



New York City Economic Development Corporation

MINUTES OF THE REGULAR MEETING  
OF THE EXECUTIVE COMMITTEE  
OF  
NEW YORK CITY ECONOMIC DEVELOPMENT CORPORATION  
May 8, 2019

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, May 8, 2019, 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 Cedeno

James McSpiritt

James Patchett

Carl Rodrigues (by conference telephone)

Timothy Wilkins

Betty Woo

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

The meeting was called to order at 9:18 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 March 20, 2019 Regular Meeting of the Executive Committee

There were no questions or comments with respect to the minutes of the March 20, 2019 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 that may be contained in the Exhibits attached hereto.)

(a) Academy Street and North Cove

Daniel Fletcher, a Project Manager of NYCEDC, presented a proposed contract (the "Contract") with Quennell Rothschild & Partners, LLP ("QRP") for design and engineering services and related services during construction, related to (1) two parks to be constructed, including stabilization and rehabilitation of shorelines, at a portion of Academy Street and North Cove in the Inwood neighborhood of Manhattan, and (2) a tie-in to the Manhattan Greenway, on substantially the terms set forth in Exhibit A hereto.

In answer to a question from Mr. McSpiritt, Mr. Fletcher stated that he did not believe that NYCEDC had worked with QRP before, but that QRP had worked directly with the New York City Department of Parks and Recreation in the past. In answer to a question from Mr. Cedeno, Mr. Fletcher stated that the Contract would be for approximately 5 years, including design and construction phases, and that NYCEDC anticipated that it would take approximately 2 years to get through design. In answer to a question from Mr. Patchett, Mr. Fletcher stated that the total project budget was \$50 million. In answer to another question from Mr. Cedeno, Mr. Fletcher stated that a minority and women-owned business enterprises ("M/WBE") goal of 34% had been set.

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

(b) On-Call Management and Economic Development Consultant Services: Retainer Contracts

Amit Golder, an Assistant Vice President of NYCEDC, presented a proposal for (i) a separate contract with each of the following or affiliated entities: Accenture LLP, BAE Urban Economics, Inc., Bennett Midland, LLC, BJH Advisors LLC, The Boston Consulting Group, Inc., Buro Happold Consulting Engineers, P.C., a joint venture to be formed between Tythe Design, Inc. and 3x3 Design US LLC, Dalberg Consulting-U.S., LLC, Deloitte Consulting LLP, Econsult Solutions, Inc., Guidehouse LLP, Hatch Associates Consultants, Inc., HR&A Advisors, Inc., IMPLEXhealth, LLC, James Lima Planning + Development LLC, Karp Strategies, LLC, McKinsey & Company, Inc. Washington D.C., Ove Arup & Partners P.C., Public Policy Lab, Inc. and Public Works Partners LLC (collectively, the "Consultants"), and possibly amendments to those contracts, to provide for on-call management and economic development consultant services, and (ii) any agreements necessary to obtain funds ("Funding Source Agreements") for this project, on substantially the terms set forth in Exhibit B hereto.

In answer to a question from Mr. Patchett, Mr. Golder stated that two examples of projects that utilized this type of retainer in the past included a study to see how broadband could be expanded across the 5 boroughs, and the OneNYC Report from earlier this year that laid out some of the strategic priorities for The City of New York (the "City"). In answer to a question from Mr. McSpiritt, Mr. Golder explained that M/WBE goals were evaluated as part of the selection process, that each firm had to commit to an M/WBE target across the duration of the contract, and that the target had

to be between 25-35% of the total contract value. He added that 4 of the 20 selected firms were M/WBE firms. In answer to a question from Mr. Cedeno, James Golinkoff, a Senior Project Manager of NYCEDC, stated that 11 of the selected firms were new and the other 9 firms were returning from the previous iteration of retainer contracts, and that there were changes in some of the topic areas to be covered by the retainer contracts.

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) New York Public Library: Renovation of Carnegie Branches

Joanna Garguila and Raksha Ghulati, each an Assistant Vice President of NYCEDC, presented a proposal for (i) one or more amendments to NYCEDC's construction management contract (a "CM Contract") with Gilbane Building Company ("Gilbane") to provide for construction management ("CM") and related services, and (ii) any needed Funding Source Agreements, for the renovations of five New York Public Library ("NYPL") branches that were originally constructed with funds donated by Andrew Carnegie in Port Richmond (Staten Island), 125<sup>th</sup> Street (Manhattan), Fort Washington (Manhattan), Melrose (Bronx) and Hunts Point (Bronx), on substantially the terms set forth in Exhibit C hereto.

In answer to a question from Mr. Wilkins, Ms. Ghulati stated that the ways in which libraries are used have evolved, and that the improvements for these NYPL branches would incorporate technology needs, community space needs, and needs for additional social and after-school programs. Ms. Garguila added that the designs were addressing the needs and uses of current and future library users, both visually and functionally, as well as uses specific to the communities in which the branches were located. In answer to a question from Mr. Cedeno, Ms. Garguila stated that if the pre-construction process were to reveal the need for any environmental remediation, Gilbane would sub-contract for such work, but that NYCEDC was not currently aware of any such issues. NYPL had chosen the branches with regard to which the work was to be undertaken. In answer to a question from Mr. McSpiritt, Alison Landry, an Assistant Vice President of NYCEDC, stated that NYCEDC had done work with regard to library branches in the past.

A motion was made to authorize the matters set forth for authorization in the Proposed Resolution section of Exhibit C 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) DockNYC Operating Agreement Extension

A proposed amendment to the current berth sites operation and management agreement with Billybey Marina Services, LLC related to designated berths administered or serviced by NYCEDC to avoid impacts to their operation and management while NYCEDC undertakes a new procurement for an operator, to provide for a 5 month extension of the term, on substantially the terms set forth in Exhibit D hereto.

(b) Mart 125

A proposed agreement with Huff + Gooden Architects, LLC to provide design, engineering and related services for the conversion of the Mart 125 building into a cultural hub, on substantially the terms set forth in Exhibit E hereto.

(c) Citywide Rehabilitation/Improvements

(i) One or more proposed amendments to NYCEDC's 2017 facilities management/construction management contract (an "FM/CM Contract") with Hunter Roberts Construction Group, L.L.C. ("Hunter Roberts), (ii) one or more proposed amendments to NYCEDC's 2012 FM/CM Contract with Hunter Roberts, (iii) one or more proposed amendments to NYCEDC's 2017 CM Contract with Skanska USA Building Inc., (iv) one or more proposed amendments to NYCEDC's CM Contract with Gilbane, and (v) 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 F hereto.

(d) Pier 42 in Lower Manhattan

(i) A proposed amendment to an existing contract with Mathews Nielsen Landscape Architects, P.C. for landscape architectural design and related services related to an upland park to be located primarily immediately west and inland of Pier 42, to provide for additional design and related services, and (ii) any needed Funding Source Agreements, for the creation of a park on Pier 42 and its upland area, in the Borough of Manhattan, on substantially the terms set forth in Exhibit G hereto.

(e) East Midtown Greenway – 53<sup>rd</sup> Street to 61<sup>st</sup> Street

(i) One or more proposed amendments to NYCEDC's contract with Stantec Consulting Services Inc. for design and related services for the design of East Midtown Greenway – 53<sup>rd</sup> Street to 61<sup>st</sup> 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 needed Funding Source Agreements for this project, on substantially the terms set forth in Exhibit H hereto.

In answer to a question from Ms. Woo, Yvi McEvelly, an Assistant Vice President of NYCEDC, stated that the proposed additional funding was principally for additional design services related to security needs, for value engineering exercises, and for the performance of operational traffic analysis at the intersection where the esplanade and pedestrian bridge met the upland connection. In answer to a second question from Ms.

