

MINUTES OF THE REGULAR MEETING
OF THE EXECUTIVE COMMITTEE
OF
NEW YORK CITY ECONOMIC DEVELOPMENT CORPORATION
December 13, 2017

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 Wednesday, December 13, 2017, at NYCEDC's offices at 110 William Street, in Conference Rooms 4A and 4B, New York, New York.

The following members of the Executive Committee were present:

William Candelaria (by conference telephone)
Wilton Cedenó (by conference telephone)
William Floyd (by conference telephone)
James McSpiritt
Carl Rodrigues (as alternate for Alicia Glen)
Michael Schlein
Timothy Wilkins

Matthew Hiltzik, a Director of NYCEDC, members of NYCEDC staff and members of the public also were present.

The meeting was chaired by Michael Schlein, Chairperson of NYCEDC, and called to order 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 November 9, 2017 Regular Meeting of the Executive Committee

There were no questions or comments with respect to the minutes of the November 9, 2017 regular meeting of the Executive Committee, as submitted. A motion to approve such minutes, as submitted, was made, seconded and unanimously adopted.

2. Contracts and Other Matters

The following contracts, authorizations, expenditures and matters were then presented to the Executive Committee for approval. (Attached hereto as Attachment 1 is a definition sheet that contains the definitions of certain frequently used terms contained in the Exhibits attached hereto.)

Mr. Wilkins joined the meeting at this time.

(a) East Midtown Greenway – 53rd Street to 61st Street

Kathryn Prybylski, a Vice President of NYCEDC, presented (i) a proposed new consultant contract with Skanska USA Building Inc. ("Skanska") to provide for construction management ("CM") and related services, including pre-construction, construction and post-construction services, for the construction of East Midtown Greenway – 53rd Street to 61st Street, a new waterfront esplanade to be located along the western shore of the East River in Manhattan, as well as certain improvements to existing nearby parklands, and (ii) any agreements necessary to obtain funds ("Funding Source Agreements") for this project, on substantially the terms set forth in Exhibit A hereto.

At this time, Ms. Prybylski noted that NYCEDC was bringing Skanska in to start CM work earlier than what was typical practice for NYCEDC. James Patchett, President of NYCEDC, added that having Skanska start earlier was beneficial because it allowed for better coordination between the design and construction teams.

In answer to a question from Mr. McSpiritt, Ms. Prybylski explained that the Committee had previously authorized up to \$10 million for project design work, and that the Committee now was approving the reallocation of up to a \$2 million portion of that \$10 million to be used for pre-construction services for the project. She added that the retention of Skanska would be for the entire project, that the up to \$2 million would cover only pre-construction, and that NYCEDC would come back to the Committee to authorize funds for construction services. In answer to a second question from Mr. McSpiritt, Ms. Prybylski stated that Stantec Consulting Services Inc. had been working on the design since September, and that NYCEDC anticipated that the project would be at 30% design by summer, 2018. In answer to an additional question from Mr. McSpiritt, Ms. Prybylski stated that \$100 million in City Capital Budget funds was allocated for this project, and that \$10 million was the amount available this fiscal year for project design and pre-construction services. Mr. Patchett added that NYCEDC believed \$100 million would be sufficient to complete this section of the greenway, and that additional funding may be needed for a currently contemplated crossing at 54th Street.

In answer to a question from Mr. Hiltzik, Mr. Patchett explained that, apart from the East Midtown Greenway Project, NYCEDC was conducting a comprehensive analysis of the remaining gaps in the greenway, and that this analysis was anticipated to be completed by the end of 2017 and would include detailed cost estimates. Mr. Patchett further stated that NYCEDC's plan was to advance conceptual design for the remaining gaps so that it would be ready to move if funding became available.

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

unanimously approved.

Mr. Cedeno joined the meeting at this time.

(b) Green Infrastructure

Zachary Aders, a Project Director of NYCEDC, presented a proposal for (i) a construction management contract (a "CM Contract") with AECOM USA, Inc. for work related to 26th Ward and Newtown Creek combined sewer-overflow ("CSO") tributary areas in Brooklyn, (ii) a CM Contract with Hunter Roberts Construction Group, L.L.C. ("Hunter Roberts") for work related to a Bronx River CSO tributary area in the Bronx, (iii) a CM Contract with LiRo Engineers, Inc. for work related to a Jamaica Bay CSO tributary area in Brooklyn and Queens, and (iv) any needed Funding Source Agreements, to provide for CM and related services, including pre-construction, construction and post-construction services, to implement green infrastructure improvements, on substantially the terms set forth in Exhibit B hereto.

Mr. Patchett noted that NYCEDC agreed to assist the New York City Department of Environmental Protection with improving green infrastructure citywide because NYCEDC believed that improving resiliency was critical for the future of the City's economy. In answer to a question from Mr. McSpiritt, Mr. Aders stated that maintaining such improvements was a challenge and that, therefore, a two-year maintenance period following construction was a specific portion of the services. In answer to an additional question from Mr. McSpiritt, Yvi McEvilly, a Project Director of NYCEDC, stated that NYCEDC estimated an approximately 25-year useful life for the improvements. In answer to a question from Mr. Wilkins, Mr. Patchett stated that the permitting was being handled by NYCEDC's contractors.

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.

(c) ConstructNYC Training Program

John Rooney, a Vice President of NYCEDC, presented a proposed consultant contract with BOC Capital Corp. ("BOC") to provide services related to the administration of the ConstructNYC Training Program (the "Training Program") and as part of the Training Program the provision of in-depth, individualized technical assistance to certified minority-owned, women owned, and disadvantaged business enterprise ("M/W/DBE") construction firms which are selected after an application process that looks at such matters as financial capability and background, on substantially the terms set forth in Exhibit C hereto.

At this time, Mr. Rooney provided some background information regarding BOC, noting that BOC was a Brooklyn-based not-for-profit, as well as a Community Development Financial Institution, with the capacity to make loans to firms. He further noted that much of BOC's business was focused on providing technical assistance to help construction and M/W/DBE companies become successful, and that BOC was

highly skilled in helping construction firms to get the cashflow needed to perform successfully on projects.

In answer to a question from Mr. Wilkins, Mr. Rooney stated that NYCEDC had undertaken training before through a program called Blueprint to Success, but that ConstructNYC represented a marriage between training and connecting to work, noting that the training focused on how to work with NYCEDC and how to complete NYCEDC jobs successfully. Mr. Rooney additionally stated that the data on ConstructNYC firms was fairly new, but that awards were increasing rapidly.

