



NOTICE OF REGULAR MEETING OF THE EXECUTIVE COMMITTEE
OF NEW YORK CITY ECONOMIC DEVELOPMENT CORPORATION
MAY 1, 2024

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, May 1, 2024, 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 March 19, 2024 Regular Meeting of the Executive Committee
- II. Contracts and Other Matters
 - NYC Catalyst Fund: Harlem Capital
 - NYC Catalyst Fund: Maycomb Capital
 - Whitehall Ferry Terminal, St. George Ferry Terminal and Staten Island Ferryboats: Advertising Agreement
 - Brooklyn Cruise Terminal Traffic Management
 - Modifications to Previous Authorizations:
 - Waterfront Maintenance Services
 - Saw Mill Creek Pilot Wetland Mitigation Bank Project
 - Skyport Parking Facility
 - On-Call Design and Engineering Services
 - Staten Island 9/11 Memorial
 - Regional Food Hub Utility Infrastructure Reimbursement
 - Funding Agreement: Design Trust for Public Space, Inc.
- III. Such other business as may properly come before the meeting

New York, New York
Dated: April 24, 2024

Mark Silversmith
Assistant Secretary



MEETING OF
THE EXECUTIVE COMMITTEE
OF
NEW YORK CITY ECONOMIC DEVELOPMENT CORPORATION
May 1, 2024

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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
March 19, 2024

A regular meeting of the Executive Committee of the Board of Directors of New York City Economic Development Corporation (“NYCEDC”) was held, pursuant to notice by an Assistant Secretary, on Tuesday, March 19, 2024, 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:

Margaret Anadu (by Zoom)
Nathan Bliss (as alternate for Maria Torres-Springer)
Paula Roy Carethers
Eric Clement
William Floyd (by Zoom)
Andrew Kimball
James McSpirtt
Patrick J. O’Sullivan, Jr.
Elizabeth Velez (by Zoom)
Betty Woo

Members of NYCEDC staff and a member of the public also were present in person or by Zoom.

The meeting was called to order by Margaret Anadu, Chairperson of NYCEDC, at 9:04 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 February 6, 2024 Regular Meeting of the Executive Committee

There were no questions or comments with respect to the minutes of the February 6, 2024 regular meeting of the Executive Committee, as submitted. A motion to approve such minutes, as submitted, was made, seconded and unanimously adopted.

Ms. Carethers and Mr. Floyd joined the meeting at this time.

2. Contracts and Other Matters

The following contracts, authorizations, ratifications, 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 – LifeSci NYC Internship Program

Mikko Baylosis, a Senior Project Manager of NYCEDC, presented a proposal for (i) an amendment to NYCEDC's contract with Upper West Strategies, LLC for services related to the LifeSci NYC Internship Program (the "Program"), which connects selected students with unique opportunities at life sciences companies and institutions in the City of New York (the "City"), subsidizes the compensation of some "host" company's interns to expand the number of opportunities for students, and provides a suite of career-building programmatic activities and events, to provide additional funds for additional Program related services, and (ii) any necessary agreements related to such services, on substantially the terms set forth in Exhibit A hereto.

At this time, Mr. Bliss noted that he and City Hall were enthusiastically supportive of this Program. In answer to a question from Ms. Velez, Mr. Baylosis stated that all of the intern positions through the Program were paid positions, that in order for companies to participate in the Program they had to commit to the interns being paid for their internship, and that the proposed new funding was entirely for subsidies for Program students.

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) Science Park and Research Campus ("SPARC") Kips Bay – Design Contract

At this time, Sean Yang, a Project Director of NYCEDC, and Nate Gray, a Senior Vice President of NYCEDC, presented an overview of the SPARC project and a proposal for (i) an agreement (the "Design Contract") and any necessary amendments thereto with Ennead Architects LLP ("Ennead") to provide design and related consulting services for NYCEDC's portion of the overall SPARC project, which overall project involves deconstructing the existing The City University of New York ("CUNY") Hunter College Brookdale Campus in Kips Bay, Manhattan, and undertaking construction primarily on the former CUNY campus to develop approximately 2,210,000 square feet of new public health, educational, and life science facilities, and (ii) any agreements necessary to obtain funds ("Funding Source Agreements"), or amendments to such Funding Source Agreements, for project services under the Design Contract, on substantially the terms set forth in Exhibit B hereto.

In answer to several questions from Mr. Clement, Mr. Yang stated that the proposed \$72.5 million being authorized at this meeting was for services under the Design Contract and he provided a breakdown of the split between City and New York State funding for the overall project budget and stated that NYCEDC expected to fully close out all contracts on the project by 2032. At this time, Zack Aders, a Vice President of NYCEDC, added that NYCEDC anticipated project construction completion by 2031. In answer to another question from Mr. Clement, Mr. Gray explained that with respect to the portion of the overall project to be undertaken by a private developer NYCEDC had already released a request for expressions of interest for an anchor tenant, and that NYCEDC would later release a request for proposals (“RFP”) to select the developer for that portion of the project.

In answer to a question from Mr. Bliss, Mr. Yang explained that given the complexity of this project and the large number of agencies and stakeholders involved, NYCEDC was working very closely and coordinating with those parties on all aspects of the project. Mr. Aders then discussed the various responsibilities of NYCEDC’s design and construction team and the other project parties in terms of fit-out and design, noting that there would be a great deal of collaboration and coordination among them for such aspects of the project. In answer to a question from Ms. Carethers, Mr. Yang stated that the project’s contractor selection committee was comprised of members from NYCEDC, CUNY, the New York City Department of Education and the New York City School Construction Authority, and that the interview panel also included members of the New York City Department of Transportation (“City DOT”). Additionally, Mr. Yang stated with respect to the minority and women-owned business enterprise (“MWBE”) goals that approximately 15 of the 27 firms involved in work through the Design Contract were MWBEs, and that approximately \$28 million of the contract was going toward MWBE firms.

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.

3. Other Contracts and Matters

The following contracts, authorizations, ratifications, expenditures and matters were then presented to the Executive Committee for authorization after a brief summary of those matters by Jeanny Pak, Chief Financial Officer and an Executive Vice President of NYCEDC.

(a) Workforce Development Programs

(i) A proposed agreement with Workforce Development Corporation to provide for the development, administration and implementation of workforce training programs and other workforce development initiatives citywide for the period July 1, 2023 through June 30, 2024, and (ii) any needed Funding Source Agreements for this project, on substantially the terms set forth in Exhibit C hereto.

(b) Funding Agreement: Women’s Housing and Economic Development Corporation

(i) A proposed funding agreement with Women’s Housing and Economic Development Corporation (“WHED”) or an affiliate to fund a portion of the cost of renovation and replacement of HVAC systems on the basement, first floor, and tenth floor at WHED’s facility at 50 East 168th Street, the Bronx, and (ii) any needed Funding Source Agreements for this project, on substantially the terms set forth in Exhibit D hereto.

(c) Property Management Related Services

A proposal for (i) a retainer contract, and possible amendments to such retainer contract, with Aqua Audit, Inc to provide for water meter reading services, (ii) a retainer contract, and possible amendments to such retainer contract, with Utilities Research Associates Group, Inc to provide for electric meter reading services, and (iii) any needed Funding Source Agreements, all related to NYCEDC’s management of properties owned, leased and/or managed by NYCEDC or designated by NYCEDC for such services, citywide, including, without limitation, Brooklyn Army Terminal, Bush Terminal, Pier 11 in Manhattan, South Street Seaport Campus, South Brooklyn Marine Terminal, and La Marqueta, on substantially the terms set forth in Exhibit E hereto.