Woo, Ms. McEvilly confirmed that this intersection was at the East 54<sup>th</sup> Street end, and she explained that the additional operational analysis came out of concerns that were raised at community meetings where members expressed a desire for better documentation to ensure that the additional bicyclists and pedestrians coming off of the esplanade and the traffic would not interfere with each other. In answer to another question from Ms. Woo, Ms. McEvilly stated that NYCEDC did not believe there would be any impact to the existing park at East 54<sup>th</sup> Street and was simply landing the pedestrian bridge ramp there.

(f) Funding Agreements

(i) Proposed funding agreements with (1) The Brotherhood/Sister Sol, Inc., (2) The Children's Aid Society, (3) The Brooklyn Academy of Music, Inc. and (4) The National Museum of The American Indian, Smithsonian Institution, or affiliates, and (ii) any agreements necessary to obtain funds for said agreements, on substantially the terms set forth in Exhibit I hereto.

In answer to a question from Mr. Wilkins, Mr. Katz and Mr. Patchett explained NYCEDC's involvement in providing funding to not-for-profits and cultural institutions.

(g) Industrial Development Loan Fund

(i) One or more proposed agreements with each applicant approved for a loan, pursuant to which funds will be provided for the selected and approved project, in connection with the Industrial Development Loan Fund program (the "IDLF Program"), which provides strategic debt capital in the form of subordinate loans for industrial related uses to selected applicants experiencing a gap in their funding resources; and (ii) any ancillary agreements reasonably necessary to facilitate the loans under the IDLF Program, on substantially the terms set forth in Exhibit J hereto.

(h) Academy Express, L.L.C. Service Contract: Amendment

(i) A proposed amendment to the contract (the "Academy Contract") with Academy Express, L.L.C. ("Academy") for the provision of express bus service between the South Shore of Staten Island and Midtown Manhattan during peak weekday morning and evening hours, to increase the amount to be paid to Academy, (ii) any needed Funding Source Agreements for this project, and (iii) any other needed agreements, amendments to agreements (including a memorandum of understanding with the New York City Department of Transportation) or arrangements with one or more City or State agencies or affiliates thereof related to their assisting in the administration of the Academy Contract, on substantially the terms set forth in Exhibit K hereto.

(i) Enhanced Contract Financing Loan Fund

(i) A proposed contract with each of BOC Capital Corp., NYBDC Local Development Corporation d/b/a Excelsior Growth Fund and TruFund Financial Services, Inc. (a) to review, underwrite, originate and administer loans (using private funds and funds provided by NYCEDC) to City-certified M/WBEs and undercapitalized small

businesses (collectively, "Borrowers") working or seeking to work as prime or sub-contractors on projects funded by the City, NYCEDC or other entities that receive funds from the City, and (b) to provide technical assistance services to the Borrowers, and (ii) any ancillary agreements reasonably necessary to facilitate the loans under the program, all in connection with the Enhanced Contract Financing Loan Fund, a new program that will provide funds to entities that provide financing to Borrowers, on substantially the terms set forth in Exhibit L hereto.

(j) Maintenance, Repair and Emergency Services for Life Safety Systems

One or more proposed amendments to NYCEDC's contract with Unisys Electric Inc. for maintenance, repair and emergency services for life safety systems at the Brooklyn Army Terminal and various other sites managed by NYCEDC, to provide additional funds for such services, on substantially the terms set forth in Exhibit M hereto.

(k) Pest Management Services

Proposed contracts with Predator Pest Control Inc. and Abalon Exterminating Company, Inc. for on-call pest management services at various sites managed by NYCEDC or with regard to which NYCEDC has been requested to provide services, on substantially the terms set forth in Exhibit N hereto.

(l) Citywide Electrical Services

A proposed contract, and possibly amendments thereto, with each of P & M Electrical Contracting Corp., Demand Electric Inc. and Unisys Electric Inc. to provide citywide on-call preventative maintenance, repair and emergency electrical services for electrical systems at various sites throughout the City for approximately three years, on substantially the terms set forth in Exhibit O hereto.

(m) Outside Counsel

(i) Proposed authorization of funds to pay for services by attorneys and law firms approved by the City's Law Department and NYCEDC's Legal Affairs Committee to perform legal services (the "Attorneys") on matters for which they are approved by the Legal Affairs Committee and that are provided at rates approved by the City's Law Department, and (ii) proposed authorization of funds to pay for expenses incurred by the Attorneys related to such legal services, including without limitation costs of third party experts, on substantially the terms set forth in Exhibit P hereto.

In answer to a question from Mr. Wilkins, Ms. Jones explained that these funds were largely for projects for which NYCEDC required specialized advice in a particular area, such as bankruptcy and taxation. Mr. Patchett stated that outside counsel was also used for arbitration and for particular circumstances where an especially high volume of transactions was involved.

### 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 D – P hereto. Such motion was seconded and approved. Ms. Woo abstained from voting on the East Midtown Greenway – 53<sup>rd</sup> Street to 61<sup>st</sup> Street item (Exhibit H).

#### 4. Approvals

With respect to the items set forth in Sections 2(a) – (c) and 3(a) – (m) 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 on substantially the terms described above.

#### 5. Adjournment

There being no further business to come before the meeting, the Executive Committee meeting was adjourned at 9:56 a.m.

  
Assistant Secretary

Dated: June 26, 2019  
New York, New York

## Attachment 1

### DEFINITIONS

Apple .....	Apple Industrial Development Corp.
Armand .....	Armand Corporation d/b/a Armand of New York
BAT .....	Brooklyn Army Terminal
Bovis .....	Bovis Lend Lease LMB, Inc.
CDBG .....	Federal Community Development Block Grant
CDBG-DR Funds .....	Federal Community Development Block Grant-Disaster Recovery Program funds
CEQR .....	City Environmental Quality Review process
City DEP .....	New York City Department of Environmental Protection
City DOT .....	New York City Department of Transportation
City Parks .....	New York City Department of Parks and Recreation
City Planning .....	New York City Department of City Planning or City Planning Commission
CM .....	A construction manager
CM Contract .....	A construction management contract
DCAS .....	New York City Department of Citywide Administrative Services
EIS .....	Environmental Impact Statement
ESDC .....	New York State Urban Development Corporation d/b/a Empire State Development Corporation
FEMA .....	Federal Emergency Management Agency
FM .....	A facilities manager
FM/CM Contract .....	A facilities management/construction management contract
Funding Source Agreement .....	Any agreement necessary to obtain funds for the Project, including IDA Agreements
Gilbane.....	Gilbane Building Company
HDC .....	New York City Housing Development Corporation
HPD .....	New York City Department of Housing Preservation and Development
Hunter Roberts .....	Hunter Roberts Construction Group, L.L.C.
IDA .....	New York City Industrial Development Agency
IDA Agreement .....	Agreement with IDA pursuant to which IDA retains NYCEDC to accomplish all or part of the Project and reimburses NYCEDC for the costs of the work
LiRo .....	LiRo Program and Construction Management, PE P.C.
LMDC .....	Lower Manhattan Development Corporation
McKissack .....	The McKissack Group, Inc. d/b/a McKissack & McKissack



MOU .....	A memorandum of understanding
NYCEDC .....	New York City Economic Development Corporation, survivor of a November 1, 2012 merger of a local development corporation (the "LDC") named New York Economic Development Corporation with and into New York City Economic Growth Corporation. References to NYCEDC prior to such merger are references to the LDC.
NYCHA .....	New York City Housing Authority
NYCLDC .....	New York City Land Development Corporation
Noble Strategy .....	Noble Strategy NY Inc.
OMB .....	New York City Office of Management and Budget
Port Authority .....	The Port Authority of New York and New Jersey
RFP .....	Request for Proposals
Sanitation .....	New York City Department of Sanitation
SBS .....	New York City Department of Small Business Services
SEMO .....	New York State Emergency Management Office
SEQR .....	State Environmental Quality Review process
Skanska .....	Skanska USA Building Inc.
State DEC .....	New York State Department of Environmental Conservation
State DOS .....	New York State Department of State
State DOT .....	New York State Department of Transportation
State Parks .....	New York State Office of Parks, Recreation and Historic Preservation
Tishman .....	Tishman Construction Corporation of New York
Turner .....	Turner Construction Company
ULURP .....	Uniform Land Use Review Procedure

