



**NOTICE OF REGULAR MEETING OF THE EXECUTIVE COMMITTEE
OF NEW YORK CITY ECONOMIC DEVELOPMENT CORPORATION
March 18, 2020**

A regular meeting of the Executive Committee of the Board of Directors of New York City Economic Development Corporation ("NYCEDC") will be held at 9:00 a.m. on Wednesday, March 18, 2020 in Conference Center A/B, on the 14th Floor at the offices of NYCEDC at One Liberty Plaza, New York, New York. The agenda for the meeting is as follows:

- I. Approval of Minutes of the February 5, 2020 Regular Meeting of the Executive Committee
- II. Contracts and Other Matters
 - On-Call Maritime Engineering Consultant Services
 - Homeport Resiliency Projects
 - Tompkinsville Esplanade and Pier
 - Coney Island West 20th Street
 - Emergency Preparedness and Response
 - Fuel Hedging Advisory Services
 - Maintenance, Repair and Emergency Services for Gates and Doors Citywide
 - Hamilton Avenue Asphalt Plant Rehabilitation
 - Richmond County Bank Ballpark
 - NYC Ferry Homport 2
 - Funding Agreements
- III. Such other business as may properly come before the meeting

New York, New York
Dated: March 13, 2020


Assistant Secretary



MEETING OF
THE EXECUTIVE COMMITTEE
OF
NEW YORK CITY ECONOMIC DEVELOPMENT CORPORATION
March 18, 2020

TABLE OF CONTENTS

TAB

I.	Definitions	1
II.	Minutes of the February 5, 2020 Executive Committee Meeting	2
III.	Contracts and Other Matters	
	• On-Call Maritime Engineering Consultant Services	3
	• Homeport Resiliency Projects	4
	• Tompkinsville Esplanade and Pier	5
	• Coney Island West 20 th Street	6
	• Emergency Preparedness and Response	7
	• Consent Chart	8
	• Fuel Hedging Advisory Services	9
	• Maintenance, Repair and Emergency Services for Gates and Doors Citywide	10
	• Hamilton Avenue Asphalt Plant Rehabilitation	11
	• Richmond County Bank Ballpark	12
	• NYC Ferry Homeport 2	13
	• Funding Agreements	14

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



MINUTES OF THE REGULAR MEETING
OF THE EXECUTIVE COMMITTEE
OF
NEW YORK CITY ECONOMIC DEVELOPMENT CORPORATION
February 5, 2020

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 Wednesday, February 5, 2020, in Conference Center A/B, at NYCEDC's offices at One Liberty Plaza, New York, New York.

The following members of the Executive Committee were present:

William Candelaria (by conference telephone)
Wilton Cedeno
Pedram Mahdavi (as alternate for Vicki Been)
James McSpiritt
James Patchett
Michael Schlein
Betty Woo

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

The meeting was chaired by Michael Schlein, Chairperson of NYCEDC, and called to order at 9:52 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 December 18, 2019 Regular Meeting of the Executive Committee

There were no questions or comments with respect to the minutes of the December 18, 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 proposal for (i) a construction management ("CM") contract (a "CM Contract") with AECOM USA, Inc. for CM 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, Bronx, and (ii) any agreements necessary to obtain funds ("Funding Source Agreements") for this project, on substantially the terms set forth in Exhibit A hereto.

In answer to a question from Matthew Washington, a Director of NYCEDC, Mr. Flanigan stated that the exact output of the trigeneration system would be determined in the final design but that it was currently estimated that it would be approximately 5 megawatts. In answer to a question from Mr. Ceden, Mr. Flanigan stated that it was anticipated that the project work would be completed by approximately the end of 2022.

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) Willets Point

Jennifer Cohen, a Vice President of NYCEDC, presented a proposal for NYCEDC to enter into (i) a first amendment to the Pre-Development Agreement that NYCEDC entered into on February 5, 2018 with Queens Development Group, LLC ("QDG") to construct the first phase of the Willets Point development on an approximately 6-acre site located within the Willets Point Urban Renewal Area and the Special Willets Point District, east of Citi Field Stadium, to provide for an updated scope of work, deal structure, and business terms, and (ii) any additional documents to advance the program, on substantially the terms set forth in Exhibit B hereto.

In answer to a question from Mr. McSpiritt, Ms. Cohen stated that the amendment was being entered into in part to address a timing issue to enable NYCEDC to provide some funds if needed before certain funding agreements for the Project were registered. She additionally noted that NYCEDC would provide funds for a developer fee, which fee was not capably eligible and thus could not be reimbursed through the funding agreements, as well as street and infrastructure maintenance on an interim basis.

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) The Surrender of Interests in and Development of the East 126th Street Bus Depot

PJ Berg, a Vice President of NYCEDC, presented a proposal for NYCEDC (i) to enter into a memorandum of understanding (“MOU”) with the Manhattan and Bronx Surface Transit Operating Authority (“Tenant”), a subsidiary of New York City Transit Authority (“NYCTA”), The City of New York (the “City”), NYCTA, and the Metropolitan Transportation Authority (“MTA”) to provide for Tenant’s surrender to the City of 2460 Second Avenue, Manhattan (Block 1803, Lot 1) (the “Site”) and a portion of the adjacent street bed approved to be de-mapped on the east side of Second Avenue between 126th and 127th Streets (together with the Site, the “Project Site”), to facilitate the anticipated redevelopment of the Project Site and (ii) possibly to assume maintenance responsibility of the Project Site or to reimburse MTA for future reasonable costs and expenses associated with maintaining the Project Site, all on substantially the terms set forth in Exhibit C hereto.

In answer to a question from Mr. McSpirtt, Mr. Patchett stated that NYCEDC currently was seeking an operator of the memorial and cultural education center anticipated to be included in the redevelopment of the Project Site, commemorating the Harlem African Burial Ground on a portion of the Site.

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

(d) NYC Ferry Infrastructure

Cheehan Leung, an Assistant Vice President of NYCEDC, presented a proposal for (i) one or more amendments to NYCEDC’s CM Contract with Skanska USA Building Inc. (“Skanska”) for CM and related services related to the implementation and improvement of the NYC Ferry program, to provide for additional CM and related services for existing and new NYC Ferry landings, and (ii) any needed Funding Source Agreements for this project, on substantially the terms set forth in Exhibit D hereto.

In answer to a question from Mr. Cedenno, Mr. Leung stated that NYCEDC generally was building new landings a bit faster than when it first started building them. Seth Myers, an Executive Vice President of NYCEDC, additionally explained that the time to build at each site was different because each site was unique and had a different set of conditions, but that overall NYCEDC had become much more efficient and familiar with the process. Mr. Patchett then discussed how the type of pilings and the technique for installing them was very different than 30 years ago.

In answer to a question from Hector Cordero-Guzman, a Director of NYCEDC, James Wong, a Senior Vice President of NYCEDC, explained that NYCEDC had learned from past studies that there were various challenges in terms of maneuverability and obstacles as ferries approached and went further north in the Harlem River, and through the Bronx Kill, and that other studies showed that utilizing that route presented

challenges to making travel time competitive. In answer to a question from Mr. Washington, Mr. Wong stated that although other ferry operators almost certainly would benefit from Skanska's work at Pier 11, NYCEDC had decided to perform such work because it felt that improvements to the Pier 11 facility were necessary for the NYC Ferry service.

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) Orchard Beach Pavilion Reconstruction

Nikita Sharma, a Senior Project Manager of NYCEDC, presented a proposal for (i) an amendment to the contract with Marvel Architects PLLC for architectural and engineering services and a feasibility study for the reconstruction of the landmarked Orchard Beach Pavilion in the Bronx (the "Pavilion") and the addition of a new ADA compliant beach passageway to reopen the Pavilion for public access (the "Pavilion Project"), to provide for additional architectural and engineering services for the Pavilion Project, (ii) one or more amendments to the contract with Gilbane Building Company ("Gilbane") for CM and related services for the Pavilion Project, and (iii) any needed Funding Source Agreements for the Pavilion Project, on substantially the terms set forth in Exhibit E hereto.

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 James Katz, an Executive Vice President of NYCEDC.

(a) Vessel Oversight Services

A proposed amendment to NYCEDC's contract with Elliott Bay Design Group LLC for engineering related oversight of the construction and maintenance of the NYC Ferry fleet and barges and certain related facilities, on substantially the terms set forth in Exhibit F hereto.

(b) Marine Highway Market Assessment

(i) A proposed contract with Hatch Associates Consultants, Inc. to provide for a study to identify new cargo shipping opportunities between New York City maritime terminals and ports along the Northeast Atlantic coast (which network of ports, including those in the City, are collectively referred to as the Marine Highway), to reduce the volume of cargo carried by truck in New York City, and (ii) any needed Funding Source

Agreements for this project, on substantially the terms set forth in Exhibit G hereto.

(c) Funding Agreements

(i) Proposed funding agreements with (1) New York Restoration Project, and (2) Manhattan Theatre Club, Inc., or affiliates, and (ii) any agreements necessary to obtain funds for said agreements, on substantially the terms set forth in Exhibit H hereto.

(d) Citywide Rehabilitation/Improvements

(i) One or more proposed amendments to NYCEDC's CM Contract with Gilbane, and (ii) any needed Funding Source Agreements, to provide for work related to facilities at various locations in the City, on substantially the terms set forth in Exhibit I hereto.