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

(d) WE Fund: Growth

Edgar Avalos, a Project Manager of NYCEDC, presented a proposal for (i) contracts between NYCEDC and each of BOC, Brooklyn Cooperative Federal Credit Union, Neighborhood Trust Financial Partners, Inc., Empire State Certified Development Corporation, NYBDC Local Development Corporation d/b/a Excelsior Growth Fund and Renaissance Economic Development Corporation, or affiliates thereof (each a "Financial Contractor") pursuant to which the Financial Contractor will participate in the WE Fund: Growth program (the "Sub-Program"), an extension of the Neighborhood Credit Fund (the "NCF Program"), and the NCF Program, which Sub-Program will enable participating lenders to withdraw from a loan loss reserve fund (the "Reserve Fund") comprised of higher proportional NYCEDC contributions than under the NCF Program, expanding the capacity of the participating lender to originate and service loans that otherwise might not be feasible for eligible, small businesses, (ii) any ancillary agreements reasonably necessary to facilitate the disbursement of NYCEDC's contribution to the Reserve Funds or the reserve funds for the NCF Program, and (iii) any needed Funding Source Agreements for this project, on substantially the terms set forth in Exhibit D hereto.

In answer to a question from Mr. McSpiritt, Mr. Avalos explained the Sub-Program was a subset of the NCF Program and had a different ratio for NYCEDC's contribution to Reserve Funds, than the NCF Program.

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

3. Other Contracts and Matters

The following contracts, authorizations, expenditures and matters were then presented to the Executive Committee for authorization after a brief summary of those

matters by James Katz, an Executive Vice President of NYCEDC.

(a) Future Fashion

A proposed agreement or memorandum of understanding needed to transfer funds to The Mayor's Fund to Advance New York City, which will then transfer the funds to the NYC Department of Youth and Community Development for the Future Fashion program, a multi-agency and public-private partnership initiative to support and develop the City's talent pipeline to the fashion industry, for 2017 and 2018, on substantially the terms set forth in Exhibit E hereto.

(b) Seward Park Project: New Essex Street Market Owner's Representative

A proposed amendment to the consultant contract with Zubatkin Owner Representation, LLC for the provision of owner's representative services, including management and administrative services, for the relocation of the existing Essex Street Market to the New Essex Street Market as part of the Seward Park Mixed Use Development Project being constructed by Delancey Street Associates LLC, to provide for additional services and increase the amount payable, on substantially the terms set forth in Exhibit F hereto.

(c) Sunset Park Public Relations Consultant

A proposed consultant contract with SS KS LLC d/b/a Sunshine Sachs to provide for public relations, marketing, communications and social media services and related services for a group of industrial properties owned by the City and managed by NYCEDC in Sunset Park, Brooklyn, for a term of approximately six months, on substantially the terms set forth in Exhibit G hereto.

(d) Usage Agreements with Carnival Corporation, Magical Cruise Company, Limited and MSC Cruises S.A.

Three proposed usage agreements (the "Usage Agreements"), one with each of Carnival Corporation d/b/a Carnival Cruise Lines or an affiliated entity, Magical Cruise Company, Limited, d/b/a Disney Cruise Line, or an affiliated entity, and MSC Cruises S.A. or an affiliated entity ("MSC"), each of which operates cruise lines (each a "Cruise Line," and collectively the "Cruise Lines"), related to berthing space at the Manhattan Cruise Terminal and/or Brooklyn Cruise Terminal, on substantially the terms set forth in Exhibit H hereto.

In answer to a question from Mr. Wilkins, Mr. Patchett stated that under the proposed Usage Agreements the actual fees per berthing would be slightly lower than in the past, but that there would be a significant increase in volume commitments, which would result in a substantial overall increase in revenue. Mr. Patchett also noted that MSC had just started berthing in the City, and thus was another increased source of

revenue.

(e) Citywide Rehabilitation/Improvements

(i) One or more proposed amendments to NYCEDC's existing facilities management/construction management contract with Hunter Roberts (the "Hunter FM/CM Contract") to provide for project services and to extend the Hunter FM/CM Contract until work being completed under that contract is finished, (ii) one or more proposed amendments to NYCEDC's CM Contract with Skanska to provide for project services, and (iii) any needed Funding Source Agreements, to provide for work related to facilities at various locations in the City, on substantially the terms set forth in Exhibit I hereto.

(f) On-Call Maritime Engineering Consultant Services

(i) Proposed amendments to the consultant contracts with CH2M Hill Engineering, P.A., Maser Consulting Engineers and Land Surveyors, P.A., Professional Corporation, BTMI Engineering, PC f/k/a Ocean and Coastal Consultants Engineering, P.C. and Pennmax Consulting Engineers, P.C. assignee of Pennmax Engineering, PLLC for maritime engineering consultant services at various sites, as needed, to reallocate funds approved for any of the contracts to another contract, thereby increasing the amount of one contract and decreasing the amount of another, and (ii) any needed Funding Source Agreements for this project, on substantially the terms set forth in Exhibit J hereto.

(g) Integrated Pest Management Services

A proposed amendment to NYCEDC's contract with Predator Pest Control Inc. for integrated pest management services at various sites managed by NYCEDC, to provide additional funds for such services, on substantially the terms set forth in Exhibit K hereto.

(h) Citywide Security Guard Services

A proposed contract with Motivated Security Services, Inc. to provide security guard services at Brooklyn Army Terminal, Bush Terminal, 600 Food Center Drive, Essex Street Market, the Julia De Burgos Cultural Center, Brooklyn Wholesale Meat Market, La Marqueta, Moore Street Market and the South Brooklyn Marine Terminal, and, as needed, at certain other sites managed by NYCEDC, on substantially the terms set forth in Exhibit L hereto.

(i) Funding Agreements

(i) Proposed funding agreements with (1) Downtown Community Television Center, Inc. and (2) Kips Bay Boys' and Girls' Club, Inc., or affiliates, and (ii) any agreements or amendments to agreements necessary to obtain funds for said funding

agreements, on substantially the terms set forth in Exhibit M 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 E – M hereto. Such motion was seconded and unanimously approved.

4. Approvals

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

5. Adjournment

There being no further business to come before the meeting, the meeting of the Executive Committee was adjourned at 9:45 a.m.



Assistant Secretary

Dated: Feb. 16, 2018
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
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

**EAST MIDTOWN GREENWAY – 53rd STREET TO 61st STREET
Executive Committee Meeting
December 13, 2017**

Project: Engineering, design and construction administration services and related consultant services, and CM services, for the design and construction of East Midtown Greenway – 53rd Street to 61st Street, a new waterfront esplanade to be located along the western shore of the East River in Manhattan, as well as certain improvements to existing nearby parklands. The project is a sub-project of the larger East Midtown Waterfront Project between East 38th and East 61st Streets that will serve the East Midtown neighborhood.

Procurement Method: The proposed new agreement will be for services substantially included in a publicly advertised RFP pursuant to which NYCEDC previously entered into a contract with Skanska for East Midtown Waterfront Project CM services, including Project CM services, but will be considered to be on a sole source basis because of an increased amount payable for Project services due to the length of time since the RFP.