Exhibit A

**ACADEMY STREET AND NORTH COVE  
Executive Committee Meeting  
May 8, 2019**

**Project:** Design and engineering services and related services during construction, related to (1) two parks to be constructed, including stabilization and rehabilitation of shorelines, at a portion of Academy Street and North Cove in the Inwood neighborhood of Manhattan, and (2) a tie-in to the Manhattan Greenway

**Contractor:** Quennell Rothschild & Partners, LLP (the "Design Consultant")

**Agreement to be Approved:** A contract with the Design Consultant for Project services (the "Design Contract")

**Procurement Method:** Publicly advertised RFP

**Amount to be Approved:** Up to \$5,000,000

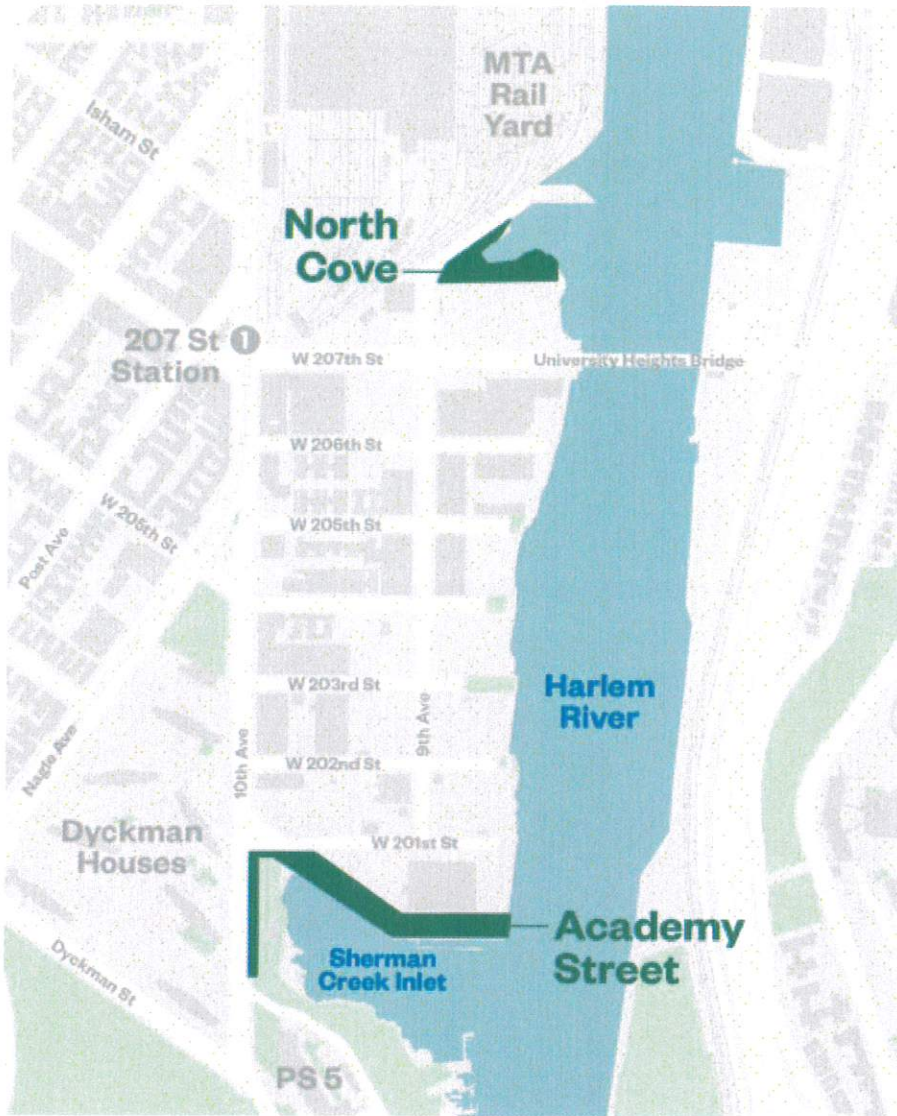
**Source of Funds to NYCEDC:** City Capital Budget funds

**Scope:** The Design Consultant shall provide landscape design for two parks and design and engineering services for stabilization and rehabilitation of the shorelines at the parks, at a portion of Academy Street and the North Cove. The work will also include design services for a tie-in to the Manhattan Greenway along 10<sup>th</sup> Avenue by Sherman Creek by the Academy Street park.

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

**NYCEDC Project Code:** 7704

**Staff:** Daniel Fletcher, Project Manager, Capital Program  
Angelyn Chandler, Vice President, Capital Program  
Brian Larsen, Senior Vice President, Capital Program  
Michael Barone, Senior Counsel, Legal



**Exhibit B**

**ON-CALL MANAGEMENT AND ECONOMIC DEVELOPMENT CONSULTANT  
SERVICES: RETAINER CONTRACTS  
Executive Committee Meeting  
May 8, 2019**

**Project:** Retaining on-call management and economic development consultants with experience in economic research, strategic planning, operations, community engagement, and/or project management

**Contractor:** The following consultants or affiliated entities (collectively, the "Consultants"):

- Accenture LLP
- BAE Urban Economics, Inc.
- Bennett Midland, LLC
- BJH Advisors LLC
- The Boston Consulting Group, Inc.
- Buro Happold Consulting Engineers, P.C.
- A joint venture to be formed between Tythe Design, Inc. and 3x3 Design US LLC (the "Joint Venture")
- Dalberg Consulting-U.S., LLC
- Deloitte Consulting LLP
- Econsult Solutions, Inc.
- Guidehouse LLP
- Hatch Associates Consultants, Inc.
- HR&A Advisors, Inc.
- IMPLEXhealth, LLC
- James Lima Planning + Development LLC
- Karp Strategies, LLC
- McKinsey & Company, Inc. Washington D.C.
- Ove Arup & Partners P.C.
- Public Policy Lab, Inc.
- Public Works Partners LLC

**Agreements to be Approved:**

- A separate contract with each of the Consultants and possibly amendments to those contracts, for Project services (collectively, the "Consultant Contracts")
- Funding Source Agreements, if needed

The Consultant Contracts will have an initial term of three years and NYCEDC will have the option to extend them for an additional one year at its sole discretion.

**Procurement Method:** Publicly advertised RFP

**Amount to be Approved:** Up to \$50,000,000, in the aggregate, for the Consultants

**Source of Funds to NYCEDC:** The source will vary depending on the particular task and may include, without limitation, NYCEDC's programmatic budget, City Tax Levy funds, and funds paid to NYCEDC by IDA, and other available sources.

**Scope:** NYCEDC proposes to enter into the Consultant Contracts to obtain assistance from consultants with expertise in management and economic development consulting services in order to further various City and NYCEDC studies and initiatives.

As part of their work, the Consultants may provide assistance to City entities, in which case NYCEDC anticipates that funds would be made available for such work by those entities and those entities may provide funds to pay NYCEDC for related administrative services.

NYCEDC selected the Consultants to provide the Project services based upon their expertise and experience. Each of the Consultants was identified as being capable of performing services in some or all of the following requested Topic Areas, as indicated in Attachment A hereto.