(e) On-Call Maritime Engineering Consultant Services

One or more amendments to NYCEDC's maritime engineering contract with each of BTMI Engineering, PC f/k/a Ocean and Coastal Consultants Engineering, P.C., Pennmax Consulting Engineers, P.C. assignee of Pennmax Engineering, PLLC, Maser Consulting Engineers and Land Surveyors, P.A., Professional Corporation, and CH2M Hill Engineering, P.A. for maritime engineering consultant services at various sites (collectively, the "Maritime Engineering Contracts"), to extend each of the Maritime Engineering Contracts until tasks thereunder are completed, on substantially the terms set forth in Exhibit J hereto.

(f) Area Maintenance Program Services

(i) One or more amendments to NYCEDC's Area Maintenance Program contract with The Doe Fund, Inc. ("Doe Fund") for labor and supervision for general maintenance services and social services to its staff, to provide additional funds for specific tasks primarily in Fiscal Year 2020, and (ii) any needed Funding Source Agreements for this project, on substantially the terms set forth in Exhibit K hereto.

In answer to a question from Mr. McSpiritt, Nathan Moran, an Assistant Director of NYCEDC, stated that the Doe Fund work at One Liberty Plaza would primarily involve the performance of office aide and administrative services.

(g) New Revolving Loan Fund Programs

(i) A proposed agreement with TruFund Financial Services, Inc., (ii) a proposed agreement with BOC Capital Corp. ("BOC"), and (iii) any needed Funding Source Agreements, to provide funds for two new revolving loan fund programs based upon prior NYCEDC revolving loan fund programs, on substantially the terms set forth in Exhibit L hereto.

(h) ConstructNYC Training Program

One or more proposed amendments to NYCEDC's contract with BOC (the "BOC Contract") for the administration of the ConstructNYC Training Program (the "Training Program"), and as part of the Training Program the provision of in-depth, individualized technical assistance to select minority, women, and disadvantaged business enterprise construction firms, to provide for (i) the extension of the BOC Contract pursuant to each of its three one-year renewal options and (ii) funds for such renewal periods, on substantially the terms set forth in Exhibit M hereto.

(i) Hunts Point Community Engagement Facilitator

A proposed consulting contract with Pratt Institute for engagement services related to a community-centered process to develop a new Hunts Point Vision Plan that builds upon the previous 2004 Hunts Point Vision Plan, on substantially the terms set forth in Exhibit N 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 – N 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) – (i) 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 10:27 a.m.

Assistant Secretary

Dated: _____
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
February 5, 2020**

Project: CM 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: AECOM USA, Inc. (the "Hunts Point CM")

Agreements to be Approved:

- A CM Contract with the Hunts Point CM for Project CM and related services (the "Hunts Point CM Contract")
- Any needed Funding Source Agreements

Procurement Method: Publicly advertised RFP, using the competitive sealed proposals method of procurement. The Hunts Point CM shall act as a CM and procure subcontractors for the Project work. Subcontractors retained by the Hunts Point CM may, in turn, subcontract certain work.

Amount to be Approved: Up to \$67,000,000

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

Scope: The Hunts Point CM shall provide and subcontract for CM and other services for the installation of a solar photovoltaic system and backup generators and the construction of a trigeneration system. 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 be able to 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. The trigeneration system will be located at Hunts Point Site D and will be able to 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 CM will provide for Project services during all phases of construction. Certain design, engineering and related services for this project have been provided under a separate contract authorized by the Executive Committee.

Proposed Resolution: To authorize the President and any empowered officer to enter into the Hunts Point CM Contract and any needed Funding Source Agreements substantially as described herein

Page 13 of 56

The Hunts Point Energy Resiliency Project was last presented to the Executive Committee on August 13, 2019.

NYCEDC Project Code: 6111

Staff: Jhaelen Hernandez-Eli, Senior Vice President, Asset Management
Prince Flanigan, Assistant Vice President, Asset Management
Raymond A. Klein, Counsel, Legal

Exhibit B

WILLETS POINT Executive Committee Meeting February 5, 2020

Project: Remediation and infrastructure construction to facilitate development of an approximately 6-acre site (the "Site") located within the Willets Point Urban Renewal Area and the Special Willets Point District, east of Citi Field Stadium. The Site consists of Block 1833, Lots 103, 111, 117, 120, 141, 143, 151, 158 and p/o Lot 155, as well as Block 1826, Lot 200 in the Borough of Queens. The Site is currently vacant, lacks infrastructure, and requires environmental remediation.

On February 5, 2018 NYCEDC entered into a Pre-Development Agreement ("PDA") with Queens Development Group, LLC ("QDG") to construct the first phase of the Willets Point development ("Phase 1") on the Site.

Phase 1 comprises:

- environmental remediation of the Site in accordance with State DEC standards pursuant to the Brownfield Cleanup Program (the "Remediation Work");
- construction of on-site and off-site infrastructure, including the replacement of a 72" trunk water main in Willets Point Boulevard, construction of sanitary and storm sewers, distribution water mains, dry utilities, streets, open space and other associated work (the "Infrastructure Work");
- construction of 100% affordable residential buildings totaling approximately 1,100 housing units (the "Construction Work"); and
- delivery of a development-ready construction pad to the New York City School Construction Authority (the "School Parcel Work").

Developer: QDG

Agreement to be Approved: The PDA as amended by the proposed first amendment to the PDA ("First Amendment"), which reflects an updated scope of work, deal structure, and business terms.

Procurement Method: QDG was selected as the developer of the Site based on its response to a 2012 competitive RFP and as a result the entering into of the PDA as amended by the First Amendment is on a sole source basis.

Amount to be Approved: Up to \$25,000,000

Page 15 of 56

Sources of Funds to NYCEDC: City Capital Budget and/or NYCEDC programmatic budget funds

Scope: NYCEDC proposes to amend the PDA to, among other things, (i) require that QDG undertake portions of the Remediation Work and Infrastructure Work on an

expedited timeline in order to prepare the Site for the Construction Work and the School Parcel Work and (ii) set forth certain roles and responsibilities with regard to payment of a portion of project maintenance costs.

Pursuant to the PDA as amended by the First Amendment, a portion of the Remediation Work and Infrastructure Work will be funded with City Capital Budget funds through two (or more) funding agreements (the "Funding Agreements") to be submitted to the Executive Committee for approval in or before Q2 FY2021. The Funding Agreements are in substantially final form (subject to OMB approval). To avoid a significant delay to the construction of the Phase 1 affordable housing, NYCEDC and QDG have agreed that it is advisable for QDG to commence portions of the Remediation Work and Infrastructure Work ahead of entering into the Funding Agreements, pursuant to the following terms:

- (i) Remediation: Expenditures for Remediation Work funded by QDG are reimbursed by NYCEDC in the event the PDA is terminated, regardless of cause (if the PDA is not terminated, these expenditures will count toward QDG's equity contribution for Phase 1 and will not be reimbursed);
- (ii) Infrastructure: Eligible expenditures for Infrastructure Work will be reimbursed by NYCEDC with City Capital Budget funds upon registration of the Funding Agreements and availability of Funding Agreement proceeds. NYCEDC will also reimburse QDG for eligible infrastructure expenditures in the event that (a) the PDA terminates prior to Funding Agreement registration (for reasons other than Developer default), or (b) the Funding Agreements terminate (for reasons other than Developer default) after registration (but only as to expenditures that were incurred prior to the date of such termination).

Pursuant to the PDA as amended by the First Amendment up to \$25,000,000 is being authorized for the above Remediation and Infrastructure expenditures by NYCEDC in accordance with clauses (i), (ii)(a) and (ii)(b) and the below described developer fee and street and infrastructure maintenance costs.

The Phase 1 transaction is structured to allow QDG to collect a 3% developer fee for the Infrastructure Work. This fee is not capitably eligible and cannot be paid through the Funding Agreements. NYCEDC will pay such fee and will likely use NYCEDC programmatic budget funds to do so.

Lastly, the streets that will be constructed by QDG as part of the Infrastructure Work will initially be private and unmapped. NYCEDC is investigating a long-term solution to address maintenance of the streets and infrastructure therein, but as an interim solution, NYCEDC will be responsible for maintenance obligations related to the streets and infrastructure within the streets. NYCEDC will pay such costs and will likely use NYCEDC programmatic budget funds to do so.

Proposed Resolution: To authorize the President and any empowered officer entering into the PDA as amended by the First Amendment and any additional documents to advance the program substantially as described herein.

NYCEDC Project Code: 1906

Staff: Hester Muis, Executive Vice President, Real Estate Transaction Services
Max Padden, Senior Vice President, Real Estate Transaction Services
Jennifer Cohen, Vice President, Real Estate Transaction Services
PJ Berg, Vice President, Real Estate Transaction Services
Kim Bernardin, Associate, Real Estate Transaction Services
Judy Fensterman, Assistant General Counsel, Legal

Exhibit C

THE SURRENDER OF INTERESTS IN AND DEVELOPMENT OF THE EAST 126TH STREET BUS DEPOT Executive Committee Meeting February 5, 2020

Overview: Manhattan and Bronx Surface Transit Operating Authority ("MaBSTOA" or "Tenant"), a subsidiary of New York City Transit ("NYCT"), currently leases certain properties, including 2460 Second Avenue (Block 1803, Lot 1) (the "Site") from The City of New York (the "City"), pursuant to a Master Lease Agreement between the City and Tenant dated March 20, 1962 (the "MaBSTOA Lease"). Tenant has also used a portion of the adjacent street bed approved to be de-mapped on the east side of Second Avenue between 126th and 127th Streets (the "Parking Area"). The Site and such portion of the street are collectively referred to as the "Project Site".