Contractor: Skanska

Agreements to be Approved:

- A new consultant contract with Skanska to provide for Project CM and related services, including pre-construction, construction and post-construction services (the “New Skanska Agreement”); at this time funds will only be provided for pre-construction services
- Any needed Funding Source Agreements

Amount to be Approved: Up to \$2 million, which is a portion of the up to \$10 million previously authorized by the Executive Committee for a contract (the “Stantec Contract”) with Stantec Consulting Services Inc. (“Stantec”) for engineering, design and construction administration services and related services for the Project that is not being used for the Stantec Contract.

Source of Funds to NYCEDC: City Capital Budget funds

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

Background: The Manhattan Waterfront Greenway is an approximately 32-mile pedestrian and bicycle route that circumnavigates Manhattan. The greenway is intended to transform underutilized waterfront into public open space for both recreational and commuting use. Despite progress in recent years on new waterfront public open space in the City of New York, a major gap exists in Midtown East.

Disconnected from the water by the FDR Drive and the campus of the United Nations, the communities of Midtown East have few connections to the waterfront.

NYCEDC, working with City Parks and City DOT, conceived the East Midtown Waterfront Project in an effort to address the gap and improve access to the East River waterfront, enhance bicycle and pedestrian connectivity, and create waterfront amenities for public use and enjoyment.

In April 2017, the Mayor's Office announced a commitment of capital funding for the Project, which is the portion of the East Midtown Waterfront Project between 53rd and 61st Streets, which, if funding allows, may also include an upland bridge connection at 54th Street. A master plan for the East Midtown Waterfront Project was produced in 2013 and environmental review and permitting has been partially completed.

Skanska was selected in 2012 pursuant to a publicly advertised RFP to perform pre-construction, construction and post-construction CM Services for the overall East Midtown Waterfront Project, which included five sub-projects, one of which is the Project. Only one of the sub-projects has been completed. Based on that existing 2012 contract's scope of services, a revised and updated contract for the Project portion of the East Midtown Greenway from 53rd to 61st has been negotiated with Skanska. Funds for the Project are not currently included in the existing Skanska contract, from which services for the Project will be removed.

Skanska will serve as CM under the New Skanska Agreement and will procure subcontractors for Project work in a manner permitted under the New Skanska Agreement, with the primary procurement method anticipated to be a method similar to the CM method of procurement in NYCEDC's contracts with the City. With NYCEDC's approval, subcontractors retained by Skanska may subcontract certain work.

At its August 2, 2017 meeting, the Executive Committee authorized the Stantec Contract for up to \$10 million. Up to \$2 million of the unused balance of the authorized funding for Stantec is to be allocated to the New Skanska Agreement for Project pre-construction services, maintaining a total authorization for the Project thus far at \$10 million. It is anticipated that this Project will return to the Executive Committee to authorize funds for construction and post-construction services, and possibly additional funds for pre-construction services, under the New Skanska Agreement when additional funds are made available for the Project.

The East Midtown Greenway – 53rd Street to 61st Street project was last presented to the Executive Committee on August 2, 2017.

NYCEDC Project Code: 3361

Staff: Yvi McEvilly, Project Director, Capital Program
Sakiru Okeowo, Senior Project Manager, Capital Program
Kathryn Prybylski, Vice President, Capital Program
Michael Barone, Counsel, Legal

Exhibit B

**GREEN INFRASTRUCTURE
Executive Committee Meeting
December 13, 2017**

Project: CM and related services, including pre-construction, construction and post-construction services, to implement green infrastructure improvements to be constructed in the 26th Ward 26W-003 and Newtown Creek NCB-015, Bronx River HP-002, -004, and -007, and Jamaica Bay 26W-004 and -005 combined sewer-overflow ("CSO") tributary areas in Brooklyn, the Bronx and Queens

Procurement: A publicly advertised RFP using the competitive sealed proposals procurement method

Contractors:

- AECOM USA, Inc. ("AECOM")
- Hunter Roberts
- LiRo Engineers, Inc.

Agreements to be Approved (collectively the "Green Infrastructure CM Contracts"):

- A Green Infrastructure CM Contract with AECOM for 26th Ward and Newtown Creek related Project services
- A Green Infrastructure CM Contract with Hunter Roberts for Bronx River related Project services
- A Green Infrastructure CM Contract with LiRo Engineers, Inc. for Jamaica Bay related Project services
- Any needed Funding Source Agreements

Amount to be Approved: Up to \$220,000,000 in the aggregate for the Green Infrastructure CM Contracts

Source of Funds to NYCEDC: City Capital Budget funds from City DEP

Proposed Resolution: To authorize the President and any empowered officer to enter into the Green Infrastructure CM Contracts and any needed Funding Source Agreements, substantially as described herein

Background: The City has a combined sanitary and stormwater sewer system serving approximately two thirds of the City, from which there are sewer overflows that cause discharge of untreated sewage into New York's waterways. City DEP has developed combined sewer overflow ("CSO") long term control plans ("LTCPs") for affected waterbodies in the City as required by the Clean Water Act. City DEP's intent is to use green infrastructure as much as possible to meet water quality standards found in the LTCPs. A revised consent order issued by State DEC outlines the milestones for green infrastructure projects reflected in the LTCPs. These capital projects will be implemented in target areas to comply with State and federal regulations regarding

water quality attainment and mitigation of CSOs. These projects will create construction and maintenance jobs, lower citywide infrastructure costs, and improve neighborhoods through City beautification, in addition to the various improvements to environmental quality.

City DEP has asked NYCEDC to manage the construction of certain green infrastructure improvements related to managing stormwater in the right-of-way ("ROW") and on public property owned by the City, the City's Department of Education, and the New York City Housing Authority, in identified priority watersheds of the City. Green infrastructure is, by design, a decentralized network of source controls, and therefore the projects will take advantage of opportunities to manage runoff specific to each ROW and public property retrofit site.

The construction project for which the City DEP at this time has asked NYCEDC to undertake work, as part of the Green Infrastructure Program, is in 26th Ward and Newtown Creek CSO tributary areas in Brooklyn, Bronx River CSO tributary areas in the Bronx, and Jamaica Bay CSO tributary areas in Brooklyn and Queens. It will involve CM services and pre-construction, construction and post-construction services. The implementation of City DEP's Green Infrastructure Program will address the inadequacy of the City's combined sewer system with the goal of lessening sewage outflow into the City's waterways and thereby improve the quality of life and the potential for economic development in the City.