1. Topic Area I: Economic Research and Analysis
  - Macroeconomic analysis and labor market analysis
  - Economic modeling
  - Market sizing and segmentation and industry analysis
  - Value capture analysis
  - Socioeconomic research and analysis of disparity
  - Data gathering, monitoring and reporting, and program evaluation
2. Topic Area II: Strategic Planning
  - Needs assessment and identification of market opportunity
  - Microeconomic, business and financial analysis
  - Option development, strategy and program design
  - Review of best practices
  - Implementation plans
3. Topic Area III: Operations, Organizational Development, and Change Management
  - Analysis of performance drivers and operations
  - Operations and organizational design
  - Change management and planning of implementation
4. Topic Area IV: Community and Public Engagement
  - Strategies to engage community in the City's policy and planning processes
  - Management of public engagement, surfacing of community needs, and building consensus

- Gathering of community inputs and development of recommendations for the City
5. Topic Area V: Implementation and Project Management
- Development and implementation of initiatives
  - General project management

Generally, for each task, NYCEDC will solicit a proposal from each of the Consultants chosen pursuant to the Project RFP to provide Project services within the relevant Topic Areas and qualified to provide the particular Project services and, on the basis of its review of the proposals it receives, NYCEDC will assign the task to a Consultant. However, for some tasks NYCEDC may need to alter that process and, at the discretion of the President of NYCEDC or his designee, select a Consultant for a Project task on a sole source basis.

**Proposed Resolution:** To authorize the President and any empowered officer to enter into the Consultant Contracts and Funding Source Agreements, substantially as described herein.

The Management and Economic Development Consultant Services: Retainer Contracts project was last presented to the Executive Committee on August 5, 2015.

**NYCEDC Project Code:** 7582

**Staff:** Alia Conbeer, Senior Vice President, Strategy  
Amit Golder, Assistant Vice President, Strategy  
James Golinkoff, Senior Project Manager, Strategy  
Carol Tan, Senior Project Manager, Strategy  
Shana Attas, Counsel, Legal

**Attachment A**

<b>Consultant</b>	<b>Contract #</b>	<b>Topic Area 1</b>	<b>Topic Area 2</b>	<b>Topic Area 3</b>	<b>Topic Area 4</b>	<b>Topic Area 5</b>
Accenture LLP	75820001			✓		✓
BAE Urban Economics, Inc.	75820002	✓				
Bennett Midland, LLC	75820004			✓		✓
BJH Advisors LLC	75820005	✓	✓			
The Boston Consulting Group, Inc.	75820003	✓	✓	✓		✓
Buro Happold Consulting Engineers, P.C.	75820006	✓	✓		✓	✓
The Joint Venture	75820007		✓		✓	
Dalberg Consulting- U.S., LLC	75820008	✓	✓	✓		
Deloitte Consulting LLP	75820009	✓	✓	✓		✓
Econsult Solutions, Inc.	75820010	✓				
Guidehouse, LLP	75820011	✓	✓	✓	✓	✓
Hatch Associates Consultants, Inc.	75820012	✓	✓	✓		✓
HR&A Advisors, Inc.	75820013	✓	✓	✓		✓
IMPLEXhealth, LLC	75820014			✓		
James Lima Planning + Development LLC	75820015	✓	✓		✓	

Consultant	Contract #	Topic Area 1	Topic Area 2	Topic Area 3	Topic Area 4	Topic Area 5
Karp Strategies, LLC	75820016		✓		✓	✓
McKinsey & Company, Inc. Washington D.C.	75820017	✓	✓	✓	✓	✓
Ove Arup & Partners P.C.	75820018	✓	✓	✓		
Public Policy Lab, Inc.	75820019				✓	
Public Works Partners LLC	75820020			✓	✓	✓



## Exhibit C

### **NEW YORK PUBLIC LIBRARY: RENOVATION OF CARNEGIE BRANCHES Executive Committee Meeting May 8, 2019**

**Project:** Renovations of five New York Public Library ("NYPL") branches that were originally constructed with funds donated by Andrew Carnegie in Port Richmond (Staten Island), 125<sup>th</sup> Street (Manhattan), Fort Washington (Manhattan), Melrose (Bronx) and Hunts Point (Bronx). The original features that gave these branches their distinct appearances have diminished through overuse, repairs, and renovations that were not sensitive to original design features. Also, these branches are appropriate for new technology and learning modalities. The scope for each building's renovation will address both fundamental infrastructure needs and programmatic requirements that will prepare it for present needs and anticipated demands of community based learning, enabling users to find jobs more easily and improving the City's workforce.

**Contractor:** Gilbane

**Agreements to be Approved:**

- One or more amendments (the "Gilbane Amendment") to NYCEDC's CM contract with Gilbane (the "Gilbane Contract") to provide for construction management and related services for the Project
- Any needed Funding Source Agreements

**Procurement Method:** One or more sole source amendments to a contract that was competitively procured. Gilbane was selected for this Project pursuant to a mini RFP among CMs under existing retainer contracts with NYCEDC. Gilbane will act as CM and procure subcontractors for the Project work in a manner permitted under its contract, with the primary procurement method anticipated to be a method similar to CM method of procurement in NYEDC's contracts with the City. Subcontractors retained by Gilbane may, in turn, subcontract certain work.

**Amount to be Approved:** Up to \$89,795,179

**Source of Funds to NYCEDC:** City Capital Budget funds

**Scope:** The Project scope includes:

- Upgrade/replacement of building systems (MEP/FA, building management, security); reduction of energy use and establish environmentally sensitive upgrades to building infrastructure
- Upgrade of vertical elevator and ADA wheelchair lift systems, as well as installation of required conveyor systems
- Reconfiguration of floors to ensure full accessibility and to incorporate required programmatic activities
- New finishes, wayfinding, lighting and furnishings

- Installation of IT/AV infrastructure and equipment
- Replacement of roof and renovation of building envelope, as required
- Replacement of existing windows, as required
- Addition of public restrooms, as required

The programmatic objectives of the Project are:

- Provide complete ADA accessibility
- Address aging infrastructure
- Maximize flexibility of user spaces anticipating future changing needs and programs
- Improve patron experience and access to library resources
- Integrate technology into the building infrastructure
- Improve staff spaces to enhance delivery of public services

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

**NYCEDC Project Codes:**

- Port Richmond Branch - 7374
- Hunts Point Branch - 7408
- Melrose Branch - 7409
- 125<sup>th</sup> St Branch - 7410
- Fort Washington Branch - 7411

**Staff:** Raksha Ghulati, Assistant Vice President, Capital Program  
Joanna Garguila, Assistant Vice President, Capital Program  
Alison Landry, Assistant Vice President, Capital Program  
Noah Young, Senior Counsel, Legal

**Exhibit D**

**DOCKNYC OPERATING AGREEMENT EXTENSION  
Executive Committee Meeting  
May 8, 2019**

**Project:** Extend the current berth sites operation and management agreement (the "Agreement") with Billybey Marina Services, LLC related to designated berths administered or serviced by NYCEDC to avoid impacts to their operation and management while NYCEDC undertakes a new procurement for an operator

**Contractor:** Billybey Marina Services, LLC (the "Operator")

**Agreement to be Approved:** Amendment (the "Amendment") to the Agreement to provide a five month extension of the term (the "Extension Period")

**Procurement Method:** Sole source amendment to a competitively procured agreement

**Amounts to be Approved:**

- The amount the Operator will be entitled to retain monthly from revenues from the operation of the berth sites during the Extension Period shall be: (a) certain costs of operation (including, without limitation, certain capital costs incurred in connection with certain possible capital improvements by the Operator to the berth sites and possibly costs of obtaining certain berth site equipment), plus (b) \$20,256.67 per month for the Extension Period (the "Management Fee"), provided that there will be upward adjustments in the amount retained by the Operator in subsequent months if the Operator does not receive the full amount it would have been entitled to in a particular month.
- The Operator shall be entitled to an incentive fee for the last 3 months of the Agreement as currently amended and the Extension Period, in the aggregate equal to the sum of (i) 20% of the first \$66,667 of net operating income for such period; plus (ii) 22.5% of net operating income for such period between \$66,668 and \$133,334; plus (iii) 25% of net operating income for such period between \$133,335 and \$199,999; plus (iv) 27.5% of net operating income for such period between \$200,000 and \$266,666; plus (v) 30.0% of net operating income for such period equal to or greater than \$266,667. Net operating income means for any period of time, revenues for such period minus both: (i) the costs of operation for such period and (ii) the Management Fee for such period. An incentive fee has been paid for previous years of the Agreement. For the most recent year for which an incentive fee was paid (May 1, 2017 to April 30, 2018) net operating income was \$1,185,536, which resulted in an incentive fee of \$330,661.
- If the Operator has not received the full amount of its costs of operation, Management Fee and incentive fee for the Extension Period at the end of the term of the Operating Agreement, the outstanding balance shall be paid to the Operator.