(d) Whitehall Ferry Terminal, St. George Ferry Terminal and Staten Island Ferryboats: Advertising Agreement

A proposed advertising agreement with Island Adworx Advertising, Inc. d/b/a Communication Associates (“FerryAds”) for an initial term of five years with one renewal term for an additional five years, at the discretion of NYCEDC and City DOT, to provide for advertising on the Staten Island Ferryboats and at St. George Ferry Terminal and Whitehall Ferry Terminal and related activities, on substantially the terms set forth in Exhibit F hereto.

(e) New Stapleton Waterfront Infrastructure and Open Space Project: Phases 2 and 3

A proposal for (i) one or more amendments to NYCEDC’s contract with Ove Arup & Partners P.C. for planning, engineering, design and related consultant services for Phases 2 and 3 (hereinafter defined), to provide for additional project engineering, design and related services and additional funds, (ii) one or more amendments to NYCEDC’s contract with LiRo Engineers, Inc. for construction management services, including pre-construction, construction, post-construction, resident engineer and inspection, and other related services, for Phases 2 and 3, to reduce the authorized funding for such work, (iii) a force account agreement with National Grid NY and one or more amendments thereto to provide project accommodation and related services primarily related to the relocation of utility services for Phases 2 and 3, (iv) a force account agreement with New York City Transit Authority to provide project accommodation and related services for Phases 2 and 3, and (v) any needed Funding

Source Agreements, all for Phases 2 and 3 improvements (“Phases 2 and 3”) to the waterfront at, and adjacent to, the former United States Navy Homeport site, and adjacent upland areas, in Stapleton, Staten Island, to be approved and ratified on substantially the terms set forth in Exhibit G hereto.

In answer to a question from Mr. McSpiritt, Len Greco, a Senior Vice President of NYCEDC, explained that NYCEDC had come to the Committee for multiple authorizations for individual project contracts in recent years, that this proposed item was intended to consolidate Phases 2 and 3 project requests, and that the overall Phases 2 and 3 project scope was not being changed.

Approval of Section 3 Contracts and Matters

A motion was made to authorize and ratify the matters set forth for authorization and ratification in the Proposed Resolution sections of Exhibits C – G 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) – (e) above, it was understood that authorization, ratification 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 9:48 a.m.

Assistant Secretary

Dated: _____
New York, New York

ATTACHMENT 1

DEFINITIONS

Apple	Apple Industrial Development Corp.
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FEMA	Federal Emergency Management Agency
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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
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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
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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-LIFESCI NYC INTERNSHIP PROGRAM
Executive Committee Meeting
March 19, 2024

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
Upper West Strategies, LLC	Citywide	Up to \$3,750,000 in City Tax Levy funds and up to \$500,000 in IDA funds	The LifeSci NYC Internship Program (the "Program") connects selected students with unique opportunities at life sciences companies and institutions in the City, may subsidize the compensation of a "host" company's interns to expand the number of opportunities for students, and provides a suite of career-building programmatic activities and events	An amendment to the previously authorized contract to provide up to an additional \$380,000 in City Tax Levy funds for the Project Work	Approval Date: 9/30/2022 Project Code: 6997

Relevant Staff: Susan Rosenthal, Senior Vice President, Life Sciences and Healthcare
 Monica Malowney, Vice President, Life Sciences and Healthcare
 Mikko Baylousis, Senior Project Manager, Life Sciences and Healthcare
 Izzy Cohn, Senior Counsel, Legal

EXHIBIT B

**SCIENCE PARK AND RESEARCH CAMPUS (“SPARC”) KIPS BAY-DESIGN
CONTRACT
Executive Committee Meeting
March 19, 2024**

Project Description: The Science Park and Research Campus (“SPARC”) Kips Bay project involves deconstructing the existing The City University of New York (“CUNY”) Hunter College Brookdale Campus in Kips Bay, Manhattan, and undertaking construction primarily on the former CUNY campus to develop approximately 2,210,000 square feet of new public health, educational, and life science facilities. NYCEDC will undertake the deconstruction of the existing CUNY campus and will oversee site preparation and infrastructure work and the design and construction of facilities on the eastern portion of the site, including approximately 710,000 square feet of educational facilities for CUNY and New York City Public Schools (“NYCPS”). NYCEDC’s work will include delivering a flood wall, open space, a pedestrian bridge crossing the FDR Drive, and reconstruction of a portion of East 26th Street. Pursuant to a future NYCEDC Board authorization, approximately 1,500,000 square feet of life science and public health facilities are anticipated to be contracted for and constructed by a private developer on the western portion of the site.

Borough: Manhattan

Type of Contract: Design contract to be approved at this time

Amount to be Approved: Up to \$72,500,000 for the design contract plus, if needed, any funds that are hereafter authorized for other NYCEDC contracts for the SPARC project that it is determined are not needed for those other contracts

Type of Funds: City Capital Budget funds

Procurement Method: A publicly advertised RFP

Agreements to be Approved:

- An agreement and any necessary amendments thereto with Ennead Architects LLP (the “Design Contract”) to provide design and related consulting services for NYCEDC’s portion of the overall SPARC project
- Any needed Funding Source Agreements or amendments thereto

NYCEDC Project Work: The Project work to be undertaken by or through NYCEDC includes design and construction work associated with (i) deconstruction of the existing CUNY Hunter College Brookdale Campus, (ii) site preparation work for the entire site, (iii) infrastructure work for the eastern portion of the site and with regard to East 26th Street between 1st Avenue and the FDR Drive, (iv) approximately 530,000 square feet of building space for the CUNY campus, housing various educational institutions such as Hunter College School of Nursing, CUNY Graduate School of Public Health and Health Policy, Borough of Manhattan Community College Health Care Programs, and shared facilities, and (v) approximately 180,000 square feet of building space for a new NYCPS high school facility specializing in healthcare and sciences, featuring classrooms, a gymnasium, a cafeteria and plant operations.

In addition, approximately 0.6 acres of public open space will be created by NYCEDC to connect the campus to the surrounding neighborhood, maintaining ADA access from the site to 26th and 25th Streets. This open space will include greenery, seating areas and an approximately 1,500 square feet programmable SPARC Pavilion for exhibitions or a cafe. As part of its work, NYCEDC will also (i) demolish and provide a replacement for the existing non-ADA compliant pedestrian bridge over the FDR Drive, providing a connection to and from Waterside Plaza, and (ii) construct a flood wall on the site as part of the East Midtown Coastal Resiliency project, aimed at providing flood mitigation for the larger neighboring community.