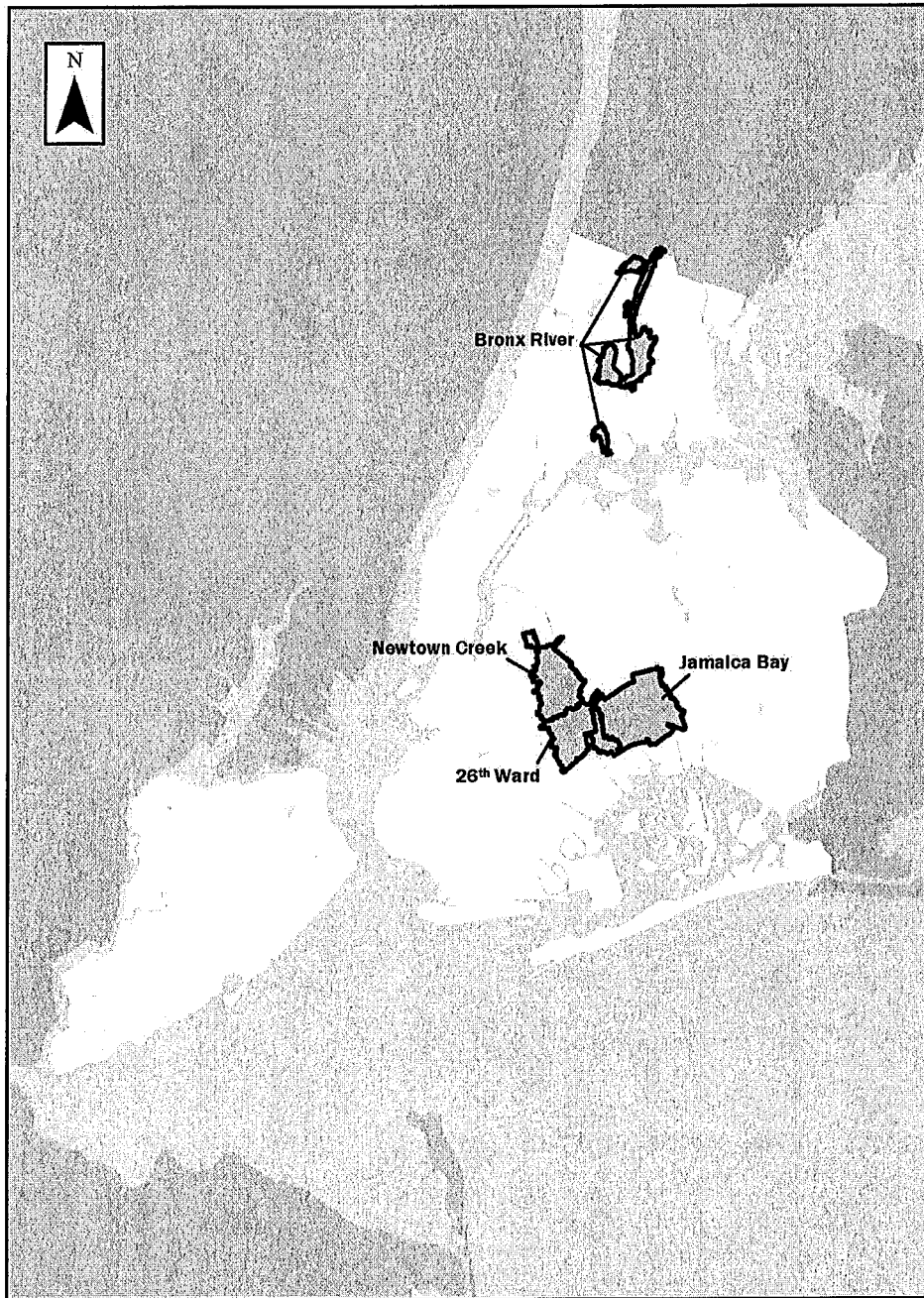
The Contractors will serve as CMs and will procure subcontractors for Project work in a manner permitted under their contracts, with the primary procurement method anticipated to be a method similar to the CM method of procurement in NYCEDC's contracts with the City.

The Green Infrastructure project was last presented to the Executive Committee on April 28, 2016.

NYCEDC Project Code: 5332

Staff: Jennifer Cass, Vice President, Capital Program
Zachary Aders, Project Director, Capital Program
Yvi McEvilly, Project Director, Capital Program
Valerie Himelewski, Senior Counsel, Legal

Green Infrastructure



NYCEDC MGIS 11/17/2017

0 5 10 Miles

Exhibit C

**CONSTRUCTNYC TRAINING PROGRAM
Executive Committee Meeting
December 13, 2017**

Project: Administering the ConstructNYC Training Program (the "Training Program") and as part of the Training Program providing in-depth, individualized technical assistance to certified minority-owned, women owned, and disadvantaged business enterprise ("M/W/DBE") construction firms which are selected after an application process that looks at such matters as financial capability and background

Procurement Method: Publicly advertised RFP

Contractor: BOC Capital Corp. ("BOC")

Agreement to be Approved: Consultant contract with BOC to provide Project services (the "BOC Contract")

Amount be Approved: Up to \$620,000 for the initial term

Source of the Funds: NYCEDC programmatic budget funds

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

Background: In 2006, NYCEDC created a business development program, Opportunity M/W/DBE, dedicated to providing technical assistance and contracting opportunities to certified M/W/DBEs. Opportunity M/W/DBE aims to increase, facilitate and encourage participation by certified M/W/DBEs in NYCEDC projects and increase their financial and technical capacity.

In 2015, Opportunity M/W/DBE launched the overall ConstructNYC program, which is designed to prequalify small-to-mid-sized M/W/DBEs in specific trades to work on NYCEDC projects, either as a contractor to NYCEDC or as a subcontractor through NYCEDC CM Contracts. The Training Program is part of the overall program and is based on a predecessor training program, the Blueprint to Success, and offers technical assistance training, through a combination of classroom learning and one-on-one training to qualifying M/W/DBE firms.

To date, ConstructNYC is NYCEDC's most robust capacity building initiative, with approximately 364 firms having submitted eligibility applications for ConstructNYC and approximately 42 firms successfully prequalified by NYCEDC. The majority of the prequalified firms have gone through training through the predecessor to the proposed Training Program. Five iterations of the training have been implemented so far, each with 8-15 participants. NYCEDC anticipates that future iterations of the Training Program will be of a similar size.

NYCEDC proposes to enter into the BOC Contract for a two year term with three one year renewal options (each one year renewal, a "Renewal Term") pursuant to which BOC will provide the following services:

- Assist in the prequalification and selection of M/W/DBE firms for Training Program participation
- Administer classroom training to selected candidates
- Provide one-on-one technical assistance to selected candidates and previously trained firms

If NYCEDC and BOC wish to continue Project services for a Renewal Term, Executive Committee approval will be sought for funds for such Renewal Term.

BOC was selected based primarily on its experience providing technical assistance to M/W/DBE construction firms and the quality and experience of its proposed staff.

NYCEDC Project Code: 4742

Staff: John Rooney, Vice President, Contracts, Opportunity M/W/DBE
Luz Fontana, Senior Counsel, Legal

Exhibit D

**WE FUND: GROWTH
Executive Committee Meeting
December 13, 2017**

Project: Creation and funding of the WE Fund: Growth program (the "Sub-Program"), an extension of the Neighborhood Credit Fund (the "Program"), which will enable participating lenders to withdraw from a loan loss reserve fund (the "Reserve Fund") comprised of higher proportional NYCEDC contributions than under the Program, expanding the capacity of the participating lender to originate and service loans that otherwise might not be feasible for eligible, small businesses.