The Site occupies the full block bounded by East 126th and East 127th Streets and First and Second Avenues in East Harlem (see Attachment 1). The Project Site is currently improved with an approximately 106,000 square foot bus depot and 10,000 square foot outdoor parking area. The Site is leased from the City to Tenant for use as a facility for bus operations, storage and employee parking. In the 17th, 18th and 19th centuries, a portion of the Site was a cemetery for people of African descent (the "Harlem African Burial Ground").

In 2015, Tenant and its affiliates ceased most of their operations at the Site (parking and servicing of buses within the interior of the depot) but continued certain operations such as: bus parking in the outdoor Parking Area.

The Project Site is anticipated to be redeveloped with a memorial and a cultural education center commemorating the Harlem African Burial Ground, which will be integrated into a new mixed-use development that will include affordable and mixed-income residential, commercial and community facility uses (the "Project").

In 2017, the Project Site was rezoned and authorized for disposition under ULURP, along with other related actions (the "ULURP Actions"). It is anticipated that NYCEDC, on behalf of the City, will issue an RFP (the "RFP") seeking proposals to build the Project on the Project Site, and thereafter select a developer to construct the Project, subject to future Board and other approvals for such disposition (the "Disposition").

Surrender: To facilitate the Project, Tenant intends to surrender the Project Site to the City on substantially the terms described herein and as set forth in a proposed MOU among NYCEDC, Tenant, the City, NYCTA and MTA.

Page 18 of 56

The MOU shall provide that, upon satisfaction of various conditions and notice from NYCEDC, Tenant agrees to vacate and surrender the Project Site to the City.

It is anticipated that NYCEDC will receive an administration fee based on the sale and/or lease proceeds in connection with the Disposition.

Subject to availability, proceeds from the Disposition will be aggregated and distributed by NYCEDC as follows:

First, to NYCEDC and the City, as applicable, as reimbursement for costs incurred in connection with the rezoning, RFP, site preparation and development of the Project Site, including the costs of preparing the EIS, traffic analysis, space rental for public meetings, affordable housing subsidy, New York City Housing Infrastructure Fund contributions and any other subsidy provided by the City for the development of the Site; and

Second, the net proceeds to the MTA or its respective designee(s) (the "Net Proceeds").

If the Disposition has not occurred by December 31, 2022 and MTA has vacated and surrendered the Project Site, NYCEDC, in its sole discretion, will either (i) assume maintenance responsibility of the Project Site, or (ii) reimburse MTA for all of the future reasonable costs and expenses associated with maintaining the Project Site (commensurate with the cost of maintaining other comparably-sized mothballed sites). NYCEDC anticipates this cost would not exceed \$200,000 per year

Existing Zoning: The Site is zoned C6-3, which permits community facility, commercial and residential uses.

Public Approvals: On June 24, 2015, the MTA Board of Directors approved the surrender of the Site to the City, subject to the MTA receiving the Net Proceeds of the sale or long-term lease of the Project Site.

The ULURP Actions were approved by the City Planning Commission by resolution on July 26, 2017, and by the New York City Council on September 27, 2017.

Proposed Resolution: Approval for NYCEDC to enter into an MOU with Tenant, City, NYCTA, and MTA, containing terms substantially as described above, and for NYCEDC to assume maintenance responsibility of the Project Site or to reimburse MTA for future reasonable costs and expenses associated with maintaining the Project Site substantially as described above

NYCEDC Project Code: 6352

NYCEDC Staff: Kim Bernardin, Associate, Real Estate Transaction Services
PJ Berg, Vice President, Real Estate Transaction Services
Lauren Wolf, Senior Vice President, Real Estate Transaction Services
Lauren Brady, Senior Counsel, Legal

Page 19 of 56

Attachment 1: Project Site Map

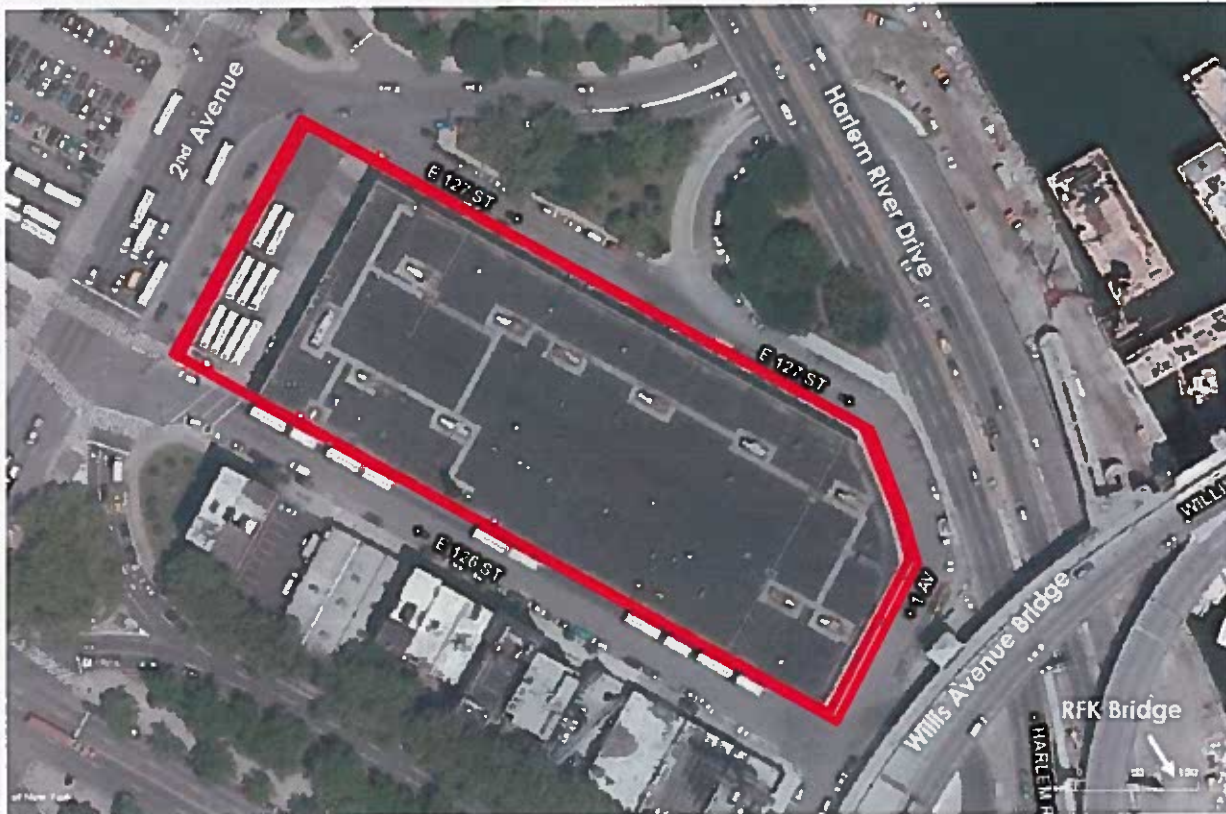


Exhibit D

NYC FERRY INFRASTRUCTURE Executive Committee Meeting February 5, 2020

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

Contractor: Skanska

Agreements to be Approved:

- One or more amendments (the "Skanska Amendment") to NYCEDC's CM Contract with Skanska for the NYC Ferry project (the "Skanska Contract"), for the provision of additional CM and related services for existing and new NYC Ferry landings
- Any needed Funding Source Agreements

Procurement Method: Sole source amendment to a contract that was competitively procured. Skanska will continue to 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.

Amount to be Approved: Up to an additional \$67,000,000

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

Scope: Through the Skanska Amendment, Skanska shall provide CM and related services for the construction of new ferry landings at St. George (Staten Island), Coney Island Creek (Brooklyn), and Ferry Point Park (The Bronx). This will primarily consist of a new ferry landing barge, access gangway and various upland work at each location. This upland work includes, but is not limited to, making electrical connections to power the landings, ticket machines, signage, seating, heat lamps, space for queuing, and landscaping to adapt the site for ferry traffic.

Skanska will also provide CM and related services for the rehabilitation of Pier 11 (Manhattan), DUMBO (Brooklyn), South Williamsburg (Brooklyn) and Hunters Point South (Queens) landings. This work will include reorientation of landings for more effective operation and the rehabilitation or replacement of landing barges, fenders, and gangways. Funds from the Skanska Amendment may also be used for improvements at other existing NYC Ferry landings.

Page 21 of 56

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 NYC Ferry Service Project was last presented to the Executive Committee on December 18, 2019.