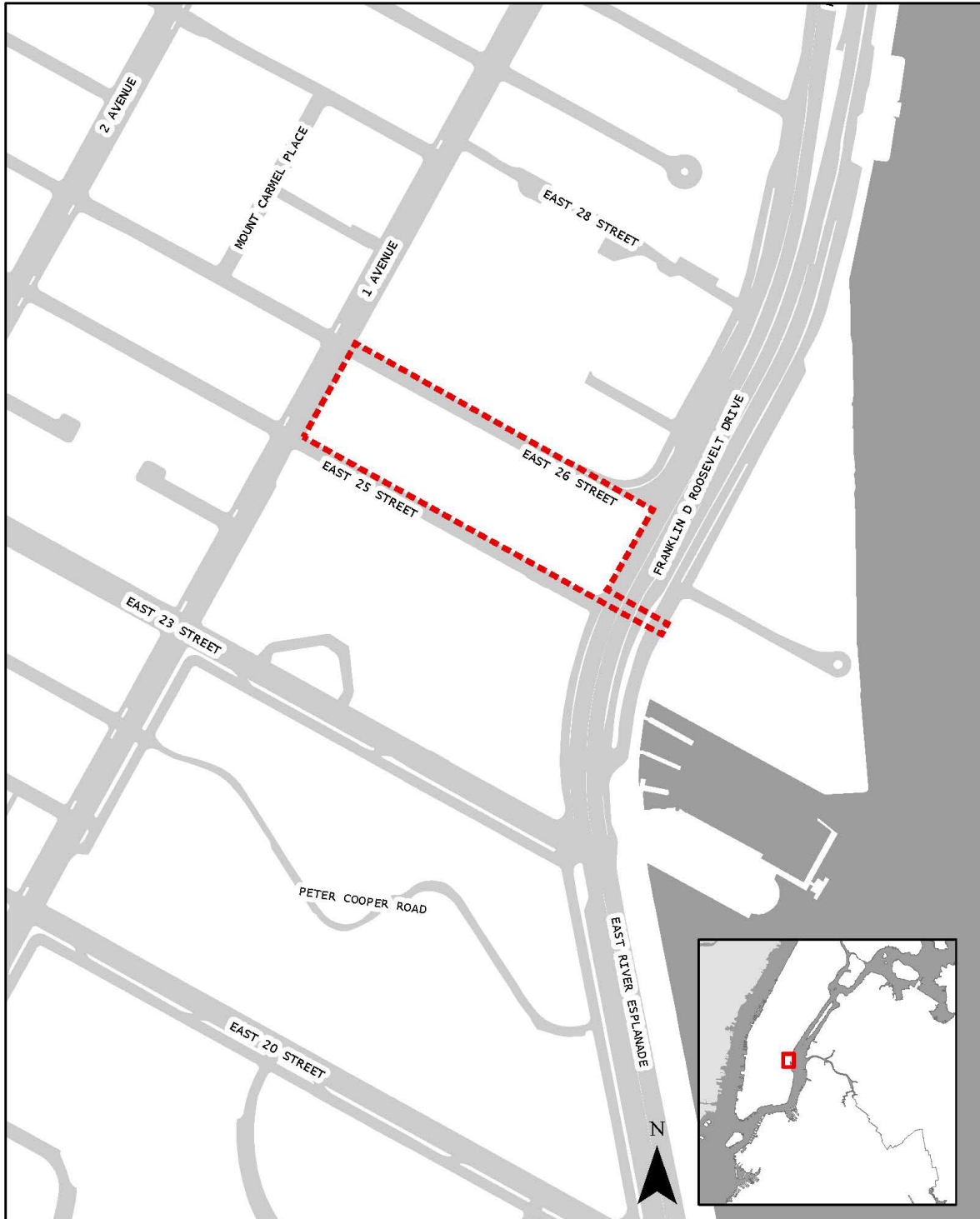
At this time, NYCEDC proposes to enter into the Design Contract.

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

Relevant Staff: Sean Yang, Project Director, Capital Program
Zack Aders, Vice President, Capital Program
Jennifer Cass, Senior Vice President, Capital Program
Brian Larsen, Senior Vice President, Capital Program
Kathryn Prybylski, Senior Vice President, Capital Program
Elizabeth Arnaiz, Executive Vice President, Capital Program
Mary Adams, Senior Counsel, Legal

Project Code: 10086

Science Park and Research Campus Kips Bay



*This map is for illustration purposes only

NYCEDC MGIS 2/16/24

EXHIBIT C

WORKFORCE DEVELOPMENT PROGRAMS
Executive Committee Meeting
March 19, 2024

Project Description: The development, administration and implementation of workforce training programs and other workforce development initiatives (the “Workforce Initiatives”)

Borough: Citywide

Type of Contracts: An agreement for Project services and any needed Funding Source Agreements

Amounts to be Approved: Up to \$16,000,000

Type of Funds: City Tax Levy funds and/or Federal funds provided by SBS to NYCEDC

Procurement Methods: Sole source

Last Exec. Comm. Approval: April 27, 2023

Agreements to be Approved:

- An Agreement with Workforce Development Corporation for Project services (the “WDC Agreement”)
- Any needed Funding Source Agreements

Scope of Work: Undertake Workforce Initiatives activities citywide for the period July 1, 2023 through June 30, 2024, many of which Project services have already been performed. WDC has performed similar services for NYCEDC for several years. WDC’s ability to continue providing these Project services will ensure that New Yorkers receive much-needed assistance in obtaining job skills necessary to find employment in the current economic climate.

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

Relevant Staff: Maryann Catalano, Chief Contracting Officer, Contracts
Lyndell Wright, Vice President, Contracts
Mark Silversmith, Special Counsel, Legal

Project Code: 10797

EXHIBIT D

FUNDING AGREEMENT
Executive Committee Meeting
March 19, 2024

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 Addresses Borough	Source or Type of New NYCEDC Funds	Amount Under New Agreement/ Amendment	Application of Funds
(1) Women’s Housing and Economic Development Corporation (“WHED”), a not-for-profit corporation – Funding Agreement	50 East 168 th Street, the Bronx	City Capital Budget funds made available by the City Council	Up to \$487,805	To fund a portion of the cost of renovation and replacement of HVAC systems on the basement, first floor, and tenth floor at WHED’s facility at 50 East 168 th Street

NYCEDC Project Code: (1) 7703

Relevant Staff: (1) Joshua Altshuler, Vice President

Description of Contractor

- (1) **Women’s Housing and Economic Development Corporation** is a not-for-profit community development organization whose mission is to give the South Bronx access to the resources that create thriving neighborhoods – from sustainable, affordable homes, high-quality early education and after-school programs, to fresh, healthy food, cultural programming, and economic opportunity. Its primary areas of programming are affordable housing development, small business development, community economic revitalization, youth education, and family services.

EXHIBIT E

PROPERTY MANAGEMENT RELATED SERVICES
Executive Committee Meeting
March 19, 2024

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

The proposed retainer contracts and possible amendments thereto have been procured through competitive RFPs.

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
(1) Aqua Audit, Inc	Properties owned, leased and/or managed by NYCEDC or designated by NYCEDC for such services, Citywide, including, without limitation, BAT, Bush Terminal, Pier 11 in Manhattan, South Street Seaport Campus, South Brooklyn Marine Terminal, and La Marqueta.	Up to \$200,000; NYCEDC programmatic budget funds	Water meter reading services	10303	N/A

(2) Utilities Research Associates Group, Inc	Properties owned, leased and/or managed by NYCEDC or designated by NYCEDC for such services, Citywide, including, without limitation, BAT, Bush Terminal, Pier 11 in Manhattan, South Street Seaport Campus, South Brooklyn Marine Terminal, and La Marqueta,.	Up to \$500,000; NYCEDC programmatic budget funds	Electric meter reading services	10001	N/A
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Relevant Staff: Jonathan Macato, Senior Project Manager, Property Operations
 John Tseng, Vice President, Property Operations
 Eric Bassig, Assistant Vice President, Property Operations
 Mary Adams, Senior Counsel, Legal

EXHIBIT F

**WHITEHALL FERRY TERMINAL, ST. GEORGE FERRY TERMINAL AND
STATEN ISLAND FERRYBOATS: ADVERTISING AGREEMENT**
Executive Committee Meeting
March 19, 2024