Procurement Method: Publicly advertised RFP pursuant to which contractors were chosen for the Program and, on a sole source basis, will now also participate in the Sub-Program

Contractor: One or more of the following lenders, each of which is a community development financial institution, or affiliates thereof (each a "Financial Contractor"):

- BOC Capital Corp.
- Brooklyn Cooperative Federal Credit Union
- Neighborhood Trust Financial Partners, Inc.
- Empire State Certified Development Corporation
- NYBDC Local Development Corporation d/b/a Excelsior Growth Fund
- Renaissance Economic Development Corporation

Agreements to be Approved:

- Contracts between NYCEDC and each Financial Contractor pursuant to which the Financial Contractor will participate in the Sub-Program and the Program (collectively, the "Participation Agreements").
- Any ancillary agreements reasonably necessary to facilitate the disbursement of NYCEDC's contribution to the Reserve Funds or the reserve funds for the Program (the "Ancillary Agreements")
- Any needed Funding Source Agreements

Amounts to be Approved: The use of up to \$2,500,000 that was approved at the May 2017 Executive Committee meeting for the Program, for the Sub-Program

Source of Funds to NYCEDC: NYCEDC programmatic budget funds

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

Background: Entrepreneurs are key economic actors in New York City, building businesses that support families, uplift communities, and generate jobs—leading to a stronger, more dynamic economy. Of these entrepreneurs in New York City, there are approximately 300,000 women entrepreneurs who employ nearly 200,000 individuals and generate approximately \$50 billion in revenue.

Providing a low interest, affordable loan product, represents a path to accessing capital for many entrepreneurs, including women entrepreneurs – especially those who have limited revenue and credit history. The Sub-Program will make affordable financing more readily available to entrepreneurs, reduce undercapitalization, and enable eligible small businesses in the City to expand their business operations and create new employment opportunities in the City.

The Sub-Program will act as an extension of the Program but with NYCEDC contributing a larger share to the Reserve Fund for the Sub-Program than for the reserve fund for the Program. All the requirements for a Program loan must be met to obtain a Sub-Program loan. The Reserve Fund intends to reduce the undercapitalization of entrepreneurs, of whom women are a significant part, who often face barriers to accessing capital due to a lack of assets, collateral, credit or business experience by incentivizing the lending of loan principal in amounts commensurate with or that closely matches a borrower's need. The Reserve Fund will continue to be jointly funded by each Financial Contractor and NYCEDC on a per loan basis, but, under the Sub-Program, the rate will be at a 3:1 match (not 2:1 as is the case with the Program), such that NYCEDC will contribute three times the amount of the Financial Contractor's contribution, up to 30% of the principal of each loan. Upon the default of a qualifying loan, a Financial Contractor may withdraw up to the amount of the unpaid principal of the loan from its Reserve Fund; provided that no Financial Contractor may receive more than \$500,000 of NYCEDC funds in the aggregate for the Sub-Program and Program. The withdrawal of amounts from the Reserve Fund should be drawn down proportionally from NYCEDC's and a Lender's contributions, so that NYCEDC is responsible for 75% of the withdrawal and the Lender 25% of the withdrawal. The Sub-Program will be funded by NYCEDC on a quarterly basis to the applicable Financial Contractor in a process managed by NYCEDC's Strategic Investments Group and SBS.

The Program shall be as approved at the May 10, 2017 Executive Committee meeting.

The Neighborhood Credit Fund project was presented to the Executive Committee on May 10, 2017

NYCEDC Project Code: 7260

Staff: Edward Faustin, Vice President, Strategic Investments Group
Edgar Avalos, Project Manager, Strategic Investments Group
Léon Willis, Senior Counsel, Legal

Exhibit E

**FUTURE FASHION
Executive Committee Meeting
December 13, 2017**

Project: The Future Fashion program (the "Program") is a multi-agency and public-private partnership initiative to support and develop the City's talent pipeline to the fashion industry. Leveraging financial commitments from NYCEDC and employer engagement and support from the Council of Fashion Designers of America ("CFDA"), the Program creates fashion-focused summer internships and is a portion of the Ladders for Leaders program. The Ladders for Leaders Program is a program of the NYC Department of Youth and Community Development ("DYCD") supported by the NYC Center for Youth Employment and The Mayor's Fund to Advance New York City (the "Mayor's Fund").

Contractor: The Mayor's Fund

Agreement to be Approved: A sole source agreement or memorandum of understanding (whichever, the "Agreement") needed to transfer funds to the Mayor's Fund, which will then transfer the funds to DYCD for the Program for 2017 and 2018. DYCD and the Mayor's Fund will be responsible for working directly with the CFDA to manage employer engagement and participation, as well as all aspects of the Program.

Amount to be Approved:

- Up to \$132,500 in 2017
- Up to \$73,750 in 2018

Source of Funds to NYCEDC: NYCEDC's programmatic budget

Proposed Resolution: To authorize the President and any empowered officer to enter into the Agreement and transfer funds to the Mayor's Fund substantially as described herein

Background: The Ladders for Leaders program prepares City youth for college and career success, and is open to high-achieving City students who are 16 to 22 years of age. The program provides City businesses access to a talented, diverse and skilled pool of potential future employment prospects. All program participants are selected through an interview process conducted by partnering companies, and receive thirty hours of advanced pre-employment training.

In 2017, the Future Fashion summer internships included 26 employer-sponsored 6 week internships, as well as 50 internships (with an \$11/hr. minimum wage for interns) that NYCEDC financially supported. In 2018, the Future Fashion summer internships will aim to include 75 employer-sponsored 6 week internships, as well as 25 internships (with a \$13/hr. minimum wage) that NYCEDC will financially support. The Agreement provides funds for internships that have already occurred in 2017 as well as for internships in 2018, including funds for pre-internship training for these interns.

All participants in the Program are through the Ladders for Leaders program, and work a minimum of 25 hours per week for a minimum of 6 total weeks. In addition, all Program participants receive 30 hours of pre-internship training. Internships financially supported by NYCEDC that extend beyond the outlined minimum parameters (in terms of wage, hours and duration) are permitted, but the financial difference will be covered by the participating employer.

The Future Fashion Project was last presented to the Executive Committee on March 23,2016.

NYCEDC Project Code: 6545

Staff: Kate Daly, Senior Vice President, Initiatives
Erica Matsumoto, Assistant Vice President, Initiatives
Danielle Hamilton, Project Manager, Initiatives
Lauren Brady, Senior Counsel, Legal

Exhibit F

**SEWARD PARK PROJECT: NEW ESSEX STREET
MARKET OWNER'S REPRESENTATIVE
Executive Committee Meeting
December 13, 2017**

Project: Provision of owner's representative services, including management and administrative services, for the relocation of the existing Essex Street Market to the New Essex Street Market (the "New Market") as part of the Seward Park Mixed Use Development Project (the "Seward Park Project") being constructed by Delancey Street Associates LLC (the "Developer")

Procurement Method: Sole source.