NYCEDC Project Code: 6155

Staff: Cheehan Leung, Assistant Vice President, Capital Program
Jennifer Cass, Vice President, Capital Program
Raymond A. Klein, Counsel, Legal

Exhibit E

ORCHARD BEACH PAVILION RECONSTRUCTION Executive Committee Meeting February 5, 2020

Project: Architectural and engineering services, and CM and related services, including pre-construction, construction and post-construction services, related to the reconstruction of the landmarked Orchard Beach Pavilion in The Bronx (the "Pavillion") and the addition of a new ADA compliant beach passageway to reopen the Pavilion for public access (the "Pavillion Project")

Contractors:

- Marvel Architects PLLC
- Gilbane

Agreements to be Approved:

- An amendment to the Marvel Architects PLLC contract (the "Marvel Contract") for architectural and engineering services and a feasibility study for the Pavilion Project (the "Marvel Contract Amendment") to provide for additional architectural and engineering services
- One or more amendments to the Gilbane (the "Gilbane Contract") contract for CM and related services for the Pavillion Project (the "Gilbane Contract Amendments")
- Any needed Funding Source Agreements

Procurement Methods:

- Marvel Contract Amendment: amendment to a contract procured by a publicly advertised RFP
- Gilbane Contract Amendments: One or more amendments to the Gilbane Contract which was procured by a publicly advertised RFP using the competitive sealed proposals procurement method. Gilbane is acting as a CM and procuring subcontractors for the Pavilion Project 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 CM may, in turn, subcontract certain work.

Amounts to be Approved:

- Up to \$500,000 for the Marvel Contract Amendment for a total contract value of up to \$6,500,000
- Up to \$53,036,000 for the Gilbane Contract Amendment for a total contract value of up to \$63,536,000

Source of Funds: City Capital Budget funds and State Grants

Page 23 of 56

Scope: The Pavilion restoration will reactivate the inaccessible structure, restore the public space, and provide benefits for the local community and beyond. NYCEDC has engaged Gilbane as a CM to provide pre-construction, construction and post-construction services for the Pavilion Project. This project will include the restoration of the Pavilion (including new elevators, bathrooms and functional spaces), and the addition of an accessible beach passageway. At this time, NYCEDC proposes to amend the Marvel Contract to perform additional architectural and engineering services as required for the Pavilion Project and to amend the Gilbane Contract

to provide primarily for additional construction and post-construction services for the remainder of the Pavilion Project.

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

The Orchard Beach Pavilion Reconstruction Project was last presented to the Executive Committee on June 27, 2018 and December 19, 2018.

NYCEDC Project Code: 7139

Staff: Nikita Sharma, Senior Project Manager, Capital Program
Odit Oliner, Assistant Vice President, Capital Program
Elizabeth Arnaiz, Senior Vice President, Capital Program
Michael Barone, Senior Counsel, Legal

Exhibit F

**VESSEL OVERSIGHT SERVICES
Executive Committee Meeting
February 5, 2020**

Project: Engineering related oversight of the construction and maintenance of the NYC Ferry fleet and barges and certain related facilities

Contractor: Elliott Bay Design Group LLC ("Elliott Bay")

Agreement to be Approved: An amendment (the "Amendment") to NYCEDC's contract with Elliott Bay for Project services (the "Contract")

Procurement Method: Sole source amendment to a contract that was competitively procured

Amount to be Approved: Up to \$2,500,000, bringing the authorized amount of the Contract as amended to up to \$5,000,000

Source of Funds to NYCEDC: NYCEDC programmatic budget funds

Scope: In May 2018, the Mayor announced a doubling of the NYC Ferry fleet. Pursuant to that directive, NYCEDC has undertaken to construct and put in to service an expanded vessel fleet, which requires oversight services. This increased level of work requires the expending of Contract funds more rapidly and in an amount greater than originally forecasted. As a result, the amount of the Contract will be increased. The term of the Contract will also be extended for an additional year, for a total of six years.

Under the Contract, Elliot Bay provides consulting services for NYC Ferry. It is involved in overseeing construction and maintenance of vessels and barges and certain NYC Ferry facilities and auditing a safety management system.

Services under the Contract as amended by the Amendment will continue to include, without limitation: marine engineering and vessel engineering reviews and audits, vessel construction oversight, vessel appraisals, vessel damage surveys, and other similar activities.

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

The Vessel Oversight Services project was last presented to the Executive Committee on November 9, 2017. page 25 of 56

NYCEDC Project Code: 6569

Staff: James Wong, Senior Vice President, Ferries
Ethan Wiseman, Assistant Vice President, Ferries
Lauren Brady, Senior Counsel, Legal

Exhibit G

MARINE HIGHWAY MARKET ASSESSMENT Executive Committee Meeting February 5, 2020

Project: Study (the "Market Assessment") to identify new cargo shipping opportunities between New York City maritime terminals and ports along the Northeast Atlantic coast (which network of ports, including those in the City, are collectively referred to as the Marine Highway), to reduce the volume of cargo carried by truck in New York City

Contractor: Hatch Associates Consultants, Inc. (the "Consultant")

Agreements to be Approved:

- A contract with the Consultant to provide Project services (the "Market Assessment Contract")
- Any needed Funding Source Agreements

Procurement Method: Publicly advertised RFP. A contract for Project services with a different contractor was approved by the Executive Committee on December 18, 2019 but the approved contractor withdrew, resulting in the need for a different respondent to the RFP to be chosen for Project services.

Amount to be Approved: Up to \$373,029

Source of Funds:

- Up to \$298,423 made available by U.S. Department of Transportation, Maritime Administration
- Up to \$74,606 of NYCEDC programmatic budget funds

Scope: The Market Assessment requires the services of specialized maritime industry experts. Tasks the Consultant and its subconsultants are to undertake will include outreach to local and regional businesses that can shift cargo to the Marine Highway, identification of physical improvements needed to the Marine Highway, and development of an action plan that outlines steps necessary by industry and government to catalyze additional service.

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

NYCEDC Project Code: 7857

Page 26 of 56

Staff: Adam Lomasney, Assistant Vice President, Transportation
Andrew Genn, Senior Vice President, Transportation
Brandon Ng, Project Manager, Grants
Michael Barone, Senior Counsel, Legal

FUNDING AGREEMENTS
Executive Committee Meeting
February 5, 2020

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) New York Restoration Project, a not-for-profit corporation – Funding Agreement	1328 Clay Avenue, Bronx, NY 10456	City Council	Up to \$515,122	To fund a portion of the cost of renovations to a community garden.
(2) Manhattan Theatre Club, Inc., a not-for-profit corporation – Funding Agreement	261 West 47 th Street, Manhattan, NY 10036	Manhattan Borough President, City Council, and Dept. of Cultural Affairs	Up to \$1,497,561	To fund a portion of the cost of a digital outdoor display system and a comprehensive façade restoration

NYCEDC Project Codes: (1) 7889; (2) 7453

NYCEDC Staff: (1) Priya Ananthanathan, Assistant Vice President; (2) Sandy Chung, Assistant Vice President

Description of Contractors

- (1) **New York Restoration Project** is a not-for-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.
- (2) **Manhattan Theatre Club, Inc.** is a not-for-profit theatre organization with a mission to produce a season of innovative work; to encourage significant new work by creating an environment in which writers and theatre artists are supported by the finest professionals producing theatre today; to nurture new talent in playwriting, musical composition, directing, acting and design; and to reach young audiences through innovative educational programs and cultivate the next generation of theatre professionals.

Exhibit I

**CITYWIDE REHABILITATION/IMPROVEMENTS
Executive Committee Meeting
February 5, 2020**

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

Contractor: Gilbane

Agreements to be Approved for Project Work:

One or more amendments (the "Gilbane Amendments") to NYCEDC's CM Contract with Gilbane (the "Gilbane Amendments") to provide for Project services

- Any needed Funding Source Agreements

Procurement Method: Sole source amendments to a contract that was competitively procured. Gilbane 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. Subcontractors retained by Gilbane may, in turn, subcontract certain work.

Amount to be Approved: Up to \$9,463,439 for the Gilbane Amendments

Source of Funds to NYCEDC: City Capital Budget funds, NYCEDC programmatic budget funds and possibly funds provided by the New York Public Library

Scope: At this time, NYCEDC proposes that Gilbane undertake substantially the work listed in Attachment A.

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

Staff: Jhaelen Hernandez-Eli, Senior Vice President, Asset Management
Raksha Ghulati, Assistant Vice President, Capital Program
Joanna Gargiula, Assistant Vice President, Capital Program
Cheehan Leung, Vice President, Capital Program
Alanna Rios, Senior Project Manager, Capital Program
Michael Barone, Senior Counsel, Legal

Attachment A

Contract	Work Site	Borough	Project Work	Estimated Maximum Cost	Project Code
Gilbane	New York Public Library - Melrose	Bronx	Design, construction and other related work to support improvements to a branch of the New York Public Library	\$ 893,782	7408
Gilbane	New York Public Library – Hunts Point	Bronx	Design, construction and other related work to support improvements to a branch of the New York Public Library	\$ 2,133,491	7409
Gilbane	New York Public Library – 125 th Street	Manhattan	Design, construction and other related work to support improvements to a branch of the New York Public Library	\$1,882,932	7410
Gilbane	New York Public Library – Fort Washington	Manhattan	Design, construction and other related work to support improvements to a branch of the New York Public Library	\$ 915,647	7411
Gilbane	New York Public Library – Port Richmond	Staten Island	Design, construction and other related work to support improvements to a branch of the New York Public Library	\$ 3,637,587	7374
			<u>Total Gilbane Amendments</u>	<u>\$ 9,463,439</u>	

Exhibit J

**ON-CALL MARITIME ENGINEERING CONSULTANT SERVICES
Executive Committee Meeting
February 5, 2020**

Project: Maritime engineering consultant services at various sites

Contractors:

- BTMI Engineering, PC f/k/a Ocean and Coastal Consultants Engineering, P.C. ("BTMI")
- Pennmax Consulting Engineers, P.C. assignee of Pennmax Engineering, PLLC ("Pennmax")
- Maser Consulting Engineers and Land Surveyors, P.A., Professional Corporation ("Maser")
- CH2M Hill Engineering, P.A. ("CH2M")

Agreements to be Approved for Project Work: One or more amendments (collectively, the "Amendments") to NYCEDC's maritime engineering contract with each of the below Contractors, to extend the contract until tasks thereunder are completed:

- BTMI
- Pennmax
- Maser
- CH2M

Procurement Method: Sole source amendments to contracts selected pursuant to a publicly advertised RFP

Amount to be Approved: No additional funds being provided. There is approximately \$12,000,000 authorized for the Project contracts that has not been spent to date.