- NYCEDC shall receive the balance of operating revenues.

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

**Scope:**

- Administration of third party berthing activities (e.g. the issuing of landing slot licenses or other occupancy agreements and/or the servicing, repair and refueling of vessels) and the administrative tasks associated therewith (e.g. staging, scheduling, obtaining proof of vessel insurance, collecting payment etc.).
- Operate and maintain berth sites and all the equipment and elements situated at the berth sites in good, safe order and condition. Provide security and institute safety measures necessary for the operation of berthing services.
- Other related activities.

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

**Staff:** Alexander Brady, Vice President, Asset Management  
Felix M. Ceballos, Assistant Vice President, Asset Management  
Robert McFadden, Senior Associate, Asset Management  
Lauren Brady, Senior Counsel, Legal

**Exhibit E**

**MART 125  
Executive Committee Meeting  
May 8, 2019**

**Project:** Design, engineering and related services for the conversion of the Mart 125 building into a cultural hub

**Contractor:** Huff + Gooden Architects, LLC ("Huff")

**Agreement to be Ratified:** Agreement with Huff to provide design, engineering and related services for the Project (the "Design Contract"). When the Design Contract was approved at the November 8, 2018 Executive Committee meeting, funds were only authorized for preliminary design documents and a cost estimate. Subsequently, additional funds became available and were included in the Design Contract when entered into.

**Procurement Method:** CM method of procurement

**Amount to be Approved:** Up to \$813,927.90, bringing the total authorized amount of the Design Contract to up to \$1,312,157.90

**Source of Funds to NYCEDC:** City Capital Budget funds

**Scope:** Working with the New York City Department of Cultural Affairs and Spaceworks NYC Inc., a nonprofit cultural community development organization dedicated to expanding the supply of subsidized rehearsal, studio and community space for New Yorkers, NYCEDC will transform Mart 125 into a cultural hub that serves as the home base for Firelight Media, Inc. as well as dedicated spaces for artistic development, office/co-working for cultural organizations, and community gatherings. Firelight Media is a non-profit organization dedicated to developing emerging documentary filmmakers who tell stories about people, places, cultures and issues that are underrepresented in the mainstream media, and to developing audiences for their work.

Huff will produce 100% preliminary design documents and a cost estimate followed by full design sets through construction documents and will perform construction administration and related work through Project closeout.

**Proposed Resolution:** To ratify NYCEDC entering into the Design Contract substantially as described herein

**NYCEDC Project Code:** 7019

**Staff:** Phillip Grant, Senior Vice President, Asset Management  
Krystin Hence, Assistant Vice President, Asset Management  
Angelica Zhang, Senior Project Manager, Asset Management  
Raymond Klein, Counsel, Legal

## Exhibit F

### **CITYWIDE REHABILITATION/IMPROVEMENTS Executive Committee Meeting May 8, 2019**

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

**Contractors:**

- Hunter Roberts
- Skanska
- Gilbane

**Agreements to be Approved for Project Work:**

- One or more amendments (the “2017 Hunter Roberts Amendments”) to NYCEDC’s 2017 FM/CM Contract with Hunter Roberts (the “2017 Hunter Roberts Contract”) to provide for Project services
- One or more amendments (the “2012 Hunter Roberts Amendments”) to NYCEDC’s 2012 FM/CM Contract with Hunter Roberts (the “2012 Hunter Roberts Contract”) to provide for Project services
- One or more amendments (the “Skanska Amendments”) to NYCEDC’s 2017 CM contract with Skanska (the “Skanska Contract”) to provide for Project services
- One or more amendments (the “Gilbane Amendments”) to NYCEDC’s CM Contract with Gilbane (the “Gilbane Amendments”) to provide for Project Services
- Any needed Funding Source Agreements

**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. Subcontractors retained by the Contractors may, in turn, subcontract certain work.

**Amounts to be Approved:**

- Up to \$26,968,000 for the 2017 Hunter Roberts Amendments
- Up to \$308,363 for the 2012 Hunter Roberts Amendments
- Up to \$4,539,611 for the Skanska Amendments.
- Up to \$747,043 for the Gilbane Amendments

**Source of Funds to NYCEDC:** City Capital Budget funds

**Scope:** At this time, NYCEDC proposes that the Contractors undertake substantially the work listed in Attachment A.

**Proposed Resolution:** To authorize the President and any empowered officer to enter into the 2017 Hunter Roberts Amendments, the 2012 Hunter Roberts Amendments, the Skanska Amendments, the Gilbane Amendments and any needed Funding Source Agreements, substantially as described herein

**Staff:** Phillip Grant, Senior Vice President, Asset Management  
Alex Gomez, Assistant Vice President, Asset Management  
Prince Flanigan, Senior Project Manager, Asset Management  
Michael Barone, Senior Counsel, Legal

Attachment A

Contract	Work Site	Borough	Project Work	Request Amount	Project Code
2017 Hunter Roberts	Portions of waterfront between Dyckman Street and the George Washington Bridge	Manhattan	Design, construction and other related work to rehabilitate portions of the waterfront, primarily including, without limitation, replacing piers, replacing and repairing bulkhead, recoating piles, and installing a new dock and revetment.	\$21,900,000	7871
2017 Hunter Roberts	City DOT Hamilton Avenue Asphalt Plant	Brooklyn	Design, construction and other related work, primarily to rehabilitate the high and low level platforms at the site.	\$5,068,000	7775
			<b><u>Total 2017 Hunter Roberts Amendments</u></b>	<b>\$26,968,000</b>	
2012 Hunter Roberts	La Marqueta Plaza, 1607 Park Avenue	Manhattan	Design, construction and other related work at La Marqueta Plaza to create an event space	\$308,363	6725
			<b><u>Total 2012 Hunter Roberts Amendments</u></b>	<b>\$308,363</b>	
2017 Skanska	BAT Pier 4 Ferry Landing	Brooklyn	Construction work related to barge replacement at the BAT Pier 4 ferry landing	\$4,539,611	6605
			<b><u>Total Skanska Amendments</u></b>	<b>\$4,539,611</b>	
Gilbane	132 <sup>nd</sup> Street	Queen	Construction work related to the rehabilitation of wetlands at the decommissioned Flushing airport.	\$747,043	3023
			<b><u>Total Gilbane Amendments</u></b>	<b>\$747,043</b>	



**Exhibit G**

**PIER 42 IN LOWER MANHATTAN  
Executive Committee Meeting  
May 8, 2019**

**Project:** Creation of a park on Pier 42 and its upland area, the initial phases of which project include (i) construction management and related services, including pre-construction, construction and post-construction services, related to demolition of an existing shed located on Pier 42, asbestos abatement, potential bulkhead repairs and other related work at Pier 42, and (ii) landscape architectural design and related services (the "Design Services") related to an upland park (the "Upland Park") to be located primarily immediately west and inland of Pier 42, in the Borough of Manhattan

**Contractor:** Mathews Nielsen Landscape Architects, P.C. ("MNLA")

**Agreements to be Approved:**

- An amendment (the "Agreement") to an existing contract with MNLA (the "MNLA Contract") for the Design Services to provide for additional design and related services for the Project
- Any needed Funding Source Agreements

**Procurement Method:** A sole source amendment to the MNLA Contract

**Amount to be Approved:** Up to \$660,000

**Source of Funds:** City Capital Budget and City Tax Levy funds

**Scope:** In coordination with the East Side Coastal Resiliency project ("ESCR"), the City will transfer approximately \$4 million of capital funds to the Pier 42 project for utility work in the Project area that was originally in the ESCR project scope and that is better suited to be completed under the Pier 42 project. The Amendment will provide for design work for this utility work and related work to be included in the MNLA Contract and it is anticipated that MNLA will subcontract with AKRF, Inc. to coordinate and provide contract documents and construction administration services related to such scope. Approximately \$500,000 of the funds being transferred will be used for this MNLA Contract work.