Project Description:	Advertising on the Staten Island Ferryboats (the “Ferryboats”) and at St. George Ferry Terminal and Whitehall Ferry Terminal (collectively, the “Ferry Terminals”) and related activities. The City of New York, by and through City DOT, is the owner of the Ferry Terminals and the Ferryboats. The City leases portions of the Ferry Terminals and the Ferryboats to NYCEDC for retail, storage and advertising purposes. NYCEDC currently has an agreement with Island Adworx Advertising, Inc. d/b/a Communication Associates (“FerryAds”) to provide advertising services at portions of the Ferry Terminals and the Ferryboats, which are collectively referred to as “Ferry Terminal Advertising Areas”. The agreement is set to expire on May 31, 2024. The proposed new agreement with FerryAds will be for an initial term of five years through May 31, 2029 and a renewal term of five years through May 31, 2034, for a total term of ten years.
Borough:	Staten Island and Manhattan
Type of Contract:	Advertising agreement
Base Fee:	FerryAds shall pay a fee to NYCEDC in the amount of 25% of the gross revenues from the advertising (subject to a minimum guaranteed base fee). FerryAds shall retain the balance of the gross revenues.
Minimum Guaranteed Base Fee:	FerryAds will pay a minimum guaranteed base fee, consisting of \$281,160/year with 1% annual escalations.
Procurement Method:	Publicly advertised RFP

Agreement to be Approved: An advertising agreement (the “Advertising Agreement”) with FerryAds for an initial term of five years with one renewal term for an additional five years, at the discretion of NYCEDC and City DOT.

Scope of Work: FerryAds, pursuant to the Advertising Agreement, will develop an advertising marketing plan; design, construct, install and maintain the advertising infrastructure; promote, solicit, negotiate and procure contracts for advertising users; and process and collect advertising sales revenues (collectively referred to as “Advertising Services”). The Ferry Terminal Advertising Areas consist of locations at St. George Ferry Terminal at the concourse floor and bus transportation area, at the Whitehall Ferry Terminal in areas in and around the waiting room and concourse areas, and on the Ferryboats.

The Advertising Services are to reflect the broad range of traditional and non-traditional approaches to non-objectionable advertising and uses of advertising signage incorporating traditional media advertising, digital and new media, specialty media, and any other related out-of-home advertising concepts to generate maximum revenue for NYCEDC.

FerryAds shall be responsible, at its sole cost and expense, for performing the Advertising Services for the development and implementation of the advertising opportunities at the Ferry Terminal Advertising Areas.

Proposed Resolution: To authorize the President and any empowered officer to enter into the Advertising Agreement with FerryAds for services substantially as described herein.

Relevant Staff: Sabrina Lippman, Senior Vice President, Asset Management
Sean Freas, Vice President, Asset Management
William Zheng, Senior Associate, Asset Management
Kyle Joyce, Counsel, Legal

Project Code: 3238

EXHIBIT G

**NEW STAPLETON WATERFRONT
INFRASTRUCTURE AND OPEN SPACE PROJECT:
PHASES 2 AND 3
Executive Committee Meeting
March 19, 2024**

Project Description: Planning, engineering and design services, and CM services, including pre-construction, construction, post-construction, resident engineer and inspection, and other related services, for Phases 2 and 3 improvements to the waterfront at, and adjacent to, the former United States Navy Homeport site (the "Homeport"), and adjacent upland areas (together, the "Site") in Stapleton, Staten Island, primarily consisting of the reconstruction and realignment of a portion of Front Street, including streetscape improvements and amenities, new and relocated utilities, shoreline rehabilitation, public waterfront open spaces, and park buildings (a comfort station and maintenance facility).

Borough: Staten Island

Agreements to be Approved:

- One or more amendments (the "Arup Amendments") to NYCEDC's contract (the "Arup Contract") with Ove Arup & Partners P.C. ("Arup") for planning, engineering, design and related consultant services for Phases 2 and 3 to provide for additional engineering, design and related services and additional funds
- One or more amendments (the "LiRo Amendments") to NYCEDC's contract (the "LiRo Contract") with LiRo Engineers, Inc. ("LiRo") for CM services, including pre-construction, construction, post-construction, resident engineer and inspection, and other related services, for Phases 2 and 3, to reduce the authorized funding for such work
- A force account agreement (the "Nat Grid Agreement") with National Grid NY ("Nat Grid") and one or more amendments thereto (the "Nat Grid Amendments") to provide project accommodation and related services primarily related to the relocation of utility services for Phases 2 and 3
- A force account agreement (the "NYCT Agreement") with New York City Transit Authority to provide project accommodation and related services for Phases 2 and 3
- Any needed Funding Source Agreements

Amounts to be Approved:

- A total authorization for the below contracts for the Phases 2 and 3 project of up to \$173,432,652.17
 - Up to an additional \$3,953,644.31 for the Arup Amendments, bringing the total authorized amount for the Arup Contract to up to

- \$13,260,758.31 plus any funds authorized but not needed for any other contract for Phases 2 and 3
- Up to \$154,243,585.00 for the LiRo Contract plus any funds authorized but not needed for any other contract for Phases 2 and 3
- Up to \$930,839 for the Nat Grid Agreement and up to an additional \$3,942,951.00 for the Nat Grid Amendments, bringing the total authorized amount for the Nat Grid Agreement as amended to up to \$4,873,790.00
- Up to \$1,054,518.86 for the NYCT Agreement

Type of Funds:

- City Capital Budget funds and FEMA Funds for the Arup Contract and the LiRo Contract and amendments thereto
- City Capital Budget funds for the Nat Grid Agreement, Nat Grid Amendemnts and the NYCT Agreement

Procurement Method: Sole source amendments to contracts with Arup and Nat Grid and sole source contract with NYCT and Nat Grid

Last Exec. Comm. Approval: December 20, 2022

Scopes of Work: The City is redeveloping the approximately 35-acre decommissioned Homeport on the north shore of Staten Island into a new mixed-use residential community. Superstorm Sandy caused extensive damage along the shoreline, including loss of shoreline fill and riprap, extensive deposition of debris, and damaged surface areas and site repairs related to shoreline rehabilitation was added to NYCEDC's Phases 2 and 3 work.

The proposed work for Phases 2 and 3 relates primarily to the reconstruction and realignment of a portion of Front Street, including streetscape improvements and amenities, new and relocated utilities, shoreline rehabilitation, public waterfront open spaces, and park buildings (a comfort station and maintenance facility).

Proposed Resolution: To authorize the President and any empowered officer to enter into the Arup Amendments, the LiRo Amendments, the Nat Grid Amendments, the NYCT Agreement, and any needed Funding Source Agreements, and ratify NYCEDC having entered into the Nat Grid Agreement, substantially as described herein

Relevant Staff: Ryan Palkowski, Project Director, Capital Program
 Len Greco, Senior-Vice President, Capital Program
 Mike Barone, Senior Counsel, Legal

Project Code: 5953

NYC CATALYST FUND: HARLEM CAPITAL
Executive Committee Meeting
May 1, 2024

Project Description:	<p>The NYC Catalyst Fund (the “Program”) is designed to contribute to NYCEDC’s net operating income and overall impact through a portfolio of investments. The Program invests in funds managed by external fund managers that align with the financial and impact goals of the Program, and was last approved by the NYCEDC Board of Directors on June 13, 2023. (The Program was named the New York City Economic Development Corporation Impact Investing Program at the time.)</p> <p>In connection with the Program, NYCEDC proposes to enter into an agreement with Harlem Capital Partners Venture Fund III GP, LLC (the “General Partner”) through which NYCEDC will make a commitment to Harlem Capital Partners Venture Fund III, LP (the “Investment Fund”), which will be managed by Harlem Capital Partners Management Company, LLC (“Harlem Capital” or the “Fund Manager”) and will make investments in startups led by diverse entrepreneurs (the commitment and investments collectively, the “Transactions”).</p> <p>NYCEDC chose to make this commitment based on the Program’s selection criteria, which span various financial and impact categories, described in the Request for Applications for the Program. Harlem Capital is headquartered in Manhattan and expects to deploy a significant amount of capital to City based companies relative to NYCEDC’s commitment. In addition, the leadership team of Harlem Capital have demonstrated themselves as thought leaders supporting diverse entrepreneurs and bring a track record of investment experience necessary to provide the services described herein.</p>
Borough:	Citywide
Amount to be Approved:	Up to \$4,000,000
Type of Funds:	NYCEDC programmatic budget funds
Procurement Method:	Publicly advertised Request for Applications (using the competitive sealed proposals method of procurement under

NYCEDC's annual contracts with the City) to select the fund managers for the Program.

