



MINUTES OF THE REGULAR MEETING
OF THE EXECUTIVE COMMITTEE
OF
NEW YORK CITY ECONOMIC DEVELOPMENT CORPORATION
August 12, 2020

A regular meeting of the Executive Committee of the Board of Directors of New York City Economic Development Corporation (“NYCEDC”) was held telephonically, pursuant to notice by an Assistant Secretary, on Wednesday, August 12, 2020.

The following members of the Executive Committee were present by conference telephone:

William Candelaria
Wilton Cedeno
William Floyd
Pedram Mahdavi (as alternate for Vicki Been)
James McSpiritt
James Patchett
Michael Schlein
Timothy Wilkins
Betty Woo

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

The meeting was called to order at 9:10 a.m. Meredith Jones, General Counsel, Executive Vice President and Secretary of NYCEDC, served as secretary of the duly constituted meeting, at which a quorum was present.

1. Approval of the Minutes of the June 24, 2020 Regular Meeting of the Executive Committee

There were no questions or comments with respect to the minutes of the June 24, 2020 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) NYCEDC-Deerfield Life Sciences Collaboration Funding

Susan Rosenthal, a Vice President of NYCEDC, presented (i) a Programming, Funding and Collaboration Agreement, dated September 5, 2019, that NYCEDC and Deerfield Management Company, L.P. (“Deerfield”) entered into in connection with a New York City Industrial Development Agency transaction related to Deerfield’s development of a dedicated life sciences facility at 345 Park Avenue South in Manhattan, pursuant to which Deerfield and/or one or more affiliated entities will provide funds, the expenditure of which is controlled in part by NYCEDC, in part by Deerfield, and in part jointly by NYCEDC and Deerfield, to advance life science development, training, workforce, education and opportunity across the life sciences ecosystem in The City of New York (the “City”), and (ii) related actions and agreements, on substantially the terms set forth in Exhibit A hereto.

In answer to a question from Mr. Wilkins, Ms. Rosenthal explained that for the expenditures to be jointly determined, Deerfield and NYCEDC would make proposals and then come to an agreement on how the funding would be spent. Ms. Rosenthal further explained that in the event that an agreement could not be reached, the funds would be given to certain life sciences charities that the parties had agreed upon, and that those charities would then decide how best to utilize the funds. Mr. Patchett noted that NYCEDC was satisfied that this provision would ensure that the money would be used in a positive way.

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.

Mr. Schlein left the meeting at this time.

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) Modifications to Previous Authorization – COVID-19 Research

(i) Proposed modifications to a previously authorized contract with Global Strategy Group, LLC or an affiliated entity, to provide for additional project funding and to provide that project research will now primarily include telephone tracking polls and interviews as well as the previously indicated focus group facilitation, all of which may be used to inform the design of various policies related to COVID-19, in addition to informing the design of a public education campaign on COVID-related issues, and that more than one report may be required, and (ii) any necessary agreements related to this project, on substantially the terms set forth in Exhibit B hereto.

(b) Manhattan Cruise Terminal Dredging

(i) One or more proposed amendments to NYCEDC's 2017 construction management contract with Skanska USA Building Inc. to provide for dredging services at the Manhattan Cruise Terminal ("MTC") to support cruise ship berthing, and (ii) any agreements necessary to obtain funds ("Funding Source Agreements") for this project, on substantially the terms set forth in Exhibit C hereto.

Mr. Katz stated that the reasons why NYCEDC was considering a dredging contract even though the cruise industry was currently inactive included that otherwise the materials to be dredged would accumulate and that even if there were no cruise ships operating there might be a need for medical ships to dock at MTC if there was a resurgence of COVID this Fall or Winter. In answer to a question from Mr. Wilkins, Mr. Patchett explained that because cruises were not currently operating due to external factors, the cruise operator was not obligated to pay NYCEDC the minimum in its contract.