Additionally, City Parks has asked NYCEDC to conduct an investigation of the Pier 42 deck and substructure condition and is providing NYCEDC with \$160,000 to do so. This work will be undertaken by MNLA and its subcontractors under the Amendment.

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

The Pier 42 in Lower Manhattan project was last presented to the Executive Committee on August 8, 2018. The MNLA Contract was last presented on May 10, 2017.

**NYCEDC Project Code:** 6611

**Staff:** Nikita Sharma, Senior Project Manager, Capital Program  
Terri Bahr, Vice President, Capital Program  
Brian Larsen, Senior Vice President, Capital Program  
Michael Barone, Senior Counsel, Legal

## Exhibit H

### **EAST MIDTOWN GREENWAY – 53<sup>rd</sup> STREET TO 61<sup>st</sup> STREET Executive Committee Meeting May 8, 2019**

**Project:** Engineering, design and construction administration services and related consultant services for the design of East Midtown Greenway – 53<sup>rd</sup> Street to 61<sup>st</sup> 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 to the larger East Midtown Waterfront Project between East 38<sup>th</sup> and East 61<sup>st</sup> Streets that will serve the East Midtown neighborhood.

The East Midtown Greenway will be approximately 30 feet outboard from the FDR Drive in the East River between East 53<sup>rd</sup> and East 61<sup>st</sup> Streets. The esplanade will provide a separated pedestrian and bicycle path, and park amenities for both passive and active users, including bike racks, benches, railings, lighting and planting. The northern connection of the esplanade will run through an existing former heliport structure to the Andrew Haswell Green Phase 2B Park project. The southern connection for the esplanade is part of the Project and will require a pedestrian bridge crossing the FDR Drive at East 54<sup>th</sup> Street. The bridge will include ADA accessible ramps that will connect the esplanade to Sutton Place Park.

**Contractor:** Stantec Consulting Services Inc. (“Stantec”)

**Agreements to be Approved:**

- One or more amendments (the “Stantec Amendment”) to NYCEDC’s contract with Stantec (the “Stantec Contract”) for design and related services for the Project
- Any needed Funding Source Agreements

**Procurement Method:** A sole source amendment to a contract that was procured through a publicly advertised RFP

**Amount to be Approved:** Up to \$3,550,000 for the Stantec Amendment, bringing the total authorized amount of the Stantec Contract to up to \$11,550,000.

**Source of Funds to NYCEDC:** City Capital Budget funds. The Stantec Contract was originally authorized for up to \$10,000,000, but \$2,000,000 was previously reallocated for services needed under a Skanska contract for construction management services for this project. Additional funding for the overall project has been secured, as a result of which it is now proposed to add \$2,000,000 back to the approved allocation for the Stantec Contract as well as an additional \$1,550,000.

**Scope:** Through the Stantec Amendment, NYCEDC proposes to amend the Stantec Contract to perform additional design and related services required for the Project.

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

The East Midtown Greenway – 53<sup>rd</sup> Street to 61<sup>st</sup> Street project was last presented to the Executive Committee on November 8, 2018

**NYCEDC Project Code:** 3361

**Staff:** Sakiru Okeowo, Project Director, Capital Program  
Yvi McEvelly, Assistant Vice President, Capital Program  
Kathryn Prybylski, Vice President, Capital Program  
Michael Barone, Senior Counsel, Legal

**FUNDING AGREEMENTS**  
**Executive Committee Meeting**  
**May 8, 2019**

**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 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 <sup>1</sup>	Amount Under New Agreement/ Amendment	Application of Funds
(1) The Brotherhood/Sister Sol, Inc., a not-for-profit corporation – Funding Agreement	512-514 West 143 <sup>rd</sup> Street, Manhattan	District Attorney – New York State Asset Forfeiture Funds	Up to \$2,200,000	To fund a portion of the cost of the design and construction of a new community center. This is in addition to funds previously authorized by the Executive Committee for the construction of the community center.
(2) The Children's Aid Society, a not-for-profit corporation – Funding Agreement	14-32 118 <sup>th</sup> Street, Manhattan	Manhattan Borough President and City Council Capital Budget funds	Up to \$1,034,146	To fund a portion of the cost of construction and renovation work to modernize the Dunleavy Millbank community swimming pool as well as the adjoining boys' and girls' locker rooms.

<sup>1</sup> When the source of funds is indicated as Mayoral, it means funds placed directly in NYCEDC's budget by OMB, which funds are not City Council or Borough President funds or a transfer of another agency's funds.

<p>(3) The Brooklyn Academy of Music, Inc., a not-for-profit corporation – Funding Agreement</p>	<p>647, 651, 653 Fulton Street, Brooklyn</p>	<p>New York City Department of Cultural Affairs Capital Budget funds</p>	<p>Up to \$22,358,903</p>	<p>To fund a portion of the design and construction costs to renovate and expand the BAM Harvey Theater and replace adjacent sidewalks.</p>
<p>(4) The National Museum of The American Indian, Smithsonian Institution – Funding Agreement</p>	<p>1 Bowling Green, Manhattan</p>	<p>Capital Budget funds made available by the Department of Cultural Affairs, a portion of which have been provided by the Manhattan Borough President and the City Council, and Mayoral Capital Budget funds</p>	<p>Up to \$3,268,292</p>	<p>To fund a portion of the costs of the construction of educational and exhibition spaces and to update HVAC systems at The National Museum of the American Indian (a Smithsonian Institution facility).</p>

**NYCEDC Project Code:** (1) 7025, (2) 6701, (3) 7010, (4) 6119

**NYCEDC Staff:** (1) Alyssa Figueras, Senior Project Manager, (2) Mason Hess, Senior Project Manager, (3) Joshua Altshuler, Assistant Vice President, (4) Sandy Chung, Assistant Vice President

### **Description of Contractors**

- (1) **The Brotherhood/Sister Sol, Inc.** was founded in 1995 and provides holistic and long-term support services to youth who range in age from eight to twenty-one. Its programming includes afterschool care, school and home counseling, summer camps, job training, college preparation, employment opportunities, community organizing training, and international study programs in Africa and Latin America.
- (2) **The Children's Aid Society** was founded in 1853 and helps children in poverty to succeed and thrive by providing comprehensive support to children, youth, and their families in targeted high-needs New York City neighborhoods. Its programming includes after-school educational activities, foster care education services, early childhood and high school equivalency programs, and college and career readiness in addition to health, nutrition, fitness, and family support services and classes.
- (3) **The Brooklyn Academy of Music, Inc.** operates an urban arts center in Brooklyn that includes space for performing arts and cinemas.
- (4) **The National Museum of the American Indian (a Smithsonian Institution facility)** was founded in 1989 and is committed to advancing knowledge and understanding of the Native cultures of the Western Hemisphere-past, present, and future-through partnership with Native people and others. The Museum works to support the continuance of culture, traditional values, and transitions in contemporary Native life.

## Exhibit J

### **INDUSTRIAL DEVELOPMENT LOAN FUND Executive Committee Meeting May 8, 2019**

**Project:** The Industrial Development Loan Fund ("IDLF" or the "Program") provides strategic debt capital in the form of subordinated loans for industrial related uses to selected applicants experiencing a gap in their funding resources.