Contractor: Zubatkin Owner Representation, LLC ("Zubatkin")

Agreement to be Approved: An amendment (the "Amendment") to the consultant contract with Zubatkin for Project services (the "Consultant Contract") to provide for additional services and increase the amount payable

Amount to be Approved: Up to an additional \$500,000, increasing the total approved amount for the Consultant Contract to up to \$1,500,000

Sources of Funds to NYCEDC:

- Up to \$400,000 of NYCEDC programmatic budget funds
- Up to \$100,000 of funds made available by the Developer

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

Background: The Seward Park Project is transforming the largest stretch of undeveloped City-owned land in Manhattan below 96th Street into vibrant, mixed-use space. A key component of the Seward Park Project is the design and construction of the New Market and the relocation of Essex Street Market vendors in good standing to the New Market. NYCEDC has entered into a pre-development agreement with the Developer for the design and construction of the New Market which will be located at the base of a new high rise building. The Developer agreed to fund \$1,100,000 for the Consultant Contract.

Under the Consultant Contract, the Consultant acts as NYCEDC's on-site representative in connection with the design and construction of the New Market and reviews the drawings, plans, design recommendations and building systems proposed by the Developer and any of its subconsultants for the New Market (including, but not limited to, the core and shell, base building systems and final fit out) and provides advice on the mechanical systems delivery, maintenance and operations aspects of the New Market. The Consultant also provides additional related services including, but not limited to, design and construction coordination, monitoring and administration.

The completion of the New Market is taking longer than was estimated at the time the Consultant Contract was entered into, as a result of which additional funds are needed for completion of Project services.

The Seward Park Mixed-Use Development Project was last presented to the Executive Committee on February 5, 2014.

NYCEDC Project Code: 1014

Staff: Angelica Zhang, Project Manager, Asset Management Operations
Eric Bassig, Project Manager, Administrative Services
Jose Figueroa, Vice President, Asset Management Operations
Luz Fontana, Senior Counsel, Legal

Exhibit G
SUNSET PARK PUBLIC RELATIONS CONSULTANT
Executive Committee Meeting
December 13, 2017

Project: Public relations, marketing, communications and social media services and related services for a group of industrial properties owned by the City and managed by NYCEDC in Sunset Park, Brooklyn

Procurement Method: Sole source

Contractor: SS KS LLC d/b/a Sunshine Sachs ("SS")

Agreement to be Approved: A consultant contract (the "Consultant Contract") with SS for Project services for a term of approximately six months

Amount to be Approved: Up to \$100,000

Source of Funds to NYCEDC: NYCEDC programmatic budget funds

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

Background: In March 2017, NYCEDC solicited responses from several public relations firms, using the small purchase procurement method, to find a service provider that could supplement NYCEDC's in-house public relations and media outreach staff for properties managed by NYCEDC in Sunset Park, including BAT, the Brooklyn Wholesale Meat Market and Bush Terminal. Five complete responses were received. SS was selected based on the quality of its response, its qualifications, and pricing.

NYCEDC entered into a contract for Project type services with SS on June 15, 2017 for a six-month period for up to \$100,000. Deliverables included media placements and advisory services on media strategy.

NYCEDC proposes to enter into a new contract with SS for an additional six-month period to continue Project services similar to those under the original procurement. Having onboarded and performed the initial six months of Project services under the previous contract, SS is uniquely positioned to provide continuity of services and efficiently deliver ongoing Project services for NYCEDC.

NYCEDC Project Code: 7111

Staff: Anthony Hoglebe, Senior Vice President, Public Affairs
Julie Stein, Senior Vice President, Asset Management
Jack Wilde, Deputy Chief of Staff, Asset Management
Léon Willis, Senior Counsel, Legal

Exhibit H

**USAGE AGREEMENTS WITH CARNIVAL CORPORATION, MAGICAL CRUISE
COMPANY, LIMITED and MSC CRUISES S.A.
Executive Committee Meeting
December 13, 2017**

Project: A usage agreement with each of Carnival Corporation d/b/a Carnival Cruise Lines or an affiliated entity ("CCL"), Magical Cruise Company, Limited, d/b/a Disney Cruise Line, or an affiliated entity ("DCL"), and MSC Cruises S.A. or an affiliated entity ("MSC"), each of which operates cruise lines (each a "Cruise Line," and collectively the "Cruise Lines")

Procurement Method: Sole source

Contractor: CCL, DCL and MSC

Agreement to be Approved: Three usage agreements (individually, an "Agreement," and collectively, the "Agreements"), one between NYCEDC and CCL, one between NYCEDC and DCL, and one between NYCEDC and MSC

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

Background: NYCEDC manages both the Manhattan Cruise Terminal ("MCT"), located on the Hudson River between 47th and 53rd Streets in Manhattan, as well as the Brooklyn Cruise Terminal ("BCT"), located at Pier 12 in Red Hook, Brooklyn (collectively the "Cruise Terminals"). MCT and BCT are operated for NYCEDC through a lease and operating agreement, respectively, with Ports America, Inc.

As part of its management of the Cruise Terminals, in 2004 NYCEDC entered into usage agreements with NCL (Bahamas) Ltd. and CCL, to bring stability and growth to the City's cruise program. The usage agreements committed the cruise lines to bring a guaranteed volume of passengers to the Cruise Terminals and specified the port fees charged and discounts offered to the lines over the term of the agreements.

CCL's current 13-year usage agreement expires on December 31, 2017 and both CCL and NYCEDC are committed to executing a new Agreement to allow for the continued growth of passenger volumes realized under the current usage agreement. In addition, DCL and MSC are committed to bringing a guaranteed volume of passengers to the Cruise Terminals and for the first time are seeking to enter into usage agreements with NYCEDC.

The Agreements will provide the Cruise Lines with guaranteed berthing space at the MCT and/or BCT, as well as volume incentives and other discounts on the port facility charges, in exchange for a guaranteed minimum number of passengers at the Cruise Terminals over the term of the Agreements. Each Cruise Line will give a separate guaranty for each year.