Source of Funds to NYCEDC: Will vary based on the particular task. Sources may include, without limitation, City Capital Budget funds, NYCEDC's programmatic budget, State funds, City Tax Levy funds and other sources.

Scope: Waterfront investigation and inspection services, including surveys; underwater, subsurface and other types of inspections; review of available documents; soil borings; environmental, engineering and related studies; planning and design services; document preparation; preliminary engineering reports; final plans; and cost estimating.

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

The On-Call Maritime Engineering Consultant Services was last presented to the Executive Committee on December 18, 2019.

Page 31 of 56

Project Number: 6070

Staff: Jhaelen Hernandez-Eli, Senior Vice President, Asset Management
Prince Flanigan, Assistant Vice President, Asset Management
Gregory Dixon, Project Manager, Asset Management
Michael Barone, Senior Counsel, Legal

Exhibit K

AREA MAINTENANCE PROGRAM SERVICES Executive Committee Meeting February 5, 2020

Project: Provision of Area Maintenance Program services primarily for Fiscal Year 2020 for Industrial Business Zones, NYCEDC's Maritime Contract properties and other properties throughout the City

Contractor: The Doe Fund, Inc. ("Doe Fund")

Agreements and Purchases to be Approved:

- One or more amendments (the "Doe Fund Amendment") to NYCEDC's Area Maintenance Program contract with Doe Fund (the "Doe Fund Contract") for labor and supervision for general maintenance services and social services to its staff (the "General Maintenance Services"), to provide additional funds for specific tasks primarily in Fiscal Year 2020.
- Any needed Funding Source Agreements

Procurement Method: A sole source amendment to the Doe Fund Contract which was competitively procured.

Amount to be Approved: Up to \$220,400 for the Doe Fund Amendment

Sources of Funds to NYCEDC: NYCEDC programmatic budget funds

Scope: Doe Fund will provide labor and supervision for general maintenance services at Willoughby Square Open Space, Downtown Brooklyn, and miscellaneous administrative and office support services at NYCEDC's office at One Liberty Plaza. General maintenance services include, without limitation:

- site maintenance,
- debris removal,
- street and sidewalk cleaning,
- bollard and other barrier installation,
- graffiti removal services (Graffiti Free NYC),
- pressure washing,
- landscaping, and
- plant watering.

Doe Fund will pay living wage rates and provide support services to staff to assist their development and ability to lead independent and productive lives.

Page 32 of 56

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

The Area Maintenance Program Services project was last presented to the Executive Committee on June 26, 2019.

NYCEDC Project Code: 2357

Staff: Craig Small, Vice President, Asset Management
Nathan Moran, Assistant Director, Quality of Life Program Services
Hubert Tran, Project Manager, Asset Management
Henry Yi, Counsel, Legal

Exhibit L

NEW REVOLVING LOAN FUND PROGRAMS Executive Committee Meeting February 5, 2020

Project: Provide funds for two new revolving loan fund programs based upon prior NYCEDC revolving loan fund programs (the "New RLF Programs")

Contractors:

- TruFund Financial Services, Inc. ("TruFund")
- BOC Capital Corp. ("BOC")

Agreements to be Approved:

- Agreement with Trufund for the Project (the "Trufund Agreement")
- Agreement with BOC for the Project (the "BOC Agreement")
- Any needed Funding Source Agreements

Procurement Method: Sole source. The Contractors currently provide the services for the New Markets Revolving Loan Fund ("NMRLF") Program and the Kick-Start Revolving Loan Fund ("KSRLF") Program under separate agreements that were competitively procured.

Amount to be Approved: Up to \$1,800,000 in the aggregate of EDA (hereinafter defined) funds (the "EDA Funds") consisting of:

- Approximately \$800,000 comprised of Trufund's capital balance under the NMRLF Program, currently including approximately loans of \$231,550 and cash in the amount of \$564,000
- Approximately \$647,250 comprised of BOC's capital balance under the KSRLF Program, currently including approximately loans of \$559,356 and cash in the amount of \$87,894
- Approximately \$293,100 comprised of certain funds held by NYCEDC, remaining after termination of prior NYCEDC EDA direct lending programs (31 direct loans made by NYCEDC between 1979 and 1994)
- Approximately \$46,600 in funds recaptured by NYCEDC in 2016 from a terminated lender under the NMRLF Program

Source of Funds to NYCEDC: United States Department of Commerce, Economic Development Administration("EDA") Title IX Grant

Page 34 of 56

Scope: Trufund was originally procured by NYCEDC in 2006 as a lender under the NMRLF Program that provides loans to small businesses in distressed and underserved communities in New York City.

BOC was originally procured by NYCEDC in 2011 as a lender under the KSRLF Program that provides loans for minority-owned, women-owned and disadvantaged business enterprises ("M/W/DBEs").

The New RLF Programs will enable the Contractors to enhance the current lending programs that are being provided to small businesses and M/W/DBEs under the current NMRLF Program and KSRLF Program.

At the request of BOC Capital and Trufund, subject to the review and approval of EDA, NYCEDC is seeking to transfer the EDA funds to the Contractors for the New RLF Programs thereby removing NYCEDC as the administrator of the EDA Funds and allowing EDA to directly contract with the Contractors pursuant to separate agreements to be entered into between the Contractors and the EDA related to the New RLF Programs.

Proposed Resolution: To authorize the President and any empowered officer to enter into the Trufund Agreement, BOC Agreement, and any needed Funding Source Agreements.

NYCEDC Project Codes: 4746; 2526

Staff: Liza Kent, Senior Vice President, Finance
Benjamin Wu, Vice President, Finance
Astrid Andre, Senior Counsel, Legal

Exhibit M

**CONSTRUCTNYC TRAINING PROGRAM
Executive Committee Meeting
February 5, 2020**

Project: Administering the ConstructNYC Training Program (the "Training Program"), and as part of the Training Program providing in-depth, individualized technical assistance to select minority, women, and disadvantaged business enterprise construction firms ("M/W/DBE Firms")

Contractor: BOC Capital Corp. ("BOC")

Agreements to be Approved: One or more amendments (the "BOC Amendments") to NYCEDC's contract with BOC (the "BOC Contract") for the Project to provide for (i) the extension of the BOC Contract pursuant to each of its three one year renewal options and (ii) funds for such renewal periods

Procurement Method: Sole source amendment(s) to the BOC Contract that was procured through a publicly advertised RFP

Amount be Approved: Up to an additional \$310,000 for each renewal period. Unspent funds at the end of any period of the BOC Contract may be spent in subsequent periods of the BOC Contract.

Source of the Funds: NYCEDC's programmatic budget

Scope: In 2015, NYCEDC launched the ConstructNYC Program ("ConstructNYC"), which is designed to prequalify M/W/DBE Firms in specific construction trades to work on NYCEDC projects, either as a contractor to NYCEDC or as a subcontractor through NYCEDC CM Contracts. BOC will continue to deliver the Training Program component of the ConstructNYC program to M/W/DBE Firms. The training will be focused on strengthening the financial, project management and business acumen of participating firms to build their capacity and put them in a stronger competitive position. BOC will also provide technical assistance, on an as needed basis, through a combination of classroom learning and one-on-one training to qualifying M/W/DBE Firms. BOC will also continue to assist in the prequalification and selection of M/W/DBE Firms for Training Program participation.

No further Executive Committee approval will be required for the exercise of any renewal term as long as the scope and funding are substantially as described herein. Page 36 of 56

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

The ConstructNYC Project was last presented to the Executive Committee on December 13, 2017.

NYCEDC Project Code: 4742

Staff: Bomi Kim, Senior Vice President, Contracts, Opportunity M/W/DBE
Raymond A. Klein, Counsel, Legal

Exhibit N

**HUNTS POINT COMMUNITY ENGAGEMENT FACILITATOR
Executive Committee Meeting
February 5, 2020**

Project: A community-centered process to develop a new Hunts Point Vision Plan that builds upon the previous 2004 Hunts Point Vision Plan. The updated Hunts Point Vision Plan will focus on both implementable projects, as well as a longer term vision, for the next 20 years, on the Hunts Point peninsula.