Agreements to be Approved:

Agreements needed in connection with the Transactions, including a limited partnership agreement, a subscription agreement, and any necessary ancillary agreements among NYCEDC, Harlem Capital, the Investment Fund and/or other relevant parties, and any needed amendments thereto (collectively, "Transaction Documents").

M/W/DBE Goal: Not applicable

Scope of Work: The Fund Manager will provide services substantially as described below:

- Source Transactions and screen for ones that meet the investment strategy of the Investment Fund.
- Conduct a rigorous diligence process that evaluates potential Transactions against the investment selection criteria specified in the Transaction Documents.
- Structure and execute investments into the types of portfolio companies and projects that are specified in the Transaction Documents.
- Manage portfolio companies and provide them with strategic support as specified in the Transaction Documents.
- Make distributions to NYCEDC in accordance with the Transaction Documents.
- Provide regular reports for the Investment Fund and the Transactions in which NYCEDC has an equity interest.
- Hold regular meetings for investors of the Investment Fund in accordance with the Transaction Documents.
- Perform any other services necessary for the furtherance of the Program.

Proposed Resolution: To authorize the President and any empowered officer to make a commitment to the Investment Fund and to enter into the Transaction Documents, as required, substantially as described herein

Relevant

Staff: Brinda Ganguly, Executive Vice President, Strategic Investments Group
Shawn Shafiei, Vice President, Strategic Investments Group
Audrey Ellen, Assistant Vice President, Strategic Investments Group
Matthew Smith, Senior Associate, Strategic Investments Group
Eduardo Fernandez, Associate, Strategic Investments Group
Izzy Cohn, Senior Counsel, Legal

Project Code: 10306

NYC CATALYST FUND: MAYCOMB CAPITAL
Executive Committee Meeting
May 1, 2024

Project Description:

The NYC Catalyst Fund (the “Program”) is designed to contribute to NYCEDC’s net operating income and overall impact through a portfolio of investments. The Program invests in funds managed by external fund managers that align with the financial and impact goals of the Program, and was last approved by the NYCEDC Board of Directors on June 13, 2023. (The Program was named the New York City Economic Development Corporation Impact Investing Program at the time.)

In connection with the Program, NYCEDC proposes to enter into an agreement with COF GP II LLC (the “General Partner”) through which NYCEDC will make a commitment to Community Outcomes Fund II LP (the “Investment Fund”), which will be managed by Maycomb Outcomes LLC (“Maycomb Capital” or the “Fund Manager”) and will make investments in high-quality social service programs (the commitment and investments collectively, the “Transactions”).

NYCEDC chose to make this commitment based on the selection criteria, which span various financial and impact categories, described in the Request for Applications for the Program. Maycomb Capital is headquartered in Brooklyn and expects to deploy a significant amount of capital to City-based companies relative to NYCEDC’s commitment. In addition, the founder of Maycomb Capital is a pioneer within outcomes-based financing transactions, and the investment team of Maycomb Capital has a proven track record of investing in service providers delivering social services to target populations.

Borough:

Citywide

Amount to be Approved:

Up to \$7,000,000

Type of Funds:

NYCEDC programmatic budget funds

Procurement Method: Publicly advertised Request for Applications (using the competitive sealed proposals method of procurement under NYCEDC’s annual contracts with the City) to select the fund managers for the Program.

Agreements to be Approved: Agreements needed in connection with the Transactions, including a limited partnership agreement, a subscription agreement, and any necessary ancillary agreements among NYCEDC, Maycomb Capital, the Investment Fund, and/or other relevant parties, and any needed amendments thereto (collectively, “Transaction Documents”).

M/W/DBE Goal: Not applicable

Scope of Work: The Fund Manager will provide services substantially as described below:

- Source Transactions and screen for ones that meet the investment strategy of the Investment Fund.
- Conduct a rigorous diligence process that evaluates potential Transactions against the investment selection criteria specified in the Transaction Documents.
- Structure and execute investments into the types of portfolio companies and projects that are specified in the Transaction Documents.
- Manage portfolio companies and provide them with strategic support as specified in the Transaction Documents.
- Make distributions to NYCEDC in accordance with the Transaction Documents.
- Provide regular reports for the Investment Fund and the Transactions in which NYCEDC has an equity interest.
- Hold regular meetings for investors of the Investment Fund in accordance with the Transaction Documents.
- Perform any other services necessary for the furtherance of the Program.

Proposed Resolution: To authorize the President and any empowered officer to make a commitment to the Investment Fund and to enter into the Transaction Documents, as required, substantially as described herein

Relevant Staff: Brinda Ganguly, Executive Vice President, Strategic Investments Group
Shawn Shafiei, Vice President, Strategic Investments Group
Audrey Ellen, Assistant Vice President, Strategic Investments Group
Matthew Smith, Senior Associate, Strategic Investments Group
Eduardo Fernandez, Associate, Strategic Investments Group
Izzy Cohn, Senior Counsel, Legal

Project Code: 10306

CONSENT ITEMS

Project Name	Contracts to be Amended or Entered into and Matters to be Approved	Amounts to be Approved	Tab
<p>Whitehall Ferry Terminal, St. George Ferry Terminal and Staten Island Ferryboats: Advertising Agreement</p>	<p>An advertising agreement with Ballyhoo Media, LLC (“Ballyhoo”) for an initial term of five years with one renewal term for an additional five years, at the discretion of NYCEDC and City DOT, to provide for advertising on the Staten Island Ferryboats and at St. George Ferry Terminal and Whitehall Ferry Terminal and related activities.</p>	<p>Ballyhoo shall pay a fee to NYCEDC in the amount of 12.5% of the gross revenues from the advertising in the first year, 15% in the second year, 25% in the third to the fifth year, and 30% in the sixth to the tenth year (subject to a minimum guaranteed base fee). Ballyhoo shall retain the balance of the gross revenues.</p> <p>Ballyhoo will pay a minimum guaranteed base fee, consisting of \$180,000/year in the first year, \$300,000/year in the second year, \$540,000/year from the third to the fifth year, and \$660,000/year from the sixth to the tenth year.</p>	<p align="center">6</p>
<p>Brooklyn Cruise Terminal Traffic Management</p>	<p>Ratification of a consultant contract between NYCEDC and Workforce7 Inc. to provide for traffic control/flagging services on a weekly basis on high volume cruise days in the area neighboring the Brooklyn Cruise Terminal (“BCT”), to ensure the smooth, efficient, and safe operation of vehicular, pedestrian and bike traffic in the area neighboring BCT and improve quality of life issues that affect the local community given the high volume of passengers on cruise days.</p>	<p>Up to \$1,500,000</p>	<p align="center">7</p>

