



MINUTES OF A SPECIAL MEETING  
OF THE LEGAL AFFAIRS COMMITTEE  
OF  
NEW YORK CITY ECONOMIC DEVELOPMENT CORPORATION  
February 4, 2025

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, February 4, 2025, in Conference Room 14C (*Prospect*), on the 14<sup>th</sup> floor at the offices of NYCEDC at One Liberty Plaza, New York, New York.

The following members of the Committee were present:

Matthew Hiltzik  
Janet Peguero  
Betty Woo

Members of NYCEDC staff also were present.

The meeting was chaired by Ms. Woo and called to order at 9:37 a.m. Mark Silversmith, a Special Counsel and Assistant Secretary of NYCEDC, served as secretary of the duly constituted meeting, at which a quorum was present.

1. Approval of the Minutes of the November 7, 2024 Special Meeting of the Legal Affairs Committee

There being no questions or comments with respect to the minutes of the November 7, 2024 special Committee meeting, a motion was made to approve such minutes, as submitted. Such motion was seconded and approved. Ms. Peguero recused herself from voting on these minutes since she was not present at the related meeting.

2. Approval of the Minutes of the December 3, 2024 Special Meeting of the Legal Affairs Committee

There being no questions or comments with respect to the minutes of the December 3, 2024 special Committee meeting, a motion was made to approve such minutes, as submitted. Such motion was seconded and approved. Ms. Peguero recused herself from voting on these minutes since she was not present at the related meeting.

### 3. Kaplan Kirsch LLP: Legal Retainer

At this time, Mr. Silversmith presented a proposal for a legal retainer agreement (the “Agreement”) with Kaplan Kirsch LLP (“Kaplan”) for the provision of on-call legal services by Kaplan in connection with issues that may arise concerning interstate commerce and transportation matters, including rail and maritime transportation matters, on substantially the terms set forth in Exhibit A hereto.

It was noted that the retainer would be used on an as needed basis and would likely last several years. As a result, NYCEDC proposed increases in the rates every three years. The rates and retention of Kaplan for this matter had been approved by The City of New York’s (the “City’s”) Law Department (the “Law Department”).

In answer to a question from Mr. Hiltzik, Mr. Silversmith stated that NYCEDC had very few other retainer agreements that were for as long a term as its previous agreement with Kaplan for similar project services. He then discussed a landlord/tenant retainer that lasted for many years and noted that the lengthy term was due to that firm’s familiarity with NYCEDC’s properties and tenants. In answer to a second question from Mr. Hiltzik, Ms. Woo explained that she thought that this was NYCEDC’s first retainer agreement with a built-in automatic increase after every few years, that the Law Department agreed that NYCEDC could do such periodic increases for 3 increases, and that anything beyond that would have to go back to the Law Department for review and approval. In the past, when increases were not built in NYCEDC would go back to the Law Department for approval when periodic increases were requested. In answer to a third question from Mr. Hiltzik, Mr. Silversmith stated that the rates under this structure were likely lower than if NYCEDC were to release a new request for proposals after 5 years at which time firms would submit new rates.

It was moved that the Committee approve that NYCEDC retain Kaplan for services substantially as described in Exhibit A hereto. The motion was seconded and unanimously approved.

### 4. Holland & Knight LLP: Legal Retainer

Katie Hermann, a Senior Counsel of NYCEDC, then presented a proposal for a legal retainer agreement (the “BMT Agreement”) with Holland & Knight LLP (“Holland”) for the provision of legal services to NYCEDC and The City of New York by Holland primarily with respect to the National Environmental Policy Act (“NEPA”)/State Environmental Quality Review Act/City Environmental Quality Review review required for the Brooklyn Marine Terminal project (the “BMT Project”), including the NEPA review required for a United States Maritime Administration (“MARAD”) grant for the BMT Project, and related matters, on substantially the terms set forth in Exhibit B hereto. It was noted that the rates and retention of Holland for this matter had been approved by the Law Department.

In answer to a question from Mr. Hiltzik, Ms. Hermann stated that Holland had experience working specifically with MARAD, and that the other two firms that NYCEDC

interviewed had not worked with MARAD.

It was moved that the Committee approve that NYCEDC retain Holland for services substantially as described in Exhibit B hereto. The motion was seconded and unanimously approved.

5. 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 9:44 a.m.

