



MINUTES OF THE REGULAR MEETING
OF THE EXECUTIVE COMMITTEE
OF
NEW YORK CITY ECONOMIC DEVELOPMENT CORPORATION
February 1, 2022

A regular meeting of the Executive Committee (the "Committee") of the Board of Directors of New York City Economic Development Corporation ("NYCEDC") was held, pursuant to notice by an Assistant Secretary, on Tuesday, February 1, 2022, in Conference Center A/B, on the 14th Floor at the offices of NYCEDC at One Liberty Plaza, New York, New York.

The following members of the Executive Committee were present:

Nathan Bliss (as alternate for Maria Torres-Springer)
William Candelaria (by conference telephone)
Wilton Cedeno (by conference telephone)
William Floyd (by conference telephone)
Rachel Loeb
James McSpiritt
Danny Meyer
Patrick J. O'Sullivan, Jr.
Betty Woo

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

The meeting was chaired by Danny Meyer, Chairperson of NYCEDC, and called to order at 9:00 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 14, 2021 Regular Meeting of the Executive Committee

There were no questions or comments with respect to the minutes of the December 14, 2021 regular meeting of the Executive Committee, as submitted. A motion to approve such minutes, as submitted, was made, seconded and unanimously adopted.

At this time, in answer to a question from Mr. McSpiritt, Ms. Loeb confirmed what had been approved by the Committee with respect to the NYC Ferry system on December 14, 2021.

2. Contracts and Other Matters

The following contracts, ratifications, 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) Modifications to Previous Authorizations – COVID-19 Surge Staffing Loan Fund

Brett Klein, a Senior Vice President of NYCEDC, presented a proposal with respect to the Executive Committee's previous authorization of various actions and various agreements entered into by NYCEDC and/or a limited liability company newly formed by NYCEDC (the "LLC") for the implementation and administration of an emergency loan fund program (the "Loan Fund Program") to aid hospitals in the City by providing funds for hiring and operating needs to respond to increasing COVID-19 cases, and for related fees and other expenses of the project, to provide for (i) an increase of the loan funding for the Loan Fund Program, on the same repayment terms, in order to provide additional funding for loans to hospitals and, in addition, nursing homes, (ii) the modification of agreements related to the Loan Fund Program (including agreements between NYCEDC and the City, and NYCEDC and the LLC) to implement such program modifications, including the payment of additional loan program costs, and (iii) any necessary agreements related to the Loan Fund Program, all on substantially the terms set forth in Exhibit A hereto. The funding mechanism would be in place in the event that an increase in staffing was needed.

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) NYC Vaccine Incentive Direct Payments

Jamie Horton, a Vice President of NYCEDC, presented a proposal for (i) the ratification of an amendment (the "New Amendment") to NYCEDC's agreement with FiCentive, Inc. ("FiCentive") (the "FiCentive Contract"), entered into in December 2021, to provide for payments to individuals receiving booster doses as part of FiCentive's services under the FiCentive Contract and additional funds therefor, (ii) the approval of an additional amendment (the "Additional Amendment") to the FiCentive Contract, to be entered into, to provide for an administrative fee to be paid to FiCentive, (iii) the ratification of a contract between the City and NYCEDC (the "Booster Contract"), entered into in December 2021, under which the City provided funds to NYCEDC to be paid to FiCentive under the New Amendment and any other amendment to the FiCentive Contract (including the Additional Amendment) and for NYCEDC to provide related services, and (iv) any needed ancillary and related agreements, all in connection with the New York City Vaccine Incentive Direct Payments Program (the "VIDP Program"), a program to incentivize and increase vaccination among New Yorkers by providing payments to individuals vaccinated at City-run sites and at certain other sites,

on substantially the terms set forth in Exhibit B hereto.

In answer to a question from Mr. McSpritt, Mr. Horton stated that it was anticipated that the proposed additional program costs would be federally funded from American Rescue Plan funds, and that NYCEDC was working with the New York City Mayor's Office of Management and Budget on such reimbursement.

In answer to a question from Mr. Meyer, Mr. Horton explained that NYCEDC was actively working with the New York City Department of Health and Mental Hygiene ("DOH") and with FiCentive, to examine the VIDP Program's statistics and look at the health benefits resulting from the program, how the money was spent, and various related trends. Ms. Loeb added that there were other cities in the country doing other direct payment programs, but that none were to this scale.