<p>Modifications to Previous Authorizations – Waterfront Maintenance Services</p>	<ul style="list-style-type: none"> • With regard to a contract with Reicon Group, LLC (the “Reicon Contract”) for waterfront maintenance services at various sites, including, without limitation, inspection of maritime assets, environmental remediation, emergency repairs, storm preparation and response, dry docking services, heavy machinery repair, custom fabrication, barge ballasting, and repair and servicing of maritime assets including NYC Ferry, to provide additional funds for additional project work • Any necessary agreements related to such project work 	<p>Up to an additional \$3,000,000 for additional project work under the Reicon Contract, bringing the total authorized amount of the Reicon Contract to up to \$18,000,000</p>	<p>8</p>
<p>Modifications to Previous Authorizations – On-Call Design and Engineering Services</p>	<ul style="list-style-type: none"> • With regard to the previously authorized separate contract with each of Arup US, Inc. (“Arup”), Buro Happold Consulting Engineers, P.C. (“Buro Happold”), and Smith-Miller + Hawkinson Architects LLP (“Smith-Miller”) for the provision of on-call design and engineering services for various NYCEDC-operated sites citywide on an as needed basis, a new contract with Perkins Eastman Architects, D.P.C. (“Perkins Eastman”) to provide for project services as the third project consultant instead of Smith-Miller, as Smith-Miller withdrew from the project • Any needed Funding Source Agreements and any other necessary agreements related to project work under the Arup contract, the Buro Happold contract and/or the Perkins Eastman contract 	<p>N/A – The aggregate amount for three contracts and amendments thereto for this project remains unchanged</p>	<p>8</p>

<p>Modifications to Previous Authorizations – Skyport Parking Facility</p>	<ul style="list-style-type: none"> • An amendment to a contract (the “SP Agreement”) with SP Plus Corporation (“SP”) for the operation of 695 parking spots at a four story parking garage at Skyport – 2430 FDR Drive East Service Road (at 23rd Street and the East River), and two surface lots under the FDR Drive, in Manhattan – to provide for the substitution of approximately 70 parking spots at 500 East 30th Street (The Water Club) for the 100 surface lot spots at the Skyport facility that have been occupied by the New York City Department of Design and Construction in connection with construction of the East Side Coastal Resiliency project seawall • Any necessary agreements related to the project services under the SP Agreement 	<p>N/A – SP receives funds for certain costs of operation plus \$2,344 monthly, and 10% of the annual net operating income in excess of \$2,000,000 as an incentive fee.</p>	<p>8</p>
<p>Modifications to Previous Authorizations – Staten Island 9/11 Memorial</p>	<ul style="list-style-type: none"> • With respect to the FM/CM Contract with Hunter Roberts (the “Hunter Roberts FM/CM Contract”), to provide for CM and design, construction, and related services to support the rehabilitation of the Staten Island 9/11 Memorial, to provide additional funds for additional work related to the rehabilitation of the memorial and also for expanded project work to enhance the neighboring landscaping and the Memorial Plaza and undertake upgrades to the Memorial Plaza • Any necessary agreements related to this project work 	<p>Up to an additional \$1,900,000 for additional project work under the Hunter Roberts FM/CM Contract, bringing the total authorized amount of funds for project work under the Hunter Roberts FM/CM Contract to up to \$3,411,737.17</p>	<p>8</p>

<p>Modifications to Previous Authorizations – Saw Mill Creek Pilot Wetland Mitigation Bank Project</p>	<ul style="list-style-type: none"> • With respect to the consultant contract with Louis Berger & Assoc., P.C. (the “Berger Contract”) for services related to post-construction monitoring and maintenance activities with regard to restored property in connection with the Saw Mill Creek Pilot Wetland Mitigation Bank project, to provide for additional funds for the Berger Contract and to provide for an additional period of services that will include, among other services, post-construction monitoring, including a short-term mussel study, monitoring and sampling, and close-out tasks for the project • Any necessary agreements related to this project work 	<p>Up to an additional \$200,000 for the Berger Contract, bringing the total authorization for project services under the Berger Contract to up to \$3,000,000</p>	<p>8</p>
<p>Modifications to Previous Authorizations – Regional Food Hub Utility Infrastructure Reimbursement</p>	<ul style="list-style-type: none"> • An amendment to the terms of the agreement related to NYCEDC providing reimbursement payments (the “Reimbursement Payments”) to New York State Regional Food Hub LLC (“Tenant”), as tenant for certain premises in the Hunts Point Food Distribution Center in the Bronx on which the Tenant is developing and will operate a wholesale and retail refrigerated food distribution facility (the “Project”), for the cost of additional utility infrastructure work required by City DEP, which would typically be part of Landlord’s work, to increase the amount reimbursable to Tenant for this Project • Any necessary agreements related to this Project 	<p>An increase in the amount reimbursable to Tenant by up to \$36,260.71, bringing the total reimbursement amount to up to \$560,335.86 for the Reimbursement Payments</p>	<p>8</p>
<p>Funding Agreement</p>	<ul style="list-style-type: none"> • A funding agreement (the “Design Trust Funding Agreement”) with Design Trust for Public Space, Inc. (“Design Trust”) or an affiliate to fund a portion of the cost for the renovation of an unusable and inaccessible open space at 20-30 Avenue D in Manhattan, to allow area residents to access and use the space • Any needed Funding Source Agreements for this project 	<p>Up to \$785,000 for the Design Trust Funding Agreement</p>	<p>9</p>

Goulston & Storrs PC	<ul style="list-style-type: none"> • With regard to a legal retainer agreement (the “Legal Retainer Agreement”) with Goulston & Storrs PC (“Goulston”) for the provision of legal services by Goulston to NYCEDC and the City with respect to the transfer of property interests to NYCEDC and of property interests by the City and related matters, to increase the amount authorized for the Legal Retainer Agreement for project services • Any needed agreements related theretot 	Up to \$300,000 (an increase of up to \$200,000 in the currently authorized amount for the Legal Retainer Agreement with Goulston for project services)	10
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**WHITEHALL FERRY TERMINAL, ST. GEORGE FERRY TERMINAL AND
STATEN ISLAND FERRYBOATS: ADVERTISING AGREEMENT**
Executive Committee Meeting
May 1, 2024

Project Description:

Advertising on the Staten Island Ferryboats (the “Ferryboats”) and at St. George Ferry Terminal and Whitehall Ferry Terminal (collectively, the “Ferry Terminals”) and related activities. The City of New York (the “City”), by and through City DOT, is the owner of the Ferry Terminals and the Ferryboats. The City leases portions of the Ferry Terminals and the Ferryboats to NYCEDC for retail, storage, and advertising purposes. NYCEDC currently has an agreement with Island Adworx Advertising, Inc. d/b/a Communication Associates (“FerryAds”) to provide advertising services at portions of the Ferry Terminals and the Ferryboats, which are collectively referred to as “Ferry Terminal Advertising Areas”. The agreement is set to expire on May 31, 2024. Following the release of an RFP for advertising services after such date, NYCEDC received authorization to enter into a new agreement with FerryAds at the March 19, 2024 Executive Committee meeting. However, FerryAds has since indicated that it does not wish to proceed with the contract. As a result, NYCEDC proposes to instead contract with another respondent to the RFP for this project, Ballyhoo Media, LLC (“Ballyhoo”). The proposed new agreement with Ballyhoo will be for an initial term of five years through May 31, 2029 and a renewal term of five years through May 31, 2034, for a total term of ten years.