NYCEDC has entered into a Memorandum of Understanding with each Cruise Line addressing the issues mentioned above, and will now seek to finalize the Agreements on substantially the following terms:

- **Term:** All three agreements will commence as of January 1, 2018. The CCL and MSC Agreements will have an initial term of 10 years, with one five-year renewal option. The DCL Agreement will have an initial term of 5 years, with two five-year renewal options.
- **Facility Usage Fees:** Beginning on January 1, 2018 there will be revised facility charges calculated as a bundled dockage and wharfage rate (the "Bundle Rate"). The initial Bundle Rate commencing on January 1, 2018 will be \$24.60 per passenger embarking, disembarking or in transit at the Cruise Terminals. There will be no dockage fee charged for the initial 24 hours period a vessel is berthed. After the initial 24 hours, a daily dockage fee of \$0.14 per gross registered ton will be charged for a vessel. The Bundle Rate and dockage fee may be increased annually at no more than 3% per annum.
- **Projected Annual Volume:** Agreed forecast of the annual passenger volumes for each Cruise Line for the term of its Agreement.
- **Passenger Guarantee:** Each Cruise Line has agreed to an annual minimum passenger guarantee based on a specific percentage of the projected annual passenger volume. If a Cruise Line does not reach the minimum passenger guarantee in a given year, it will still be responsible, in the form of a shortfall payment, for any shortfall resulting from actual passenger numbers totaling less than the minimum passenger guarantee.
- **Preferential Berth Allocation:** For the duration of the Agreements, NYCEDC is agreeing to provide each Cruise Line with preferential berthing status (a "Preferential Berth"), allowing for the use of berths at the Cruise Terminals, as follows:
 - CCL – One berth at MCT, seven days a week, and a second berth at BCT, seven days a week.
 - MSC – One berth at MCT on Fridays only
 - DCL – One berth at MCT or BCT seven days a weekThis will allow the Cruise Lines to plan for future deployments with the assurance that berths will be available for their ships.
- **Vessel Cancellation Fees:** The Cruise Lines have agreed to a vessel cancellation fee, in the event that certain vessel calls are cancelled after the cruise season calendar is published.
- **Incentives:** For each year that a Cruise Line meets and/or exceeds its passenger guarantee, said Cruise Line will receive a multi-tiered volume incentive reducing the facility usage fees. For each year of the term of the respective Agreements, the Cruise Lines will also be eligible to receive an incentive payment for vessels berthed at the BCT and for vessels berthed Monday, Tuesday, Wednesday or Thursday from August 1 to November 30 at the MCT and BCT.

- **Guarantee Concession:** If, during a period when construction work is being performed at the Cruise Terminals, NYCEDC cannot honor one or more berth requests for a Cruise Line's Preferential Berth during the berth request process, such Cruise Line's annual minimum passenger guarantee for the calendar year in which such unfulfilled Preferential Berth request occurs shall be reduced by an amount equal to the passenger capacity for such vessel(s) for which NYCEDC cannot honor a Preferential Berth request, thereby reducing the threshold for determining when a shortfall payment is due.

Under the Agreements, each of the Cruise Lines has guaranteed the following passenger volumes (embarking, disembarking or in-transit) at the Cruise Terminals for the initial term of its Agreement:

- CCL - A minimum of 3.95 million passengers, over 10 years, generating an estimated \$104.2 million in gross revenue
- MSC – A minimum of 2.8 million passengers, over 10 years, generating an estimated \$73.0 million in gross revenue
- DCL – A minimum of 200,000 passengers, over 5 years, generating an estimated \$5.02 million in gross revenue

NYCEDC Project Code: 1711

Staff: Matthew Kwatinetz, Executive Vice President, Asset Management
Michael DeMeo, Vice President, Asset Management
Judy Fensterman, Assistant General Counsel, Legal

Exhibit I

**CITYWIDE REHABILITATION/IMPROVEMENTS
Executive Committee Meeting
December 13, 2017**

Project: Work related to facilities at various locations in the City

Procurement Method: Sole source amendments to contracts that were competitively procured. Each Contractor 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.

Contractors:

- Hunter Roberts
- Skanska

Agreements to be Approved for Project Work:

- One or more amendments (the "Hunter FM/CM Amendments") to NYCEDC's existing FM/CM Contract with Hunter Roberts (the "Hunter FM/CM Contract") to provide for Project services and to extend the Hunter FM/CM Contract until work being completed under that contract is finished
- One or more amendments (the "Skanska Amendments") to NYCEDC's CM Contract with Skanska (the "Skanska Contract") to provide for Project services
- Any needed Funding Source Agreements

Amounts to be Approved:

- Up to \$9,305,613 for the Hunter FM/CM Amendments
- Up to \$8,874,863 for the Skanska Amendments

Source of Funds to NYCEDC: City Capital Budget funds

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

Background: Under its annual contracts with the City, NYCEDC manages certain City-owned property and projects at City-owned property. NYCEDC also leases properties, owns some properties and undertakes various other projects at the direction of the City. At this time, NYCEDC proposes that Hunter Roberts and Skanska undertake substantially the Project work listed in Attachment A. Attachment A indicates the responsible Contractor and the maximum amounts to be spent for the specified work, as well as the contract the work will be performed under. The Project costs, in most cases, will include engineering, design, construction, construction management and/or insurance costs.

With NYCEDC's approval, subcontractors retained by the Contractors may, in turn, subcontract certain work.

Estimated approximate payments to be made to the respective Contractors for CM services related to the portion of the Project undertaken by them are as follows:

<u>Contractor</u>	<u>Approximate Payment</u>
Hunter Roberts	\$930,000
Skanska	\$887,000

The Citywide Rehabilitation/Improvements Project was last presented to the Executive Committee on September 29, 2017.

NYCEDC Project Codes: See Attachment A.

Staff: Phillip Grant, Senior Vice President, Asset Management
Paul Boomgaardt, Assistant Vice President, Asset Management
Krystin Hence, Senior Project Manager, Asset Management
Sophia Abel, Project Manager, Asset Management
Prince Flanigan, Project Manager, Asset Management
Nikita Sharma, Project Manager, Capital
Valerie Himelewski, Senior Counsel, Legal

Attachment A

Contract	Work Site	Borough	Project Work	Estimated Maximum Cost	Project Code
Hunter Roberts	BAT Building A	Brooklyn	Design, construction and other related services related to the activation of approximately 500,000 square feet of unused space at BAT	\$9,305,613	5932
			Total Hunter FM/CM Amendments	\$9,305,613	
Skanska	BAT Pier 4 Ferry Landing	Brooklyn	Design, construction and other related work with regard to rehabilitation and improvement of the BAT Pier 4 ferry landing	\$6,139,611	6605
Skanska	Columbia Street Platform	Brooklyn	Rehabilitation of retaining structure supporting a portion of Columbia Street by the waterfront and of a portion of the Columbia Street roadway by excavating and filling voids with cementitious grout and backfill.	\$735,252	6789
Skanska	Piers 35 and 36 Substructure	Manhattan	Design, construction and other related work with regard to substructure rehabilitation of Piers 35 and 36	\$2,000,000	6956
			Total Skanska Amendments	\$8,874,863	

Exhibit J

**ON-CALL MARITIME ENGINEERING CONSULTANT SERVICES
Executive Committee Meeting
December 13, 2017**

Project: Maritime engineering consultant services at various sites

Procurement Method: Sole source amendments to contracts selected pursuant to a publicly advertised RFP

Consultants:

- CH2M Hill Engineering, P.A.
- Maser Consulting Engineers and Land Surveyors, P.A., Professional Corporation
- BTMI Engineering, PC f/k/a Ocean and Coastal Consultants Engineering, P.C. ("BTMI")
- Pennmax Consulting Engineers, P.C. assignee of Pennmax Engineering, PLLC ("Pennmax")

Agreements to be Approved:

- Any amendments (the "Amendments") to the Project consultant contracts (the "Retainer Contracts") with the above named consultants (the "Maritime Consultants"), as needed, to reallocate funds approved for any of the contracts to another contract, thereby increasing the amount of one contract and decreasing the amount of another
- Any needed Funding Source Agreements

Amounts to be Approved: Reallocate any of the aggregate amount remaining under the Retainer Contracts (up to \$40,000,000 in the aggregate was originally approved) to one or more of the Retainer Contracts

Source of Funds to NYCEDC: Will vary based on the particular task. Sources may include, without limitation, NYCEDC's programmatic budget, City Capital Budget funds, State funds and other sources.

