant"). NYCEDC negotiated the Lease on behalf of the Landlord, which leased from the City the premises being sublet to the Tenant. NYCEDC now serves as the lease administrator.

Contractor: Goulston & Storrs PC ("Goulston")

Agreements to be Approved:

- An agreement with Goulston for Project services (the "Retainer Agreement")
- Any needed Funding Source Agreements

Procurement Method: Sole source, due to the complexity of the Lease terms, the changes necessary to accommodate the Tenant's exercise of an option under the Lease and the tightness of the time schedule for the changes. Max Friedman at Goulston, who negotiated the Lease and is familiar with the delicate balances that are inherent in its terms, will be lead attorney and is the most effective and efficient counsel in negotiating the proposed amendment and restatement of the Lease.

Amount to be Approved: Up to \$400,000

Source of Funds to NYCEDC: Tenant

Scope: The premises covered by the Lease is an approximately 3.7-acre parcel (the "Premises") of land on the northern end of the Bellevue Hospital Center campus. The Lease also granted an option to the Tenant on an approximately one-acre parcel of land north of the Premises (the "Option Premises") and the Tenant exercised that option in July 2019. The parties have agreed to amend and restate the Lease in order to incorporate changes which reflect the inclusion of the Option Premises and the amendments to the Lease since 2006. In connection therewith, Goulston will provide Project services, with Max Friedman as lead attorney

Goulston will charge the following rates per hour: \$600 for partners, \$490 for counsel and senior associates with at least 6 years' experience, \$380 for associates with at least two but less than six years of experience, and \$190 for associates with up to two years of experience and paralegals. Goulston will also be reimbursed for certain expenses. It should be noted that the City's Law Department, pursuant to its role under NYCEDC's annual contracts with the City, has approved the rates and retention of Goulston for this matter.

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

NYCEDC Project Code: 2801

Staff: Meredith Jones, General Counsel, Legal
Deborah Bindler, Senior Counsel, Legal

Exhibit P

**BOARD OF MANAGERS OF ESSEX CROSSING SITE TWO CONDOMINIUM
Executive Committee Meeting
November 7, 2019**

Proposed Resolution: To authorize the President of NYCEDC, on behalf of NYCEDC, to request person(s) to serve as a member of the Board of Managers (the "Board") of Essex Crossing Site Two Condominium ("Site Two Condominium"), which person(s) shall be deemed to be requested and authorized by NYCEDC to so serve and to hold any other uncompensated position to which he/she is appointed, elected, named or chosen by the Site Two Condominium or its Board.

Background: NYCEDC leases a unit owned by the City in the Site Two Condominium in the Seward Park mixed use development project. Essex Market operates in the unit. Under NYCEDC's lease, the unit owner (now the City) has assigned to NYCEDC, as tenant, all of the rights of the owner of the unit under the condominium declaration, including without limitation, the right to vote as the unit owner, the right to designate member(s) of the condominium board (a "Board Member") and the right to have said Board Member(s) appoint officers of the condominium board. As a result, NYCEDC needs to appoint a Board Member for the Site Two Condominium. In connection with the designation of such Board Member for the Site Two Condominium, it is proposed that the Executive Committee authorize the President of NYCEDC, on behalf of NYCEDC, to fill the Site Two Condominium Board Member position as needed.

NYCEDC's annual contracts with the City provide that the City will indemnify officers and employees of NYCEDC serving as board members, directors or officers of other corporations at the request of NYCEDC.