(c) Property Management Related Services

(i) A proposed amendment to NYCEDC's contract with Unisys Electric Inc. for continued maintenance, repair and emergency services for life safety systems at the Brooklyn Army Terminal ("BAT") and Bush Terminal and other properties owned or managed by NYCEDC, to provide additional funds for such services, (ii) a proposed amendment to NYCEDC's contract with Reveal Consulting Services Inc. (the "Reveal Contract") for maintenance, repairs and emergency services with regard to heating and boiler systems at BAT and other properties owned or managed by NYCEDC, to extend the term of the Reveal Contract by up to approximately 12 months to provide for continued project services, (iii) a proposed amendment to a separate contract with each of Maser Consulting P.A. d/b/a Maser Consulting Engineers and Land Surveyors, P.A., Stantec Consulting Services Inc., and Cowi Consulting Inc. (formerly named Gandhi Engineering, Inc.) (together, the "Engineering Contracts") for on-call citywide general engineering services with regard to various sites managed by NYCEDC and designated by NYCEDC for such services, to extend the term of the Engineering Contracts by up to approximately 12 months to provide for continued project services, (iv) a proposed contract (the "Hughes Contract") with Hughes Environmental Engineering, Inc. d/b/a Hughes Environmental ("Hughes") to provide for on-call repairs, preventative maintenance and emergency services on refrigeration systems throughout NYCEDC's asset portfolio, including the Brooklyn Wholesale Meat Market and the New Fulton Fish Market, and (v) any needed Funding Source Agreements for these project services, on substantially the terms set forth in Exhibit D hereto.

In answer to a question from Mr. McSpirtt, it was stated that the Hughes contract would be a new contract pursuant to a new procurement and would replace NYCEDC's existing contract with Hughes for similar services.

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 B to D hereto. Such motion was seconded and unanimously approved.

4. Approvals

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

5. Adjournment

There being no further business to come before the meeting, pursuant to a motion made, seconded and unanimously approved the Executive Committee meeting was adjourned at 9:28 a.m.

Mark Silversmith

[Mark Silversmith \(Oct 13, 2020 11:34 EDT\)](#)

Assistant Secretary

Dated: 10/13/2020

Brooklyn, 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

NYCEDC-DEERFIELD LIFE SCIENCES COLLABORATION FUNDING
Executive Committee Meeting
August 12, 2020

Project Description:	In connection with the development by Deerfield Management Company, L.P. (“Deerfield”) of a dedicated life sciences facility hosting laboratory space, offices, incubators and programming at 345 Park Avenue South in Manhattan (the “Life Sciences Facility”), Deerfield has agreed to make an annual financial contribution (the use of which will be directed in part by NYCEDC, in part by Deerfield and in part jointly by NYCEDC and Deerfield) to advance life science development, training, workforce, education and opportunity across the life sciences ecosystem in the City (“Permitted Uses”). The terms and conditions applicable to this financial contribution are set forth in a Programming, Funding and Collaboration Agreement, dated September 5, 2019 (the “Collaboration Agreement”), that NYCEDC and Deerfield entered into in connection with an IDA transaction related to the Life Sciences Facility.
Borough:	Citywide
Type of Contracts:	The Collaboration Agreement and any other agreements regarding the funds to be provided and expended under the Collaboration Agreement
Amount to be Approved:	A varying amount ranging from \$800,000 to \$1,600,000 per annum to be provided by Deerfield or an affiliated entity (the “Collaboration Funding”)
Type of Funds:	Private funds provided by Deerfield and/or one or more affiliated entities
Procurement Method:	Deerfield was selected for the Life Sciences Facility transaction pursuant to a Request for Expressions of Interest. Recipients of funding and related agreements will be chosen substantially as described below and in the Collaboration Agreement and related

agreements, if any, that NYCEDC enters into and may be done so on a sole source basis.

Agreements to be Approved:

- The Collaboration Agreement, pursuant to which Deerfield and/or one or more affiliated entities will provide funds substantially as provided herein, and under which the President of NYCEDC (and such other officers as the President of NYCEDC may designate) may direct expenditures of, and otherwise exercise NYCEDC's rights with respect to, the portion(s) of the Collaboration Funding controlled by NYCEDC or jointly by NYCEDC and Deerfield.
- Such other agreements and documents as may be necessary and appropriate in connection with the use of the Collaboration Funding.