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

Background: NYCEDC performs a variety of development and property management functions on behalf of the City. NYCEDC also regularly assists the City by undertaking or participating in capital and other projects at these properties and various other locations as requested by the City in order to implement the City's economic development goals.

At its February 2015 meeting, the Executive Committee approved NYCEDC entering into contracts with the four Maritime Consultants for up to \$10,000,000 each to perform the Project services. The Project services are generally assigned to the Maritime

Consultants by task orders pursuant to mini RFPs among some or all of the Maritime Consultants, or based on a particular Maritime Consultant's expertise for a particular task. These include waterfront investigation and inspection services, including surveys; underwater subsurface and other types of inspections; soil borings; and environmental, engineering and related studies.

NYCEDC proposes that funds approved for any of the Retainer Contracts may be reallocated to a different Retainer Contract, if needed, without further Executive Committee action. At this time it is proposed that \$4,000,000 previously approved for the Pennmax contract be reallocated to the BTMI contract to allow BTMI to complete multiple ongoing projects that have been awarded to it by task order.

The On-Call Maritime Engineering Consultant Services was last presented to the Executive Committee on February 4, 2015.

NYCEDC Project Code: 6070

Staff: Alex Gomez, Senior Project Manager, Asset Management
Luz Fontana, Senior Counsel, Legal

Exhibit K

**INTEGRATED PEST MANAGEMENT SERVICES
Executive Committee Meeting
December 13, 2017**

Project: Integrated pest management services at various sites managed by NYCEDC (the "Pest Management Services")

Procurement Method: Sole source amendment to the current sole source Pest Management Services contract with a contractor originally selected by Apple pursuant to an RFP

Contractor: Predator Pest Control Inc. ("Predator")

Agreement to be Approved: An amendment (the "Amendment") to NYCEDC's contract with Predator for Pest Management Services (the "Predator Contract") to provide additional funds

Amount to be Approved: Up to an additional \$100,000, making the total authorized amount for the Predator Contract up to \$570,800

Sources of Funds to NYCEDC: NYCEDC programmatic budget funds

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

Background: The Predator Contract was previously approved by the Executive Committee on December 17, 2014 for approximately a five year term. Since that time additional sites have been added for service and scheduled maintenance, as a result of which additional funds need to be added to the contract. The additional funds include the cost of currently known work for the remaining life of the Predator Contract.

NYCEDC Project Code: 1351

Staff: Eric Bassig, Project Manager, Administrative Services
Mayra Ortiz-Ranko, Vice President, Asset Management
Joseph Palazzola, Senior Project Manager, Asset Management
Nicole Ackerina, Vice President, Asset Management
Michael Barone, Counsel, Legal

Exhibit L

**CITYWIDE SECURITY GUARD SERVICES
Executive Committee Meeting
December 13, 2017**

Project: Security guard services at BAT, Bush Terminal, 600 Food Center Drive, Essex Street Market, the Julia De Burgos Cultural Center, Brooklyn Wholesale Meat Market, La Marqueta, Moore Street Market, and the South Brooklyn Marine Terminal, (the "Specific Sites") and, as needed, at certain other sites (the "Various Sites") managed by NYCEDC (the "Security Services")

Procurement Method: Publicly advertised RFP

Contractor: Motivated Security Services, Inc. ("Motivated Security")

Agreement to be Approved: Contract (the "Contract") with Motivated Security to provide the Security Services for the Specific Sites and Various Sites managed by NYCEDC

Amount to be Approved: Up to \$28,401,782.50

Source of Funds to NYCEDC: NYCEDC programmatic funds

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

Background: The Specific Sites are City-owned property managed by NYCEDC. As part of its management duties under its annual contracts with the City, NYCEDC requires a contractor to provide the Security Services at the Specific Sites and, as needed, at the Various Sites managed by NYCEDC. The Security Services include unarmed concierge and security personnel, access control, roving guard services and shift supervisor guard services. Motivated Security shall ensure that all guards are trained to perform services at the assigned level of service and will provide the guards with eight hours of in-service training, as required by New York State.

The Citywide Security Guard Services project was last presented to the Executive Committee on December 20, 2016.

NYCEDC Project Code: 7026

Staff: Judith Zevack, Senior Project Manager
Dave Aneiro, Facility Director, Brooklyn Army Terminal
Michael Barone, Counsel, Legal

Exhibit M

FUNDING AGREEMENTS
Executive Committee Meeting
December 13, 2017

Proposed Resolution: To authorize the President and any empowered officer to enter into funding agreements that have been procured on a sole source basis, substantially as described herein, and any agreements or amendments to agreements necessary to obtain funds for said 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 of New NYCEDC Funds	Amount Under New Agreement/ Amendment	Application of New Funds and Related NYCEDC Actions
(1) Downtown Community Television Center, Inc. ("DCT"), a not-for-profit corporation – Funding Agreement	346 Broadway, Manhattan	NYCEDC programmatic budget	Up to \$2,500,000	To fund a portion of the cost for the design of an approximately 10,000 square foot cultural condominium unit that will be owned by the City upon completion and then licensed to DTC by the City. The funds will also be used to fit out and equip the unit as a digital arts and new media center.
(2) Kips Bay Boys' and Girls' Club, Inc. ("Kips Bay"), a not-for-profit corporation—Funding Agreement	1835 University Ave., Bronx	City Capital Budget	Up to \$842,927	To provide a portion of the funds for the renovation of an unused storage room at Kips Bays' University Avenue facility to become an instructional kitchen and culinary education center. It is anticipated that the project will create three small work stations, two of which will have an operational stove and one of which will be a large demonstration station. The center will teach the underserved West Bronx youth community how to cook with fresh, healthy ingredients.

NYCEDC Project Codes: (1) 7170; (2) 6757

NYCEDC Staff: (1) Alyssa Figueras, Project Manager, Funding Agreements; (2) Priya Ananthanathan, Senior Project Manager, Funding Agreements

Description of Contractor

- (1) **Downtown Community Television Center, Inc.** is an organization that provides low-cost filmmaking related equipment rentals, editing facilities, filmmaking/producing workshops, youth programs, and documentary productions.
- (2) **Kips Bay Boys' and Girls' Club, Inc.** is an organization dedicated to assisting young people between ages 6-18, especially those who come from disadvantaged or disenfranchised circumstances, in realizing and achieving their potential for growth and development.