**Application and Award:** Going forward applicants will be selected based on an application process that is open to the public. Formerly, loan recipients under the Program were chosen pursuant to an RFP. Applications will be assessed by a credit committee consisting of senior and experienced NYCEDC staff across departments, based on criteria including, without limitation, the following:

- location of the project
- financial condition of the applicant
- total jobs estimate (including retained and new jobs)
- use and tenanting of the proposed project

Applicants selected by the credit committee will be presented to NYCEDC's President for final approval. If a project is approved by the President, NYCEDC, either directly or through a limited liability company of which NYCEDC will be the sole member, may make loans to successful applicants (subject to applicable legal, governmental and regulatory approvals).

**Agreements to be Approved:**

- One or more agreements (the "Loan Agreements") with each applicant approved for a loan, pursuant to which funds will be provided for the selected and approved project
- Any ancillary agreements (the "Ancillary Agreements") reasonably necessary to facilitate the loans under the Program

**Program Amount to be Approved:** Up to \$16.3 million to be disbursed to eligible projects over five (5) years. Repaid principal payments and interest earned may also be used for additional projects under the Program. The \$16.3 million constitutes the funds not used to date from \$23 million originally allocated for the IDLF.

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



**Key Parameters of the Program:**

- Borrowers: Selected applicants, including without limitation, owner-occupiers and non-profit and for-profit developers
- Use of Proceeds: Acquisition of properties for industrial facilities and/or equipment for industrial facilities and/or for construction related to industrial facilities
- Loan Size: 5-20% of project cost, up to \$10,000,000
- Interest Rate: Fixed rate or floating rate at a discount rate to current market rates
- Duration: Preferred range of 18-120 months, up to 360 months

**Proposed Resolution:** To authorize the President and any empowered officer to:

- execute Agreements with successful applicants to the Program selected substantially as described herein for loans that fall substantially under the parameters described herein, and any needed Ancillary Agreements
- take all necessary or appropriate actions related to implementing the Project, substantially as described herein

Individual loans, agreements and actions taken pursuant to this authorization will not require separate Executive Committee approval.

**Staff:** Eric Clement, Senior Vice President, Strategic Investments Group  
Matthew Furlong, Vice President, Strategic Investments Group  
Joshua Stephens, Chief of Staff, Strategic Investments Group  
Jasper Wilson, Assistant Vice President, Strategic Investments Group  
Nicholas Lyos, Analyst, Strategic Investments Group  
Adam Lewis, Senior Counsel, Legal

**Exhibit K**

**ACADEMY EXPRESS, L.L.C. SERVICE CONTRACT: AMENDMENT  
Executive Committee Meeting  
May 8, 2019**

**Project:** Provision of express bus service between the South Shore of Staten Island and Midtown Manhattan during peak weekday morning and evening hours (the "SI Bus Services") pursuant to a contract that provides for MetroCard-compatible SI Bus Services on two routes that had been agreed to by the operator, NYCEDC and City DOT. City DOT is expected to assume responsibility for all matters related to the SI Bus Services in 2020.

**Contractor:** Academy Express, L.L.C. ("Academy")

**Agreements to be Approved:**

- An amendment (the "Amendment") to the contract for SI Bus Services (the "Contract") with Academy to increase the amount to be paid to Academy
- Any needed Funding Source Agreements
- Any other needed agreements, amendments to agreements (including an MOU with City DOT) or arrangements with one or more City or State agencies or affiliates thereof related to their assisting in administration of the Contract (the "Administration Agreements")

**Procurement Method:** The Contract's prior operator filed for bankruptcy in late 2013 and the bankruptcy court held an auction for the Contract. Academy was the sole bidder and made its bid contingent on receiving a three year extension of the Contract (which was set to expire in September 2014). On December 16, 2013, the bankruptcy court declared Academy the successful bidder. Academy assumed the Contract and commenced operation of the bus services on January 1, 2014. The Contract has been amended annually since September 8, 2017 on a sole source basis in order to prevent any interruption in service.

**Amounts to be Approved:** Up to \$804,000 in additional funds to be paid to Academy for the existing 12 month contract period ending September 7, 2019, increasing the amount to be paid to Academy to \$4,300,000 (in addition to funds received by Academy through fare box collections and advertising revenue)

**Source of Funds:** Funds made available by the City

**Reason for Increase in Payment:** In 2018, the MTA implemented a redesign of the entire Staten Island express bus network in order to improve service and reduce transit times. These changes extended to the Academy routes and were approved by City DOT. The redesign has resulted in a significant loss in revenue for Academy due to lower ridership and fewer revenue miles. As a consequence, the current subsidy amount is nearly exhausted. Accordingly, the City agreed to provide funds for an increase in the amount payable to Academy.

**Proposed Resolution:** To authorize the President and any empowered officer to enter into the Amendment to provide additional funding for the Contract, and to enter into any needed Administration Agreements and any needed Funding Source Agreements

The Contract for the SI Bus Services was last presented to the Executive Committee on August 8, 2018.

**NYCEDC Project Code:** 1379

**Staff:** Adam Lomasney, Senior Project Manager, Ports & Transportation  
Andrew Genn, Senior Vice President, Ports & Transportation  
Caroline Nguyen, Counsel, Legal Department

**Exhibit L**

**ENHANCED CONTRACT FINANCING LOAN FUND  
Executive Committee Meeting  
May 8, 2019**

**Project:** Based on the Contract Financing Loan Fund (the "Original Fund"), the Enhanced Contract Financing Loan Fund (the "Enhanced Fund") is a new program that will also provide funds to entities (the "Financial Contractors") that provide financing to New York City certified minority and women-owned business enterprises ("M/WBEs") and undercapitalized small businesses (collectively, "Borrowers") working or seeking to work as prime or sub-contractors on projects funded by the City, NYCEDC or other entities that receive funds from the City ("Other Entities")

**Financial Contractors:**

- BOC Capital Corp.
- NYBDC Local Development Corporation d/b/a Excelsior Growth Fund
- TruFund Financial Services, Inc.

**Agreements to be Approved:**

- A contract with each Financial Contractor to review, underwrite, originate and administer loans to Borrowers, and to provide technical assistance services to the Borrowers, using private funds and funds provided by NYCEDC (collectively the "Financial Contracts")
- Any ancillary agreements reasonably necessary to facilitate the loans under the program (the "Ancillary Agreements")

**Procurement Method:** Sole source to the Financial Contractors chosen through a publicly advertised RFP for the Original Fund

**Amount to be Approved:** Up to \$11,900,000 in the aggregate of City funds will be made available by NYCEDC to the Financial Contractors for loans to Borrowers, the Interest Rate Buy Down (as defined below), compensation to the Financial Contractors, technical assistance and other costs associated with the Project. NYCEDC expects to provide up to \$2,900,000 of City funds in initial contracts for the Enhanced Fund (using reallocated funds previously authorized by the Executive Committee for the Bond Collateral Assistance Fund) and increase contract amounts by up to \$9,000,000 from loans repaid under the Original Fund to the extent that such funds become available.

**Source of Funds to NYCEDC:** City Tax Levy funds

**Scope:** The Original Fund was a revolving loan fund program through which NYCEDC, using City funds, provided capital to Financial Contractors for loans (with NYCEDC absorbing losses of up to 12% of the total amount then loaned by a Financial Contractor using the NYCEDC provided funds), subsidized interest rate payments on behalf of Borrowers (the "Interest Rate Buy Down") and made technical assistance payments to the Financial Contractors to incentivize their making low interest rate loans to Borrowers. At the end of the program, the Financial Contractors would pay back any

remaining funds, subject to their right to retain certain funds and payments to which they were entitled under the program.