\_\_\_\_\_  
Assistant Secretary

Dated: \_\_\_\_\_  
New York, New York

DRAFT

**EXHIBIT A**

**KAPLAN KIRSCH LLP LEGAL RETAINER**  
**Executive Committee Meeting**  
**February 4, 2025**

**Project Description:** Provision of on-call legal services by Kaplan Kirsch LLP (“Kaplan”) in connection with issues that may arise concerning interstate commerce and transportation matters, including rail and maritime transportation matters

**Type of Contract:** Legal retainer agreement

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

**Type of Funds:** NYCEDC programmatic budget funds

**Procurement Method:** Public RFP

**Agreement to be Approved:** Legal retainer agreement with Kaplan for Project services (the “Agreement”)

**Scope of Work:** In connection with NYCEDC’s role assisting the City with the development of and management of certain industrial, commercial, waterfront, maritime, rail freight and intermodal transportation properties, including many of the City’s marine terminals, rail lines and rail yards, and much of the City’s wharf property, marginal streets and lands under water, NYCEDC from time to time requires services from outside counsel to assist with strategic and legal advice, including with respect to federal regulations, advocacy before relevant administrative agencies and litigation.

NYCEDC has retained outside counsel to assist with Project services since 2000, including retaining Kaplan and its predecessor firm for Project services. As NYCEDC continues to have a need for outside counsel with this expertise, NYCEDC released a new RFP for Project services in 2024. Kaplan has extensive familiarity with NYCEDC’s projects and legal issues and has performed excellent work to date.

Kaplan will be paid at the following rates per hour: \$725 for partners, \$600 for counsel, \$525 for associates with 6 or more years of experience, \$450 for associates with 3 or more but less than 6 years of experience, and \$300 for associates with less than 3 years of experience. Kaplan will also be reimbursed for paralegals at the rate of \$180 per hour and for certain other expenses. These rates will be subject to three percent increases on the third, sixth and ninth anniversaries of the Agreement. The City’s Law Department has approved the rates and retention of Kaplan for Project services.

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

**Relevant Staff:** Meredith Jones, General Counsel, Legal  
Kelly Russotti, Senior Counsel, Legal

**NYCEDC Project Code:** 10909

**EXHIBIT B**

**HOLLAND & KNIGHT LLP-LEGAL RETAINER**  
**Executive Committee Meeting**  
**February 4, 2025**

**Project Description:** Provision of legal services to NYCEDC and the City by Holland & Knight LLP (“Holland & Knight”), pursuant to a legal retainer agreement entered into by NYCEDC and Holland & Knight (the “Retainer Agreement”), primarily with respect to the NEPA/SEQRA/CEQR review required for the Brooklyn Marine Terminal project (the “BMT Project”), including the NEPA review required for a United States Maritime Administration (“MARAD”) grant for the BMT Project, and related matters

**Type of Contract:** Legal retainer agreement

**Amount to be Approved:** Up to \$200,000

**Type of Funds:** NYCEDC programmatic budget funds

**Procurement Method:** NYCEDC received proposals from four firms and interviewed three. It selected Holland & Knight due to (a) Holland & Knight’s experience with the specialized practice area of NEPA review, (b) the expedited timeline of the BMT Project due to deadlines with associated Federal grant funds and (c) Holland & Knight’s familiarity with NEPA review with MARAD acting as Federal lead agency. Under NYCEDC’s annual contracts with the City, the procurement is technically considered to be sole source because, although competitive, it did not precisely line up with a procurement method in the annual contracts.

**Agreement to be Approved:** A legal retainer agreement with Holland & Knight for Project services (the “Agreement”)

**Scope of Work:** Legal services related to the BMT Project, primarily consisting of services with regard to advice on the environmental review approach for the BMT Project and with regard to the NEPA/SEQRA/CEQR review required for the BMT Project, including the NEPA review required for the MARAD grant, and guidance on aligning the environmental review for the BMT Project with the review for other neighboring projects, and related matters.

Holland & Knight will charge the following rates per hour: \$750 for partners and one senior counsel, \$600 for Senior Associates (more than 4 years of experience), and \$200 for paralegals. The firm will not staff junior associates (less than 4 years of experience) on this engagement. Holland & Knight 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 Holland & Knight for this work.

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

**Relevant Staff:** Meredith Jones, General Counsel, Legal  
Robert LaPalme, Assistant General Counsel, Legal  
Katie Hermann, Senior Counsel, Legal  
Rebecca Gafvert, Senior Vice President, Land Use  
Brooke Wieczorek, Senior Vice President, Land Use

**NYCEDC Project Code:** 10815