Borough:

Staten Island and Manhattan

Type of Contract:

Advertising agreement

Base Fee:

Ballyhoo shall pay a fee to NYCEDC in the amount of 12.5% of the gross revenues from the advertising in the first year, 15% in the second year, 25% in the third to the fifth year,

and 30% in the sixth to tenth year (subject to a minimum guaranteed base fee). Ballyhoo shall retain the balance of the gross revenues.

Minimum Guaranteed Base Fee: Ballyhoo will pay a minimum guaranteed base fee, consisting of \$90,000/year in the first year, \$300,000/year in the second year, \$540,000/year in the third and fourth year, \$585,000 in the fifth year and \$660,000/year from the sixth to tenth year.

Procurement Method: Publicly advertised RFP. (Since there were only two responsive respondents to the RFP, the proposed contract will be considered a sole source contract under the terms of NYCEDC's annual contracts with the City.)

M/WBE Goal: 30-40%

Agreement to be Approved: An advertising agreement (the "Advertising Agreement") with Ballyhoo for an initial term of five years with one renewal term for an additional five years, at the discretion of NYCEDC and City DOT.

Scope of Work: Ballyhoo, pursuant to the Advertising Agreement, will develop an advertising marketing plan; design, construct, install and maintain the advertising infrastructure; promote, solicit, negotiate and procure contracts for advertising users; and process and collect advertising sales revenues (collectively referred to as "Advertising Services"). The Ferry Terminal Advertising Areas consist of locations at St. George Ferry Terminal at the concourse floor and bus transportation area, at the Whitehall Ferry Terminal in areas in and around the waiting room and concourse areas, and on the Ferryboats.

The Advertising Services are to reflect the broad range of traditional and non-traditional approaches to non-objectionable advertising and uses of advertising signage incorporating traditional media advertising, digital and new media, specialty media, and

any other related out-of-home advertising concepts to generate maximum revenue for NYCEDC.

Ballyhoo shall be responsible, at its sole cost and expense, for performing the Advertising Services for the development and implementation of the advertising opportunities at the Ferry Terminal Advertising Areas.

Proposed Resolution: To authorize the President and any empowered officer to enter into the Advertising Agreement with Ballyhoo for services substantially as described herein.

Relevant Staff: Sabrina Lippman, Senior Vice President, Asset Management
Sean Freas, Vice President, Asset Management
William Zheng, Senior Associate, Asset Management
Catlin Dunham, Counsel, Legal

Project Code: 3238

BROOKLYN CRUISE TERMINAL TRAFFIC MANAGEMENT
Executive Committee Meeting
May 1, 2024

Project Description: NYCEDC leases the Brooklyn Cruise Terminal (“BCT”) in Red Hook, Brooklyn from the Port Authority. In April 2023, a new ship, began calling at BCT every week; the MSC Meraviglia, a cruise ship owned by MSC Cruises that holds up to 5500 passengers, a marked increase from the ships that had been calling at BCT for many years. In order to ensure the smooth, efficient, and safe operation of vehicular, pedestrian and bike traffic in the area neighboring BCT and improve quality of life issues that affect the local community given the high volume of passengers on cruise days, NYCEDC has been paying for traffic management services in the neighboring area since July 2023 and has a new contract for these services beginning in April 2024.

Borough: Brooklyn

Type of Contract: Consultant contract between NYCEDC and Workforce7 Inc.

Amount to be Approved: Up to \$1,500,000

Type of Funds: NYCEDC programmatic budget funds

Procurement Method: M/WBE small purchase.

Agreement to be Ratified: Consultant contract between NYCEDC and Workforce7 Inc. for Project services beginning in April 2024

Workforce/MWBE: Workforce7 Inc. is a MWBE vendor; no subcontracting is being permitted for this work.

Scope of Work: Workforce7 Inc. will provide traffic control/flagging services on a weekly-basis on high-volume cruise days (mostly Sundays, some Mondays and Wednesdays, and other days) usually between the hours of 7 AM and 2 PM in the area neighboring the BCT. Locations for traffic enforcement agents were determined by a study conducted by an engineering firm on retainer to NYCEDC.

Proposed Resolution: The ratification of NYCEDC’s entering into the contract for Project services with Workforce7 Inc. substantially as described herein

Staff: Sabina Lippman, Senior Vice President, Asset Management
Allison Dees, Vice President, Asset Management
Mary Clarke, Assistant Vice President, Asset Management
Judy Fensterman, Assistant General Counsel, Legal
Mary Adams, Senior Counsel, Legal

NYCEDC Project Code: 1055

MODIFICATIONS TO PREVIOUS AUTHORIZATIONS
Executive Committee Meeting
May 1, 2024

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.

Contractor	Project Site Address(es), Borough	Amount and Type of Funds	Project Work	Proposed Modification	Last Exec. Comm. Approval and Project Code
(1) Reicon Group, LLC ("Reicon")	Citywide	The total authorized amount for the Reicon contract is up to \$15,000,000. The authorized source of funds for any task may be NYCEDC programmatic budget funds and/or City Capital Budget funds as well as any other type of funds, if any, then available for the task, including, without limitation, City Tax Levy funds.	Waterfront maintenance services at various sites, including, without limitation, inspection of maritime assets, environmental remediation, emergency repairs, storm preparation and response, dry docking services, heavy machinery repair, custom fabrication, barge ballasting, repair and servicing of maritime assets including NYC Ferry.	To authorize up to an additional \$3,000,000, using the same types of funds previously authorized for Project work, bringing the total authorized amount of the Reicon contract to up to \$18,000,000	Approval Date: 4/27/2022 Project Code: 7882

<p>(2) Louis Berger & Assoc., P.C. ("Berger")</p>	<p>Saw Mill Creek Marsh, Staten Island</p>	<p>Up to \$2,800,000 of NYCEDC programmatic budget funds provided through wetland mitigation credit sales</p>	<p>Post-construction monitoring and maintenance activities with regard to restored property in connection with the Saw Mill Creek Pilot Wetland Mitigation Bank project. M/WBE Participation Goal: 9%</p>	<p>To increase the authorization for the project contract with Berger by up to \$200,000, bringing the total authorization for the contract to up to \$3,000,000, and to provide for an additional period of services that will include, among other services, post-construction monitoring, including a short-term mussel study, monitoring and sampling, and project close-out tasks.</p>	<p>Approval Date: 12/18/2019 Project Code: 91640001</p>
<p>(3) SP Plus Corporation ("SP")</p>	<p>A four story parking garage at Skyport – 2430 FDR Drive East Service Road (at 23rd Street and the East River), and two surface lots under the FDR Drive, in Manhattan</p>	<p>SP receives funds for certain costs of operation plus \$2,344 monthly, and 10% of the annual net operating income in excess of \$2,000,000 as an incentive fee</p>	<p>Under its contract, SP is to operate 695 parking spots at the parking facility at Skyport (the building and surface lots). Due to construction of the East Side Coastal Resiliency project seawall, 100 of surface lot spots have been occupied by the Department of Design and Construction ("DDC") and so can not be used by SP.</p>	<p>An amendment to the previously authorized contract with SP to substitute about 70 parking spots at 500 E 30th Street (The Water Club) for the DDC occupied parking spots at the Skyport facility</p>	<p>Approval Date: 3/29/2017 Project Code: 6538</p>