Scope of Work: In September 2019, IDA and Deerfield closed a transaction for the Life Sciences Facility that included property tax abatements and Deerfield's commitment, under the Collaboration Agreement, to provide the Collaboration Funding. The funds shall be used for Permitted Uses as follows:

A third of annual Collaboration Funding is controlled by NYCEDC. Another third is controlled by Deerfield (within more restrictive life sciences-related parameters: e.g., fellowship and internship programs). The remainder is to be directed by mutual agreement of NYCEDC and Deerfield.

It is anticipated that all of the Collaboration Funding will be expended directly by Deerfield, as directed in accordance with the Collaboration Agreement, but depending on the proposed uses of funds and counterparties and other entities involved, NYCEDC may be a party to certain other agreements pursuant to which funds are expended.

NYCEDC's purpose in entering into the Collaboration Agreement with Deerfield was, and is, to support job creation and ecosystem growth in the New York City life sciences sector.

Proposed Resolution: To authorize (1) NYCEDC having entered into the Collaboration Agreement, (2) the President (and the President's designated officers) to take all necessary or appropriate actions in connection with implementing the Collaboration Agreement and the Collaboration Funding, and (3) the President and other designated empowered officers on behalf of NYCEDC to enter into necessary or appropriate agreements, substantially as described herein.

Relevant Staff: Susan Rosenthal, Vice President, Life Sciences
Adam Lewis, Senior Counsel, Legal

Project Code: 7969

EXHIBIT B

MODIFICATIONS TO PREVIOUS AUTHORIZATION
Executive Committee Meeting
August 12, 2020

Proposed Resolution: To modify a previous authorization of the Executive Committee substantially as described herein and to authorize the President and any empowered officer to enter into any necessary agreements related thereto.

The proposed modifications are being undertaken on a sole source basis to the extent any procurement is being undertaken.

Contractor	Project Site Addresses, Borough	Amount and Type of Funds	Project Work	Proposed Modification	Project Code	Last Exec. Comm. Approval
Global Strategy Group, LLC or an affiliated entity	All boroughs	Up to an additional \$400,000 to be paid through City Tax Levy funds, which may be reimbursed by Federal funds, and possibly NYCEDC programmatic budget funds, bringing the total amount of funding authorized for this project to up to \$580,000	Research to inform the design of a public campaign to educate New Yorkers on COVID-related issues including best practices in the event they test positive for COVID-19 or come into contact with individuals who have tested positive for COVID-19, research to inform the design of various policies related to COVID-19, and preparation of related reports.	Provision of additional funding for the project and to provide that the project research will now primarily include telephone tracking polls and interviews as well as the previously indicated focus group facilitation, all of which may be used to inform the design of various policies related to COVID-19, in addition to informing the design of a public education campaign on COVID-related issues, and that more than one report may be required.	9461	June 2, 2020

Relevant Staff: James Katz, Chief of Staff
Lauren Wolf, Senior Vice President, Real Estate Transaction Services (“RETS”)
Christina Rausch, Vice President, RETS
Kim Bernardin, Associate, RETS
Busayo Olupona, Counsel, Legal

EXHIBIT C

MANHATTAN CRUISE TERMINAL DREDGING
Executive Committee Meeting
August 12, 2020

Project Description:	Dredging services at Manhattan Cruise Terminal (“MCT”) to support cruise ship berthing
Borough:	Manhattan
Type of Contract:	Amendment to CM Contract
Amount to be Approved:	Up to \$2,000,000
Type of Funds:	NYCEDC programmatic budget funds
Procurement Method:	Sole source amendment(s) to a contract that was competitively procured. Skanska will act as a CM and procure subcontractors for the 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 Skanska may, in turn, subcontract certain work.

Agreements to be Approved:

- One or more amendments (the “Skanska Amendments”) to NYCEDC’s 2017 CM Contract with Skanska to provide for Project services
- Any needed Funding Source Agreements

Scope of Work: Skanska will act as CM and retain one or more subcontractors to undertake dredging and related services to support berthing of cruise ships at the MCT.