Contractor: Pratt Institute

Agreement to be Approved: A consulting contract with Pratt Institute for engagement services related to the Project (the "Consultant Contract")

Procurement Method: A publicly advertised RFP

Amount to be Approved: Up to \$150,000

Source of Funds to NYCEDC: NYCEDC's programmatic budget

Scope: Pratt Institute and its subconsultants (the "Consultant Team") will develop and carry out a robust, inclusive and transparent stakeholder engagement plan to develop a new Hunts Point Vision Plan. The Consultant Team will be expected to collaborate with a team of City agencies, elected officials, community-based organizations, local businesses, and community members to inform both process and outcomes. The Consultant Team shall play a number of roles throughout the community engagement process, including:

- Define the overall engagement process;
- Identify the appropriate community groups to engage;
- Develop and deploy creative tools to engage with members of the community who may not readily participate in planning processes;
- Prepare for, lead and facilitate meetings;
- Disseminate materials to the public through both print and digital platforms; and
- Assist in the preparation of the final updated Hunts Point Vision Plan.

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

NYCEDC Project Code: 8083

Staff:

Nate Gray, Vice President, Neighborhood Strategies
Jocelyn Dupre, Assistant Vice President, Neighborhood Strategies
Rachel Aaronson, Analyst, Neighborhood Strategies
Richard Palumbo, Senior Counsel, Legal

ON CALL MARITIME ENGINEERING CONSULTANT SERVICES
Executive Committee Meeting
March 18, 2020

Project: Maritime engineering consultant services at various sites

Consultants:

- BTMI Engineering, PC
- Jacobs Civil Consultants Inc.
- Marine Infrastructure Engineering Solutions P.C.
- M.G. McLaren Engineering and Land Surveying, P.C.
- Pennmax Consulting Engineers, P.C.
- Maser Consulting P.A. d/b/a Maser Consulting Engineers and Land Surveyors, P.A., Professional Corporation

Agreements to be Approved:

- A consultant contract with each of the Consultants for Project services (together, the “Consultant Contracts”)
- Any needed Funding Source Agreements

Procurement Method: Publicly advertised RFP

Amount to be Approved: Up to \$60,000,000 in the aggregate for all the Consultant Contracts

Source of Funds to NYCEDC: Will vary based on the particular task. Sources may include, without limitation, NYCEDC’s programmatic budget, City Tax Levy funds, City Capital Budget funds and other sources

Scope: On-call maritime engineering consultant services, that include, without limitation, engineering investigation, inspection, analysis, design and project management services, including environmental and related studies, at or with regard to various waterfront properties located throughout the City. The properties are generally owned, managed and/or leased by the City or by NYCEDC.

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

The On-Call Maritime Engineering Consultant Services Project was last presented to the Executive Committee on December 18, 2019

NYCEDC Project Code: 7993

Staff: Prince Flanigan, Assistant Vice President, Asset Management
Jhaelen Hernandez-Eli, Senior Vice President, Asset Management
Gregory Dixon, Senior Project Manager, Asset Management
Michael Barone, Senior Counsel, Legal

HOMEPORT RESILIENCY PROJECTS
Executive Committee Meeting
March 18, 2020

Project: CM and related services for rehabilitating and improving the resiliency of the Homeport pier in Staten Island and for other improvements thereat

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

Agreements to be Approved:

- A CM contract with AECOM (the "AECOM Contract") for Project services
- Any needed Funding Source Agreements

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

Amount to be Approved: Up to \$14,470,261

Source of Funds to NYCEDC: FEMA-428 funds and possibly City Capital Budget funds.

Scope: AECOM will make improvements to the Pier's bulkhead and underdeck and other sections of damaged concrete, as well as rehabilitate existing and install new mechanical and electrical systems. AECOM will also install two new elevated electrical substations that will service FDNY's Marine 9 facility on the Pier and the remainder of the Pier. Lastly, AECOM will flood proof and make utility upgrades to the fire pump station which is located at the end of the Pier.

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

The Homeport Resiliency Project was last presented to the Executive Committee on June 15, 2016.

NYCEDC Project Code: 6252

Staff: Jennifer Cass, Senior Vice President, Capital Program
Julia Melzer, Vice President, Capital Program
Alanna Rios, Senior Project Manager, Capital Program
Michael Barone, Senior Counsel, Legal

TOMPKINSVILLE ESPLANADE AND PIER
Executive Committee Meeting
March 18, 2020

Project: The design and construction of two sub-projects that comprise the Tompkinsville Esplanade and Pier project in Staten Island. Sub-project one includes shoreline hardening and infrastructure improvements for an approximately 2,700 linear foot esplanade in Staten Island connecting Bay Street Landing to New Stapleton Waterfront (the “Esplanade”). Sub-project two includes the construction of a new pier and pier building structure for City DOT’s Staten Island Ferry Division Dock Builders group (the “Pier”).

Contractor: Skanska

Agreements to be Approved:

- A CM Contract with Skanska for CM and related services (including pre-construction, construction and post-construction services) related to the Project (the “Skanska Contract”)
- Any needed Funding Source Agreements

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

Amount to be Approved: Up to \$143,654,664

Source of Funds to NYCEDC: FEMA 428 funds and City Capital Budget funds

Scope: NYCEDC proposes to enter into the Skanska Contract for Skanska and its subcontractors to provide construction management and related services, including pre-construction, construction and post-construction services, associated with the Project. The Esplanade sub-project includes: infrastructure improvements including roadway layout and street re-alignment, environmental remediation, new utility lines, paving, and sidewalk and curbs; shoreline repair including demolition and removal of certain degraded pier and platform structures, rip rap replacement, bulkhead/shoreline hardening and reconstruction, piles and pier structural work, concrete retaining wall, and railing; and waterfront open space, including pedestrian paths and landscaping. The Pier sub-project includes: piles and pier structural work, utility work, in-water mitigation work, bulkhead work, lighting, railing, fendering, and a pier building structure. The pier will measure approximately 68,000 square feet and will provide a permanent facility for the Dock Builders group, which is temporarily located on the Homeport site just south of the proposed Project site.

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

The Tompkinsville Esplanade and Pier project was last presented to the Executive Committee on August 8, 2018, when a contract for engineering, design and related services for the Project was approved.

NYCEDC Project Code: 1577

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

CONEY ISLAND WEST 20TH STREET
Executive Committee Meeting
March 18, 2020

Overview: Pursuant to the City’s 2009 Coney Island Comprehensive Rezoning Plan, the City is to construct West 20th Street, including related infrastructure. In 2015 NYCEDC entered into a contract with an affiliate of iStar Financial, Inc. (the “Seller”) to acquire the Site (described below) at a purchase price of \$1,959,280, for the purpose of constructing West 20th Street (the “Contract of Sale”). NYCEDC intends to assign its right to purchase the Site to the City.

The Site is an approximately 10,312 square feet narrow strip of vacant land adjacent to property (site C) currently being developed for affordable housing pursuant to a Development and Option Agreement that NYCEDC entered into with the Seller in 2015 (the “Site”). Pursuant to the agreement, the Seller may satisfy its development obligation by apportioning site C into four separate development parcels and closing on the acquisition and construction financing for three of them. It is a condition to the Seller’s development obligation that the City have in place the infrastructure on West 20th Street needed for the Seller to obtain building permits to facilitate development on parcel C3.

Since the full construction of West 20th Street will not be completed until a later date, NYCEDC will commence construction of a portion of West 20th Street, from Surf Avenue to future Ocean Way (“West 20th Street Phase 1”), in order to facilitate faster delivery of affordable housing. Accordingly, NYCEDC proposes that the Contract of Sale for the Site be amended (1) to reduce the purchase price for the Site to no more than \$50,000 to approximately compensate NYCEDC for the estimated incremental cost associated with a phased development of West 20th Street; (2) to obligate NYCEDC to complete construction of West 20th Street Phase 1 within 24 months following completion of all of Seller’s closing obligations under the contract of sale for the Site; and (3) to obligate NYCEDC to pay \$164,000 per month for up to 12 months following the end of the 24 month period if NYCEDC is delayed in completing West 20th Street Phase 1, but in no case more than \$2,000,000 in the aggregate. The obligations described in clauses 2 and 3 would be personal to NYCEDC and would not extend to any successor or assign, including the City.

Site: Block 7072, p/o Lot 5, Brooklyn (approximately 10,312 square feet of land)

Agreements to be Approved:

- Amendment to the Contract of Sale, and
- Assignment to the City of the right to purchase the Site under the Contract of Sale,

substantially as described above.

Procurement Method: Sole source

Amount to be Approved:

- Up to \$50,000 for the purchase of the Site
- Up to \$2,000,000 for damage payments (if any)

Source of Funds:

- City Capital Budget funds or City Tax Levy funds for the purchase of the Site
- NYCEDC programmatic budget funds for damage payments (if any)

Previously Authorized Work: The construction of West 20th Street will be undertaken pursuant to previous authorizations by the Executive Committee for roadway and infrastructure work for the development of Coney North and Coney West, as a part of the Coney Island Infrastructure project.