The Enhanced Fund will continue much of the structure of the Original Fund and will continue to be a revolving loan fund from which the Financial Contractors will make loans to Borrowers and receive various payments from NYCEDC with City funds. However, NYCEDC will now provide payments to a Financial Contractor in connection with loans made by the Financial Contractor with either NYCEDC provided funds or private funds. These payments will be on terms similar to those under which NYCEDC provided funds for the Original Fund (except as otherwise indicated). The new loans by the Financial Contractors using private or NYCEDC provided funds, and payments to the Financial Contractors by NYCEDC, will be substantially as follows, with the key features of the Original Fund (except as otherwise indicated) for loans funded with NYCEDC provided funds now being applicable to privately funded as well as NYCEDC funded loans:

- Borrowers: M/WBEs and small businesses that are applying to be or are currently engaged as prime contractors or subcontractors under a contract funded by the City, NYCEDC or Other Entities.
- Uses of Loan: The loans are anticipated to be used for working capital to support the Borrowers with regard to the project funded by the City, NYCEDC or Other Entities.
- Maximum interest rate per annum: 3%
- Interest Rate Buy Down (for loans with NYCEDC provided funds or privately funded): The maximum interest rate described above will be achieved by NYCEDC paying the Financial Contractors up to an additional 10% of the loans per annum.
- Loan Term: Up to 24 months
- Maximum principal amount for a loan and for aggregate loans to a Borrower: \$1,000,000
- Defaults for loans with NYCEDC provided funds: NYCEDC will absorb losses of up to 15% (changed from up to 12% under the Original Fund Program) of the total amount loaned by a Financial Contractor, with the Financial Contractors repaying to NYCEDC the remaining amount.
- Defaults for privately funded loans (a new provision): NYCEDC will provide a loan loss reserve with City funds for up to 15% of the total amount lent by the Financial Contractor to the Borrowers using private funds.

- **Compensation:** In addition to the sums specified under Defaults above, a Financial Contractor will receive compensation equal to the interest charged to the Borrower, the Interest Rate Buy Down, a technical assistance grant, and, subject to NYCEDC's approval, additional fees associated with a loan.
- **Technical Assistance Grant:** NYCEDC will provide each Financial Contractor with up to \$250,000 per year to provide financial and business technical assistance to potential Borrowers prior to and after closing the loans.
- **Reporting:** The Financial Contractors will report to NYCEDC on a regular basis on any outstanding loans to any Borrower.

SBS will work with NYCEDC on the Enhanced Fund and, among other matters, will be the primary point of contact for the Financial Contractors and will provide programmatic support to the Financial Contractors.

**Proposed Resolution:** To authorize the President and any empowered officer to enter into the Financial Contracts and the Ancillary Agreements, substantially as described herein.

The Original Fund was presented to the Executive Committee on December 20, 2016 and June 27, 2018.

**NYCEDC Project Code:** 6632

**Staff:** Bomi Kim, Senior Vice President, Contracts  
Léon Willis, Senior Counsel, Legal

**Exhibit M**

**MAINTENANCE, REPAIR AND EMERGENCY SERVICES FOR LIFE SAFETY  
SYSTEMS  
Executive Committee Meeting  
May 8, 2019**

**Project:** Maintenance, repair and emergency services for life safety systems (the "Life Safety Services") at BAT and various other sites managed by NYCEDC

**Contractor:** Unisys Electric Inc. ("Unisys")

**Agreements to be Approved:** One or more amendments (the "Amendments") to NYCEDC's contract with Unisys (the "Unisys Contract") for Project services to provide additional funds for such services

**Procurement Method:** Sole source

**Amount to be Approved:** Up to an additional \$1,100,000, bringing the total authorized amount of the Unisys Contract to up to \$3,926,122.09

**Source of Funds to NYCEDC:** NYCEDC programmatic budget funds

**Scope:** NYCEDC requires a contractor to provide the Life Safety Services at BAT and various other sites managed by NYCEDC. The current Unisys Contract is for five years and for up to \$2,826,122.09, but the funds under the Unisys Contract are almost expended due to unanticipated repairs. As a result, the Amendments are needed to provide additional funds for services thereunder.

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

**NYCEDC Project Code:** 6206

**Staff:** Judith Zevack, Assistant Vice President, BAT  
Dave Aneiro, Vice President, BAT  
Noah Young, Senior Counsel, Legal

Exhibit N

**PEST MANAGEMENT SERVICES  
Executive Committee Meeting  
May 8, 2019**

**Project:** On-call pest management services at various sites managed by NYCEDC or with regard to which NYCEDC has been requested to provide services (the "Pest Management Services")

**Contractors:**

- Predator Pest Control Inc. ("Predator")
- Abalon Exterminating Company, Inc. ("Abalon")

**Agreements to be Approved:** Contracts with Predator (the "Predator Pest Control Contract") and Abalon (the "Abalon Exterminating Contract") for Pest Management Services

**Procurement Method:** Public RFP

**Amount to be Approved:** Up to \$2,000,000 in the aggregate

**Sources of Funds to NYCEDC:** NYCEDC programmatic budget funds

**Scope:** Provide continuing on-call Pest Management Services as needed at various sites throughout the City managed by NYCEDC or for which NYCEDC has been requested by the City to provide services

**Proposed Resolution:** To authorize the President and any empowered officer to enter into the Predator Pest Control Contract and Abalon Exterminating Contract, substantially as described herein

**NYCEDC Project Code:** 7813

**Staff:** Eric Bassig, Project Manager, Administrative Services  
Joseph Palazzola, Senior Project Manager, Asset Management  
Noah Young, Senior Counsel, Legal



Exhibit O

**CITYWIDE ELECTRICAL SERVICES  
Executive Committee Meeting  
May 8, 2019**

**Project:** Citywide on-call preventative maintenance, repair and emergency electrical services for electrical systems at various sites throughout the City

**Contractors:**

- P & M Electrical Contracting Corp. ("P & M Electric")
- Demand Electric Inc. ("Demand Electric")
- Unisys Electric Inc. ("Unisys Electric")

**Agreements to be Approved:** A contract, and possibly amendments thereto (together, the "Contracts"), with each of P & M Electric, Demand Electric and Unisys Electric to provide Project services for approximately three years.

**Procurement Method:** Publicly advertised RFP

**Amount to be Approved:** Up to \$15,000,000 in the aggregate

**Sources of Funds to NYCEDC:** NYCEDC programmatic budget funds

**Proposed Resolution:** To authorize the President and any empowered officer to enter into the contracts with P & M Electric, Demand Electric, and Unisys Electric substantially as described herein

**Scope:** P & M Electric, Demand Electric and Unisys Electric will provide on-call preventative maintenance, repair and emergency electrical services for electrical systems at NYCEDC managed and owned properties and various sites throughout the City with regard to which NYCEDC is requested to perform services by the City.

On-Call Electrical Services Contracts were last presented to the Executive Committee on May 9, 2018.

**NYCEDC Project Code:** 7814

**Staff:** Eric Bassig, Project Manager, Administrative Services  
Joseph Palazzola, Senior Project Manager, Asset Management  
Noah Young, Senior Counsel, Legal

Exhibit P  
**OUTSIDE COUNSEL**  
**Executive Committee Meeting**  
**May 8, 2019**

**Project:** Provision of legal services by outside counsel

**Contractors:** Attorneys and law firms approved by the City's Law Department and NYCEDC's Legal Affairs Committee to perform legal services (the "Attorneys")

**Matter to be Approved:** Authorization of funds to pay for:

- services by Attorneys on matters for which they are approved by the Legal Affairs Committee that are provided at rates approved by the City's Law Department, and
- expenses incurred by the Attorneys related to such legal services, including without limitation costs of third party experts (the "Disbursements").

**Amount to be Approved:** Up to a total of:

- an additional \$2,000,000 of NYCEDC and/or City funds, and
- any funds provided by persons or entities other than NYCEDC or the City.

**Source of Funds to NYCEDC:** NYCEDC's programmatic budget and any other funds provided by the City and third parties

**Proposed Resolution:** To authorize (i) the payment of (a) up to an additional \$2,000,000 from NYCEDC and/or the City and (b) any funds provided by persons and entities other than NYCEDC and the City, to Attorneys for legal services on matters for which they are approved by the Legal Affairs Committee at rates approved by the City's Law Department and Disbursements, and (ii) NYCEDC entering into any needed related agreements, substantially as described herein

**Staff:** Meredith Jones, General Counsel, Legal