



MINUTES OF A SPECIAL MEETING
OF THE LEGAL AFFAIRS COMMITTEE
OF
NEW YORK CITY ECONOMIC DEVELOPMENT CORPORATION
December 3, 2024

A special meeting of the Legal Affairs Committee (the "Committee") of the Board of Directors of New York City Economic Development Corporation ("NYCEDC"), called at the direction of the President of NYCEDC, was held, pursuant to notice by an Assistant Secretary, on Tuesday, December 3, 2024, on the 17th floor at the office of Hiltzik Strategies at 99 Madison Avenue, New York, New York.

The following members of the Committee were present:

Matthew Hiltzik
Betty Woo

Members of NYCEDC staff and a member of the public also were present.

The meeting was chaired by Ms. Woo and called to order at 5:06 p.m. Meredith Jones, an Executive Vice President, General Counsel and Secretary of NYCEDC, served as secretary of the duly constituted meeting, at which a quorum was present.

1. Mills Black LLP Legal Retainer

Caitlin Dunham, a Counsel of NYCEDC, presented a proposal for a legal retainer agreement (the "Agreement") with Mills Black LLP ("Mills Black") for the provision of legal services to NYCEDC and The City of New York (the "City") by Mills Black related to the operation of Brooklyn Marine Terminal ("BMT"), including a preliminary assessment of responsibilities and requirements with respect to operating a port or marine terminal, and related matters, on substantially the terms set forth in Exhibit A hereto.

In answer to questions from Mr. Hiltzik, Ms. Dunham stated that NYCEDC required the expertise of outside counsel because of specific concerns relating to NYCEDC being in the role of managing BMT, and that such concerns included NYCEDC registering as a marine terminal operator with the Federal Marine Commission ("FMC"). Ms. Dunham explained that in order to establish a tariff schedule, which was a regular part of operating the marine terminal, NYCEDC needed to be registered as a terminal operator. In answer to another question from Mr. Hiltzik, Ms. Dunham stated that this federal filing with the FMC was a requirement for terminals, and that Mills Black had experience working with the FMC.

At this time, Ms. Jones explained that Mills Black was a Washington, D.C. firm, that Mr. Mills and Mr. Black had formerly been partners of Winston & Strawn LLP before breaking away, and that Mills Black's expertise was predominantly in marine matters. She further noted that NYCEDC went to Chambers and Partners ("Chambers") – an organization that rates lawyers – and selected firms that were highly rated for marine expertise. Mr. Dunham then added that NYCEDC reached out to 6 of the firms that were ranked highly by Chambers, that NYCEDC received responses from and interviewed 3 law firms, one of which was Mills Black, and that based on those interviews and the proposed rates NYCEDC selected Mills Black. In answer to a question from Ms. Woo, Ms. Dunham stated that one terminal that Mills Black represented was the port of Puerto Rico.

It was moved that the Committee authorize NYCEDC to enter into the Agreement with Mills Black substantially as described in Exhibit A hereto. The motion was seconded and unanimously approved.

2. Adjournment

There being no further business to come before the meeting, pursuant to a motion made, seconded and unanimously approved, the meeting of the Committee was adjourned at 5:12 p.m.

Assistant Secretary

Dated: _____
New York, New York

EXHIBIT A

MILLS BLACK LLP
Legal Affairs Committee Meeting
December 3, 2025

Project Description:	Provision of legal services to NYCEDC and the City by Mills Black LLP (“Mills Black”) related to the operation of Brooklyn Marine Terminal, including a preliminary assessment of responsibilities and requirements with respect to operating a port or marine terminal, and related matters
Type of Contract:	Legal retainer agreement
Amount to be Approved:	Up to \$100,000
Procurement Method:	Small purchase. NYCEDC sought proposals from six firms and received proposals from three.
Type of Funds:	NYCEDC programmatic budget funds
Agreement to be Approved:	A legal retainer agreement with Mills Black for project services

Scope of Work: Legal services related to the project, including services with regard to maintaining current operations at the Brooklyn Marine Terminal, including a preliminary assessment of responsibilities and requirements with respect to operating a port or marine terminal.

For its work with respect to the project, Mills Black is charging the following rates per hour: \$750 for partners, \$450 for associates with 3 to 5 years of experience, and \$300 for associates with less than 3 years of experience.. Mills Black may also be reimbursed for certain expenses. Pursuant to its role under NYCEDC’s annual contracts with the City, the City’s Law Department has approved the rates and retention of Mills Black for this work.

Proposed Resolution: To authorize an empowered officer of NYCEDC entering into the legal retainer agreement with Mills Black substantially as described herein

Relevant Staff: Meredith Jones, Executive Vice President and General Counsel
Caitlin Dunham, Counsel, Legal