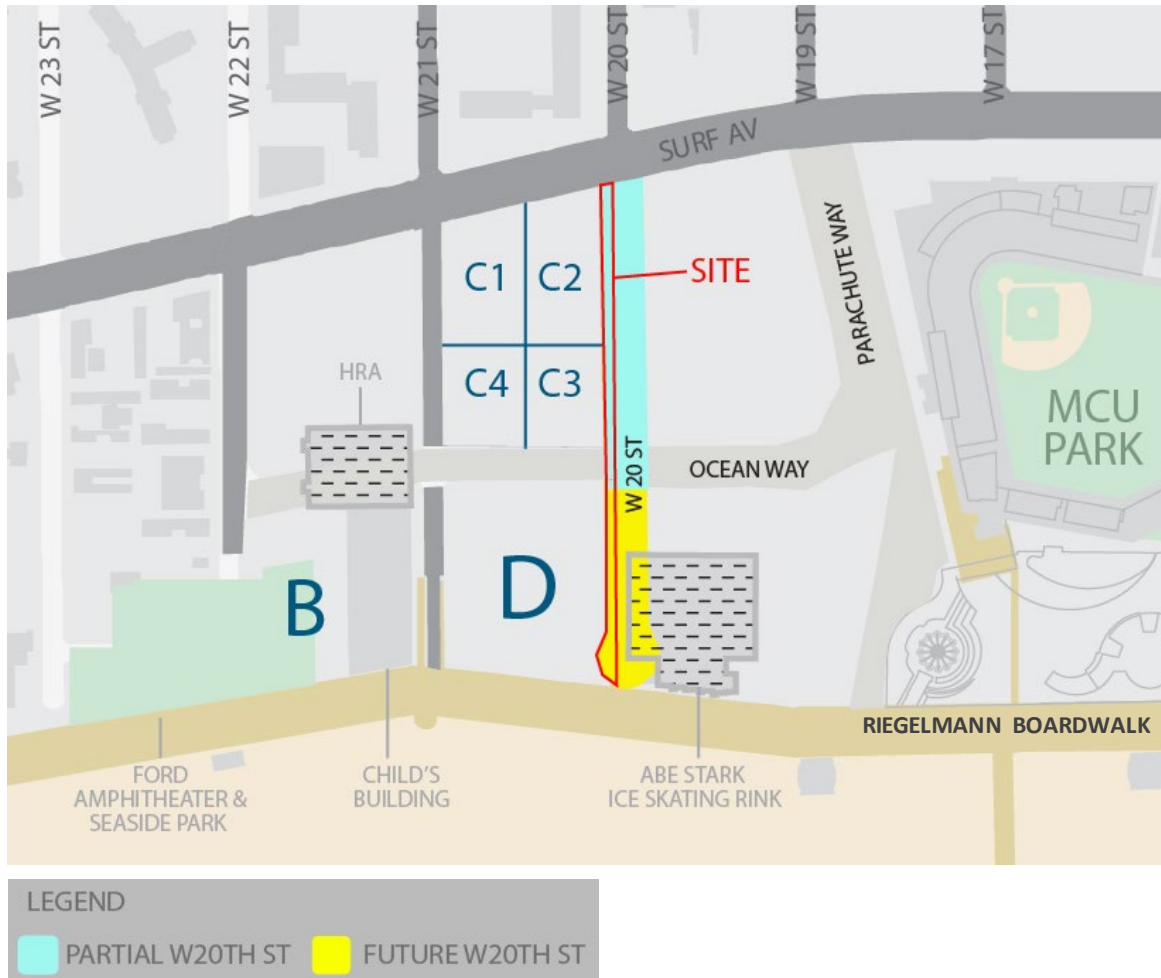
Proposed Resolution: To authorize the President and any empowered officer to enter into the Amendment and the Assignment and to make payments, substantially as described herein

NYCEDC Project Code: 5300

Staff: Hester Muis, Executive Vice President, Real Estate Transaction Services
Gbenga Dawodu, Senior Vice President, Real Estate Transaction Services
Lauren Wolf, Senior Vice President, Real Estate Transaction Services
Matthew Furlong, Vice President, Real Estate Transaction Services
Karen Lapidus, Senior Counsel, Legal

EXHIBIT A:

SITE PLAN



EMERGENCY PREPAREDNESS AND RESPONSE
Executive Committee Meeting
March 18, 2020

Project: Agreements and expenditures related to preparedness and response of NYCEDC and the City to COVID-19 matters

Contractors: To be determined

Agreements to be Approved:

- Any agreements that have been approved by the President of NYCEDC or his designee to be entered into by NYCEDC to prepare and/or respond to COVID-19 matters and to assist the City to prepare and/or respond to these matters (the “COVID-19 Related Agreements”)
- Any needed Funding Source Agreements

Procurement Method: Any procurement method allowed by NYCEDC’s annual contracts with the City may be used, including, without limitation, the sole source and emergency procurement methods

Source of Funds: Any funds available to NYCEDC, including, without limitation, NYCEDC programmatic budget funds

Scope: In connection with dealing with COVID-19 related matters, NYCEDC may make any expenditures and enter into any agreements needed in connection with NYCEDC’s operations and projects or to assist the City to be prepared and to respond to such matters. Such agreements and expenditures may include, without limitation, consultant and construction contracts, grants, loans and other expenditures needed to preserve the health, welfare or safety of persons in the City and of any aspect of the economy.

Proposed Resolution: To authorize the President and any empowered officer to enter into the COVID-19 Agreements and any needed Funding Source Agreements and to make any expenditures in furtherance of a Project matter initiated during the duration of the City’s state of emergency with regard to COVID-19, as determined by the President of NYCEDC or his designee, substantially as described herein

CONSENT ITEMS

Project Name	Contracts to be Amended or Entered into and Matters to be Approved	Amounts to be Approved	Tab
Fuel Hedging Advisory Services	A consulting contract with Linwood Capital LLC for fuel hedging advisory services related to NYC Ferry.	Up to \$250,000	9
Maintenance, Repair and Emergency Services for Gates and Doors Citywide	A contract with United Steel Products, Inc. for maintenance, repair and emergency services for gates and doors at various sites managed by NYCEDC.	Up to \$1,000,000	10
Hamilton Avenue Asphalt Plant Rehabilitation	Amendments to NYCEDC's 2017 FM/CM Contract with Hunter Roberts to provide for CM and related services associated with the rehabilitation of the Hamilton Avenue Asphalt Plant, an approximately 3.8 acre facility that spans approximately from Hamilton Place to 14 th Street along Hamilton Avenue in the Greenwood Heights section of Brooklyn, that is operated by City DOT.	Up to \$5,100,000	11
Richmond County Bank Ballpark	A contract with Populous Architects, P.C. for design, engineering and related services for the conversion of the playing field from natural to synthetic turf and replacement of the seating at Richmond County Bank Ballpark, home of the Staten Island Yankees.	Up to \$297,350	12
NYC Ferry Homeport 2	<ul style="list-style-type: none"> One or more amendments to NYCEDC's contract (the "McLaren Contract") with M.G. McLaren Engineering and Land Surveying, P.C. (formerly named M.G. McLaren, P.C.) for marine design and engineering and related services during construction for a new homeport facility for NYC Ferry vessels Any needed Funding Source Agreements 	Up to \$1,000,000, bringing the total authorized amount of the McLaren Contract to up to \$2,750,000	13

Funding Agreements	<ul style="list-style-type: none"> • A funding agreement (the “QDG Funding Agreement”) with Queens Development Group, LLC or an affiliate to fund the design and construction of public infrastructure in a portion of 126th Street and water main replacement in a portion of Willets Point Blvd. • A funding agreement (the “QDG2 Funding Agreement”) with Queens Development Group, LLC or an affiliate to fund a portion of the cost of infrastructure work and environmental remediation at the site of Willets Point Phase 1 to facilitate the construction primarily of approximately 1,100 units of affordable housing, and the delivery of a development-ready construction site to NYC School Construction Authority for construction of a new school • A funding agreement (the “Eden II Funding Agreement”) with Eden II School for Autistic Children, Inc. or an affiliate to fund a portion of the initial outfitting of a school for autistic children • Any agreements necessary to obtain funds for said agreements 	<ul style="list-style-type: none"> • Up to \$107,480,150 for the QDG Funding Agreement • Up to \$75,637,800 for the QDG2 Funding Agreement • Up to \$975,610 for the Eden II Funding Agreement 	14
--------------------	---	---	----

FUEL HEDGING ADVISORY SERVICES
Executive Committee Meeting
March 18, 2020

Project: In order to achieve budget certainty while operating NYC Ferry in a volatile fuel market, NYCEDC established the NYCEDC Energy Price Risk Management Program (the “Program”) which allows NYCEDC to undertake various fuel hedging strategies to mitigate fuel price volatility. To comply with federal regulations, NYCEDC has been engaging a fuel advisor responsible for the day to day execution of the Program and proposes to enter into a new contract to continue to do so.

Consultant: Linwood Capital LLC (the “Consultant”)

Agreement to be Approved: A consulting contract (the “Linwood Contract”) with Linwood for fuel hedging advisory services related to NYC Ferry

Procurement Method: Sole Source— Linwood Capital LLC is one of the few fuel advisory firms in the country and its government client list is extensive. It has been NYCEDC’s fuel advisor from the inception of the Program pursuant to a previous contract and has performed well and is very familiar with NYC Ferry fuel needs.