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

Ms. Loeb said that this unique project had been a collaborative effort but particularly wanted to thank Jamie Horton for leading NYCEDC's work on this program.

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 Joshua Kraus, an Executive Vice President of NYCEDC.

(a) Citywide Rehabilitation/Improvements – Pier 36

(i) One or more proposed amendments to NYCEDC's 2017 facilities management/construction management ("FM/CM") contract with Hunter Roberts Construction Group, L.L.C. ("Hunter Roberts") (the "2017 Hunter Roberts FM/CM Contract") to provide for work to rehabilitate the topside of the deck at Pier 36 in Manhattan to support New York City Department of Sanitation operations at Pier 36, and to extend the 2017 Hunter Roberts FM/CM Contract by up to 9 months to enable Hunter Roberts to complete this project work, and (ii) any agreements necessary to obtain funds ("Funding Source Agreements") for this project work, on substantially the terms set forth in Exhibit C hereto.

(b) Funding Agreement: Intrepid Museum Foundation

(i) A proposed funding agreement with Intrepid Museum Foundation (d/b/a Intrepid Sea, Air & Space Museum) or an affiliate to fund a portion of the cost to reconstruct the marine and surface portions of a segment of Pier 86 in Manhattan (the Pier at which the museum is located) and to remove the decommissioned chiller plant located above this pier segment, and (ii) any needed Funding Source Agreements for this agreement, on substantially the terms set forth in Exhibit D hereto.

(c) Modifications to Previous Authorizations – Staten Island Ballpark

(i) With respect to NYCEDC's contract with Populous Architects, P.C. (the "Populous Contract") for design, engineering and related services for the conversion of the playing field from natural to synthetic turf and replacement of the seating at the ballpark that has been known as Richmond County Bank Ballpark, Staten Island, proposed modifications to provide additional project funds and to expand the project scope to provide for environmental monitoring work related to the playing field conversion and waterproofing design work related to the replacement of the seating, as well as to modify the previous authorization for the Populous Contract to change the source of funds that may be used for the previously authorized work for the Populous Contract from NYCEDC programmatic budget funds to such funds and/or City Capital Budget funds and/or City Tax Levy funds, and (ii) any necessary agreements related to this project, on substantially the terms set forth in Exhibit E 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 C – E hereto. Such motion was seconded and unanimously approved.

4. Approvals

With respect to the items set forth in Sections 2(a) – (b) and 3(a) – (c) above, it was understood that ratification, 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 9:19 a.m.



Assistant Secretary

Dated: March 15, 2022
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

MODIFICATIONS TO PREVIOUS AUTHORIZATIONS – COVID-19 SURGE STAFFING LOAN FUND
Executive Committee Meeting
February 1, 2022

Proposed Resolution: To modify previous authorizations 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.

Contractors	Project Site Address(es) , Borough	Amount and Type of Funds	Project Work	Proposed Modification	Last Exec. Comm. Approval and Project Code
Goldman Sachs Bank USA (“Lender”); The Community Preservation Corporation (loan administrator); and other contractors with project related agreements through NYC COVID-19 Response LLC (“LLC”), a limited liability company formed by NYCEDC, of which NYCEDC is the sole member.	Citywide	Loan from the Lender to the LLC of up to \$50 million, less loan program costs, is to be repaid from funds provided by the City to the extent funds have been appropriated for the purpose and, to the extent available, from loan repayments by hospital borrowers. NYCEDC will have no obligation to repay the Loan from the Lender in excess of the amount the LLC receives from the City and from loan repayments by hospitals. Loan program costs to be paid from City Tax Levy funds and NYCEDC programmatic budget funds (anticipated to be reimbursed from City Tax Levy funds).	The implementation and administration of an emergency loan program to aid hospitals in the City. The program is to fund loans for hiring needs and operating needs to respond to increasing COVID-19 cases, and related fees and other expenses for the project.	(1) Increase the loan funding for the program by up to \$25 million (bringing the total loan funding to up to \$75 million, less loan program costs), on the same repayment terms, in order to provide additional funding for loans to hospitals and, in addition, nursing homes and (2) authorize the modification of all agreements related thereto (including agreements between NYCEDC and the City and NYCEDC and LLC) to implement such program modifications, including the payment of additional loan program costs. The proposed modification will only be implemented to the extent that the City agrees to reimburse NYCEDC for related program costs and to seek appropriation to provide NYCEDC any funds owed by LLC to Lender. NYCEDC may advance loan program costs pending anticipated receipt from the City.	Approval Date: February 3, 2021 Project Code: 9643