Authorization for this work is being sought to enable NYCEDC to proceed with the Project work when appropriate, including in the Fall of 2020 if it appears that there will be some demand for berthing at the MCT in early 2021. New York State Department of Environmental Conservation regulations do not allow dredging between November and March and as a result dredging would need to be done in the Fall in the event that there is an expectation that berthing will be needed early in 2021.

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

Relevant Staff: Jhaelen Hernandez-Eli, Senior Vice President, Asset Management
Prince Flanigan, Assistant Vice President, Asset Mangement
Giovanni Haddock, Project Manager, Asset Management
Michael Barone, Senior Counsel, Legal

EXHIBIT D

PROPERTY MANAGEMENT RELATED SERVICES
Executive Committee Meeting
August 12, 2020

Proposed Resolution: To authorize the President and any empowered officer to enter into the below indicated retainer contract and amendments to retainer contracts, related to the management of properties by NYCEDC, substantially as described herein, and any needed Funding Source Agreements.

The proposed retainer contract has been procured through an RFP using the competitive sealed proposals procurement method and the proposed amendments have been procured on a sole source basis.

Contractor Name and Agreement / Amendment (the agreement may be with the named contractor or an affiliate of the named contractor)	Project Site Address(es), Borough	Amount Under New Agreement/ Amendment and Type of Funds	Project Work	Project Code	Last Exec. Comm. Approval
Unisys Electric Inc./Amendment to a contract for life safety services	All boroughs	Up to an additional \$500,000, bringing the total authorized contract amount to up to \$4,426,122.09/ NYCEDC programmatic budget funds	Continue maintenance, repair and emergency services for life safety systems at BAT and Bush Terminal and other properties owned or managed by NYCEDC. Additional funds are being provided for this work.	6206	5/8/2019
Reveal Consulting Services Inc./Amendment to a contract for maintenance, repairs and emergency services with regard to heating and boiler systems	All boroughs	No additional funds being added at this time. The total authorized amount of the contract remains at up to approximately \$4,550,100 of NYCEDC programmatic budget funds.	Continue to provide maintenance, repairs and emergency services with regard to heating and boiler systems at BAT and other properties owned or managed by NYCEDC. The term of the contract has expired and may be extended by up to approximately 12 months.	6207	9/28/2018

<p>Maser Consulting P.A. d/b/a Maser Consulting Engineers and Land Surveyors, P.A., Stantec Consulting Services Inc., and Cowi Consulting Inc. (formerly named Gandhi Engineering, Inc.)/Amendment to a separate contract with each of the above consultants for on-call citywide general engineering services</p>	<p>All boroughs</p>	<p>No additional funds being added at this time. The total aggregate amount of the contracts with the three consultants for the project remains at up to \$15,000,000 of NYCEDC programmatic budget funds.</p>	<p>Contractors to continue to provide on-call general engineering services with regard to sites managed and designated by NYCEDC, which services may include, but are not limited to, civil/site engineering, geotechnical engineering, structural engineering, traffic engineering, planning and surveying, architectural design, mechanical, electrical and plumbing engineering, environmental engineering, landscape architectural design, graphic and signage design, and other various engineering disciplines. The term of the contracts have expired and may be extended by up to approximately 12 months.</p>	<p>6589</p>	<p>5/10/2017</p>
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<p>A contract with Hughes Environmental Engineering, Inc. d/b/a Hughes Environmental (“Hughes”) for on-call refrigeration services</p>	<p>All boroughs</p>	<p>\$3,000,000 of NYCEDC programmatic budget funds</p>	<p>Hughes to perform repairs, preventative maintenance and emergency services on refrigeration systems throughout NYCEDC’s asset portfolio, including the Brooklyn Wholesale Meat Market and New Fulton Fish Market. Hughes shall furnish labor, supervision, schedules, tools, equipment, supplies and other materials, and permits for the refrigeration services.</p>	<p>9175</p>	<p>11/7/2019</p>
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Relevant Staff: Hubert Tran, Project Manager, Asst Management Property Operations
Joseph Palazzola, Assistant Vice President, Asset Management Property Operations
Michael Barone, Senior Counsel, Legal
Raymond Klein, Counsel, Legal
Henry Yi, Counsel, Legal