<p>(4) Arup US, Inc.</p> <p>Buro Happold Consulting Engineers, P.C</p> <p>Smith-Miller + Hawkinson Architects LLP (“Smith-Miller”)</p>	<p>Citywide</p>	<p>\$60,000,000 in the aggregate for three consultant contracts</p> <p>The source of funds will vary depending on the particular task or project and may include, without limitation, City Capital Budget funds, City Tax Levy funds and NYCEDC programmatic budget funds</p>	<p>Provision of on-call design and engineering services for various NYCEDC-operated sites on an as-needed basis throughout the five Boroughs. The consultant contracts are to provide on-call design and engineering services to meet the needs of NYCEDC-operated sites quickly and efficiently as they arise.</p>	<p>Following NYCEDC’s Executive Committee approval of Smith-Miller as one of the three contractors for the project, Smith-Miller withdrew from the project. NYCEDC proposes to enter into a contract (and any needed amendments thereto) with Perkins Eastman Architects, D.P.C. (“Perkins”) instead of Smith-Miller as its third on-call design and engineering consultant. Perkins was one of the respondents to the RFP for this project. The aggregate amount of the three contracts and amendments thereto for this project would remain unchanged and NYCEDC may enter into any needed Funding Source Agreements in connection with the contracts.</p> <p>M/WBE Goal for Perkins: 30%</p>	<p>Approval Date: December 19, 2023</p> <p>Project Code: 10428</p>
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(5) Hunter Roberts	Staten Island 9/11 Memorial; Saint George Esplanade, Staten Island	Up to \$1,511,737.17. of NYCEDC programmatic budget funds, City Tax Levy funds and City Capital Budget funds for project work under the Hunter Roberts FM/CM Contract with NYCEDC.	CM and design, construction, and related services to support the rehabilitation of the 9/11 Memorial. M/WBE Participation Goal: 30%	Up to an additional \$1,900,000 of City Capital Budget funds, bringing the total for project work under the Hunter Roberts FM/CM Contract with NYCEDC to up to \$3,411,737.17. The additional funds will be used for additional work related to the rehabilitation of the memorial and also for expanded project work to enhance the neighboring landscaping and the Memorial Plaza and undertake upgrades to the Memorial Plaza.	Approval Date: 11/9/2021 Project Code: 7851
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<p>(6) New York State Regional Food Hub LLC (“Tenant”)</p>	<p>Hunts Point Food Distribution Center (“Hunts Point”), The Bronx</p> <p>Tenant leases certain premises at Hunts Point from the City as landlord (“Landlord”) on which it is developing and will operate a wholesale and retail refrigerated food distribution center.</p>	<p>Up to \$524,075.15 from the Hunts Point Improvement Fund (“Fund41”), which consists of funds collected as common area maintenance payments from several Hunts Point tenants. Fund41 is reserved for certain improvements to Hunts Point including project type improvements and NYCEDC has received Deputy Mayor authorization to use Fund41 for such improvements.</p>	<p>City DEP required certain additional utility infrastructure work (the “DEP Infrastructure Scope”) which would typically be part of Landlord’s work and performed by NYCEDC as lease administrator. However, in an effort to avoid delays to the construction of the wholesale and retail refrigerated food distribution facility, Tenant agreed to undertake the DEP Infrastructure Scope and receive reimbursement by NYCEDC for the costs.</p>	<p>An amendment to the terms of the reimbursement agreement between NYCEDC and Tenant to increase the amount reimbursable to Tenant by up to \$36,260.71, for a total reimbursement amount of up to \$560,335.86. This increase would cover additional costs incurred in connection with the DEP Infrastructure Scope. The additional funds would be from Fund41.</p>	<p>Approval Date: November 9, 2021</p> <p>Project Code: 6775</p>
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Relevant Staff: (1) Gregory Dixon, Vice President, Asset Management
John Tseng, Vice President, Asset Management
David Aneiro, Senior Vice President, Asset Management
Emily DeVito, Senior Vice President, Asset Management
Michael Barone, Senior Counsel, Legal

(2) Sarah Murphy, Assistant Vice President, Transportation & Waterfront, Planning Division
Max Taffet, Senior Vice President, Transportation & Waterfront, Planning Division
Candace Chung, Senior Counsel, Legal

(3) Justin Flamiano, Associate, Portfolio Management
Julie Gresack, Vice President, Portfolio Management
Romulo Garza, Vice President, Portfolio Management
Steve Lazarus, Senior Vice President, Portfolio Management
Jonah Jackson, Counsel, Legal

(4) Ramon Ponce, Senior Project Manager, Asset Management
Jose Figuereo, Vice President, Asset Management
David Aneiro, Senior Vice President, Asset Management
Candace Chung, Senior Counsel, Legal

(5) Allegra Vanderlaan, Project Manager, Asset Management
Daleana Vega, Assistant Vice President, Asset Management
Jose Figuereo, Vice President, Asset Management
Michael Barone, Senior Counsel, Legal

(6) Alyana Roxas, Assistant Vice President, Asset Management
Jinquan Liang, Vice President, Asset Management
Caroline Nguyen, Senior Counsel, Legal

**FUNDING AGREEMENT
Executive Committee Meeting
May 1, 2024**

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 Addresses Borough	Source or Type of New NYCEDC Funds	Amount Under New Agreement/ Amendment	Application of Funds
Design Trust for Public Space, Inc., a not-for-profit corporation – Funding Agreement	20-30 Avenue D, Manhattan	City Capital Budget funds made available by the Department of Cultural Affairs, which have been provided by the Manhattan Borough President and the City Council	Up to \$785,000	To fund a portion of the cost for the renovation of an unusable and inaccessible open space at 20-30 Avenue D in Manhattan, to allow area residents to access and use the space. This project does not have an M/W/DBE goal.

NYCEDC Project Code: 10404

Relevant Staff: Sal Khalid, Vice President

Description of Contractor

Design Trust for Public Space, Inc. is a nationally recognized organization that catalyzes change and transforms New York City's shared civic spaces—streets, plazas, parks, public buildings, transportation, and housing developments—to create a vibrant, inclusive and sustainable city.

GOULSTON & STORRS PC
Executive Committee Meeting
May 1, 2024

Project Description: Provision of legal services to NYCEDC and New York City by Goulston & Storrs PC (“Goulston”) with respect to the transfer of property interests to NYCEDC and of property interests by the City (the “Project”) and related matters

Type of Contract: Legal retainer agreement

Amount to be Approved: Up to \$300,000 (an increase of up to \$200,000 in the currently authorized amount for a legal retainer agreement (the “Agreement”) with Goulston for Project services)

Procurement Method: The Agreement has been entered into on a sole source basis due to (a) Goulston’s familiarity with large NYCEDC and City real estate transactions, and (b) the exigent schedule for the Project. In addition, the City has directed NYCEDC to select Goulston to represent NYCEDC and the City on a sole source basis by a directive dated March 15, 2024.

Type of Funds: NYCEDC programmatic budget funds

Scope of Work: Legal services related to the Project, including the negotiation, review and drafting of a memorandum of understanding, leases and other documents related to an eventual fee transfer and possibly legal services with regard to related matters as they may arise. Goulston has performed certain of these services to date.

For its work with respect to the Project, Goulston will charge the following rates per hour: \$785 for directors and one of Counsel, \$700 for counsel, \$650 for senior associates with at least 6 years of experience, \$575 for associates with 4 to 5 years of experience, \$500 for associates with 3 years of experience, \$375 for associates with 2 or less years of experience, and \$300 for paralegals. Goulston may also be reimbursed for certain expenses, including, if needed, costs of third party experts. Pursuant to its role under NYCEDC’s annual contracts with the City, the City’s Law Department has approved the rates and retention of Goulston for this work.

Proposed Resolution: To increase the amount authorized for the Agreement and to authorize the President and any empowered officer to enter into any needed agreements related thereto, substantially as described herein

Relevant Staff: Meredith Jones, General Counsel, Legal
Katie Hermann, Senior Counsel, Legal