Amount to be Approved: Up to \$250,000

Source of Funds to NYCEDC: NYCEDC programmatic budget funds

Scope: The Consultant shall provide general consulting advice relative to purchasing fuel and fuel hedging on an as needed basis, with the Consultant’s primary activities being:

- Continue to develop and recommend a fuel hedging policy and strategy to accomplish NYCEDC's fuel hedging and risk management goals.
- Provide periodic program status reporting and month-end transaction/balance reporting and presentations as requested.
- Evaluate, recommend and execute hedging transactions.
- Serve as NYCEDC's advisor or designated evaluation agent pursuant to applicable laws, rules and regulations relating to the transactions to be evaluated and entered into. The applicable laws, rules and regulations, include, without limitation, the Dodd-Frank Wall Street Reform and Consumer Protection Act and the rules and regulations promulgated thereunder.

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

NYCEDC Project Code: 6731

Staff: Amy Chan, Deputy Controller
Fred D’Ascoli, Controller
Spencer Hobson, Executive Vice President, Finance
James Wong, Executive Director, NYC Ferry
Lauren Brady, Senior Counsel, Legal

**MAINTENANCE, REPAIR AND EMERGENCY SERVICES
FOR GATES AND DOORS CITYWIDE
Executive Committee Meeting
March 18, 2020**

Project: Maintenance, repair and emergency services for gates and doors at various sites managed by NYCEDC

Contractor: United Steel Products, Inc. (“United Steel”)

Agreement to be Approved: A contract (the “Door Maintenance Contract”) with United Steel for Project services

Procurement Method: Publicly advertised RFP

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

Source of Funds to NYCEDC: NYCEDC programmatic budget funds

Scope: NYCEDC requires a contractor to provide gate and door maintenance, repair and emergency services at various sites managed by NYCEDC on an on-call basis or pre-described basis. The services will include, without limitation, maintenance, repair, replacement, removal, installation, inspection, and, if required, testing of: sectional doors, rolling doors, high speed doors, impact doors, sliding gates, rolling grilles, accordion grilles, fire doors, personnel doors, exit devices, and flex strip curtains. United Steel will provide all miscellaneous parts and materials associated with such work and will respond to emergency service requests.

Proposed Resolution: To authorize the President and any empowered officer to enter into the Door Maintenance Contract with United Steel substantially as described herein

NYCEDC Project Code: 8035

Staff: Hubert Tran, Project Manager, Asset Management
Joseph Palazzola, Assistant Vice President, Asset Management
Henry Yi, Counsel, Legal

HAMILTON AVENUE ASPHALT PLANT REHABILITATION
Executive Committee Meeting
March 18, 2020

Project: CM and related services associated with the rehabilitation of the Hamilton Avenue Asphalt Plant (“HAP”), an approximately 3.8 acre facility that spans approximately from Hamilton Place to 14th Street along Hamilton Avenue in the Greenwood Heights section of Brooklyn, that is operated by City DOT. It produces asphalt for pavement repairs throughout the City’s road system and includes a high-level and low-level platform that are in need of rehabilitation.

Contractor: Hunter Roberts

Agreement to be Approved: Amendments (the “Hunter Roberts Amendments”) to NYCEDC’s 2017 FM/CM Contract with Hunter Roberts (the “Hunter Roberts Contract”) to provide for CM and related services for the Project

Procurement Method: Sole source amendments to a contract that was competitively procured. Hunter Roberts is acting as a CM and procuring subcontractors for the Project work 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 Hunter Roberts may, in turn, subcontract certain work.

Amount to be Approved: Up to \$5,100,000, anticipated to be spent approximately as follows:

- Up to \$1,227,000, for pre-construction services
- The balance for construction and post-construction services

Source of Funds to NYCEDC: City Capital Budget funds

Scope: At this time, Hunter Roberts shall act as a CM and procure subcontractors primarily for pre-construction services associated with the rehabilitation of HAP, which will consist primarily of the demolition and replacement of the high-level platform and rehabilitation of the low-level platform. At a later time, it is anticipated that Hunter Roberts and its subcontractors shall provide CM and other services for construction and post-construction services for the Project. The Hunter Roberts Amendments will cover all of this work, as funds become available.

Proposed Resolution: To authorize the President and any empowered officer to enter into the Hunter Roberts Amendments, substantially as described herein

NYCEDC Project Code: 9333

Staff: Gregory Dixon Senior Project Manager, Asset Management
Prince Flanigan Assistant Vice President, Asset Management
Jhaelen Hernandez- Eli, Senior Vice President, Asset Management
Raymond A. Klein, Counsel, Legal

RICHMOND COUNTY BANK BALLPARK
Executive Committee Meeting
March 18, 2020

Project: Design, engineering and related services for the conversion of the playing field from natural to synthetic turf and replacement of the seating at Richmond County Bank Ballpark, home of the Staten Island Yankees (the “Services”)

Contractor: Populous Architects, P.C. (“Populous”)

Agreement to be Approved: A contract with Populous for the Services (the “Design Contract”)

Procurement Method: Contractor recommended by a CM using the CM method procurement in NYCEDC's contracts with the City

Amount to be Approved: Up to \$297,350

Source of Funds to NYCEDC: NYCEDC programmatic budget funds

Scope: Populous will produce design documents for the conversion of the playing field from natural to synthetic turf and replacement of the seating at Richmond County Bank Ballpark. Populous will also conduct a field survey of the existing conditions, prepare all applicable federal, state, and City permit applications, and perform construction administration services.

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

NYCEDC Project Code: 8132

Staff: Jhaelen Hernandez-Eli, Senior Vice President, Asset Management
Dave Aneiro, Vice President, Asset Management
Orion Hinkley, Senior Associate, Asset Management
Henry Yi, Counsel, Legal

NYC FERRY HOMEPORT 2
Executive Committee Meeting
March 18, 2020

Project: Marine design and engineering and related services during construction for a new homeport facility for NYC Ferry vessels

Contractor: M.G. McLaren Engineering and Land Surveying, P.C. (“McLaren”) (formerly named M.G. McLaren, P.C.)

Agreements to be Approved

- One or more amendments (the “McLaren Amendment”) to NYCEDC’s contract with McLaren (the “McLaren Contract”) for Project services
- Any needed Funding Source Agreements

Procurement Method: A sole source amendment to the McLaren Contract that was procured through the CM method of procurement in NYCEDC’s contracts with the City

Amount to be Approved: Up to \$1,000,000, bringing the total authorized amount of the McLaren Contract to up to \$2,750,000

Source of Funds to NYCEDC: City Capital Budget funds

Scope: Due to the increased need for NYC Ferry vessels, the planned fleet will exceed the capacity of the homeport facility currently located at Pier C at the Brooklyn Navy Yard. The scope of the McLaren Contract is to provide marine design and engineering and related services during construction for a second homeport for NYC Ferry vessels located in Atlantic Basin in Red Hook, Brooklyn.

At this time, additional marine design and engineering services and related services are required to complete the Project, which include, without limitation, geotechnical and other site investigations and construction administration services.

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

The NYC Ferry Homeport 2 project was last presented to the Executive Committee on November 8, 2018.

NYCEDC Project Code: 7626

Staff: Yvi McEvilly, Assistant Vice President, Capital Program
Jennifer Cass, Senior Vice President, Capital Program
Raymond A. Klein, Counsel, Legal

FUNDING AGREEMENTS
Executive Committee Meeting
March 18, 2020

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) Queens Development Group, LLC, a limited liability company – Funding Agreement	Willels Point Urban Renewal Area and Special Willels Point District, Queens	City Capital Budget funds	Up to \$107,480,150	<p>To fund the design and construction of public infrastructure in a portion of 126th St. and water main replacement in a portion of Willels Point Blvd. 126th St. Infrastructure will serve Willels Point Phase 1 (primarily approximately 1,100 units of affordable housing and a school) as well as future phases of development in the Willels Point District.</p> <p>Water main replacement will provide City DEP with upgraded steel main (instead of concrete) and allow Willels Point Phase 1 development to proceed.</p>

(2) Queens Development Group, LLC, a limited liability company – Funding Agreement	Willets Point Urban Renewal Area and Special Willets Point District, Queens	City Capital Budget funds	Up to \$75,637,800	To fund a portion of the cost of infrastructure work and environmental remediation at the site of Willets Point Phase 1 to facilitate, <ul style="list-style-type: none"> • the construction primarily of approximately 1,100 units of affordable housing and. • the delivery of a development-ready construction site to NYC School Construction Authority for construction of a new school.
(3) Eden II School for Autistic Children, Inc., a not-for-profit corporation – Funding Agreement	15 Beach Street, Staten Island	City Council	Up to \$975,610	To fund a portion of the the initial outfitting of a school for autistic children.

NYCEDC Project Codes: (1) 7999; (2) 7688; (3) 5661

NYCEDC Staff: (1), (2) Alyssa Figueras, Assistant Vice President; (3) Salman Khalid, Project Manager

Description of Contractors

- (1), (2) **Queens Development Group, LLC** is a limited liability company and a 50/50 joint venture between Related Willets, LLC and Sterling Willets, LLC selected through a 2011 request for proposals for Phase 1 development and development of other portions within the Willets Point Urban Renewal Area and Special Willets Point District.
- (3) **Eden II School for Autistic Children, Inc.** operates out of eleven facilities and provides a wide range of services to individuals with autism spectrum disorders or with autistic-like communication and behavior disorders, as defined by the Autism Society of America.