Relevant Staff: Brett Klein, Senior Managing Director, Strategic Investments Group
 Monique Reichenstein, Associate, Strategic Investments Group
 Robert LaPalme, Assistant General Counsel, Legal
 Katie Hermann, Senior Counsel, Legal

EXHIBIT B

NYC VACCINE INCENTIVE DIRECT PAYMENTS
Executive Committee Meeting
February 1, 2022

Project Description: The New York City Vaccine Incentives Direct Payments Program (the “Program”) is a program to incentivize and increase vaccination among New Yorkers by providing payments to individuals vaccinated at City-run sites and at certain other sites

Borough: Citywide

Type of Contracts:

- Agreement (the “FiCentive Contract”) with FiCentive, Inc. (“FiCentive”) providing funds for the Program
- A contract between the City of New York and NYCEDC related to the Program (the “Booster Contract”)

Amounts to be Approved:

- Amendments to the FiCentive Contract, increasing the total value of the FiCentive Contract to up to \$106,325,000 (which amount includes the up to \$35,000,000 to be paid to NYCEDC under the Booster Contract and then paid to FiCentive under the FiCentive Contract)
- Up to \$35,000,000 for the Booster Contract (which is to be paid to FiCentive under the FiCentive Contract)

Type of Funds: City Tax Levy funds and/or Federal funds and/or State funds

Procurement Method: Sole source. FiCentive has administered the Program since it launched on July 28, 2021. FiCentive’s experience with and its excellent service administering the Program over the past several months makes it uniquely qualified to provide the additional Program-related services.

Agreements to be Ratified or Approved:

- Ratification of an amendment to the FiCentive Contract (the “New Amendment”), entered into in December 2021, adding payments to individuals receiving booster doses as part of FiCentive’s services under the FiCentive Contract and adding funds therefor
- Approval of an additional amendment to the FiCentive Contract (the “Additional Amendment”), to be entered into, to provide for an administrative fee to be paid to FiCentive
- Ratification of the Booster Contract, entered into in December 2021, under which the City provided funds to NYCEDC to be paid to FiCentive under the New Amendment and any other amendment to the FiCentive Contract (including the Additional Amendment) and for NYCEDC to provide related services.

Scope of Work: Under the Program, FiCentive has been administering payments through distribution of pre-paid debit cards to individuals (i) selected as winners under

the New York City Vaccine Contest (the “Contest”) or (2) who redeem or redeemed a payment incentive as part of the City’s Vaccine Incentives Initiative (the “Incentives Initiative”) in the amount of \$100 each for their first dose of the vaccination against COVID-19. Under the New Amendment, individuals who receive a booster dose are also eligible for a \$100 pre-paid debit card and this addition to the Program is administered by FiCentive.

Up to \$35,000,000 was added to the FiCentive Contract through the New Amendment. NYCEDC used funds provided by the City under the Booster Contract. FiCentive will use the additional funds it receives to make payments pursuant to the Incentives Initiative (but not the Contest) for booster doses; provided that FiCentive may use up to \$1,325,000 of such funds for related printing and mailing and distributing physical cards by mail and pick up. Under the FiCentive Contract, FiCentive will also be paid an administrative fee up to a negotiated limit. This administrative fee shall be paid from funds that are loaded onto distributed pre-paid debit cards but are unspent after a period of time. FiCentive may request that any and all payments being provided under the FiCentive Contract be made to its parent company, Usio, Inc.

All cards issued by FiCentive under the Program are Mastercard pre-paid debit cards. Mastercard provides FiCentive a small percentage of all transactions completed on the pre-paid debit cards.

Proposed Resolution: To ratify NYCEDC having entered into the New Amendment and the Booster Contract, substantially as described herein, and to authorize the President or another empowered officer to enter into the Additional Amendment, substantially as described herein, and authorize any needed ancillary and related agreements

Relevant Staff: Jamie Horton, Vice President, Special Projects
Mark Silversmith, Special Counsel, Legal
Busayo Olupona, Counsel, Legal

Project Code: 9794

EXHIBIT C

CITYWIDE REHABILITATION/IMPROVEMENTS
Executive Committee Meeting
February 1, 2022

Proposed Resolution: To authorize the President and any empowered officer to enter into one or more amendments to the FM/CM Contract indicated below and any needed Funding Source Agreements, substantially as described herein.

The proposed amendment(s) are sole source amendments to a contract that was competitively procured. Hunter Roberts 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 Hunter Roberts may, in turn, subcontract certain work.

Contract	Work Site	Borough	Project Work	Estimated Maximum Cost and Type of Funds	Project Code
2017 Hunter Roberts FM/CM Contract	Pier 36	Manhattan	Work to rehabilitate the topside of the deck at Pier 36 to support Sanitation operations at Pier 36. The Hunter Roberts contract will be extended beyond its November 2022 expiration date by up to 9 months to enable Hunter Roberts to complete this project work.	Up to \$4,200,000 (City Capital Budget Funds)	6956

Relevant Staff: Giovanni Haddock, Senior Project Manager, Asset Management
Greg Dixon, Vice President, Asset Management
Dave Aneiro, Senior Vice President, Asset Management
Henry Yi, Senior Counsel, Legal

EXHIBIT D

FUNDING AGREEMENT
Executive Committee Meeting
February 1, 2022

Proposed Resolution: To authorize the President and any empowered officer to enter into a funding agreement that has been procured on a sole source basis, substantially as described herein, and any needed Funding Source 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 or Type of New NYCEDC Funds	Amount Under New Agreement/ Amendment	Application of Funds
Intrepid Museum Foundation (d/b/a Intrepid Sea, Air & Space Museum), a not-for-profit corporation – Funding Agreement	One Intrepid Square, Manhattan	Funds made available by the Department of Cultural Affairs	Up to \$3,844,000	To fund a portion of the cost to reconstruct the marine and surface portions of a segment of Pier 86 (the Pier at which the museum is located) and to remove the decommissioned chiller plant located above this pier segment.

NYCEDC Project Code: 7892

Relevant Staff: Mason Hess, Assistant Vice President

Description of Contractor

Intrepid Museum Foundation operates the Intrepid Sea, Air & Space Museum at the USS Intrepid aircraft carrier. In 1943, the USS Intrepid aircraft carrier was commissioned for service in World War II and went on to serve as a primary recovery vessel for NASA and then in Vietnam. Today the museum features a range of interactive exhibits and events that make it a destination for thousands of national and international visitors.

EXHIBIT E

MODIFICATIONS TO PREVIOUS AUTHORIZATIONS
Executive Committee Meeting
February 1, 2022

Proposed Resolution: To modify previous authorization(s) 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 Address(es), Borough	Amount and Type of Funds	Project Work	Proposed Modification	Last Exec. Comm. Approval and Project Code
Populous Architects, P.C. ("Populous")	The ballpark that has been known as Richmond County Bank Ballpark, Staten Island	Up to \$297,350; NYCEDC programmatic budget funds	Design, engineering, environmental monitoring, and related services for the conversion of the playing field from natural to synthetic turf and replacement of the seating at the ballpark	(1) To authorize up to an additional \$250,000 in City Capital Budget funds and/or City Tax Levy funds and/or NYCEDC programmatic budget funds, bringing the total authorized amount for the Populous contract to up to \$547,350. The additional funds will be used for environmental monitoring work (which is being added to the scope) related to the playing field conversion and waterproofing design related to the replacement of the seating. (2) To provide that for the originally approved \$297,350, the source of funds may be City Capital Budget funds and/or City Tax Levy funds, in addition to NYCEDC programmatic budget funds which were originally indicated to be the source of such funds.	Approval Date: 3/18/2020 Project Code: 8132

Relevant Staff: Vaughn Ratchford, Executive Vice President, Asset Management
 Dave Aneiro, Senior Vice President, Asset Management
 Orion Hinkley, Assistant Vice President, Asset Management
 Caylin Bullock, Senior Project Manager, Asset Management
 Henry Yi, Senior Counsel, Legal