

LOWER MANHATTAN DEVELOPMENT CORPORATION

Meeting of the Directors

Held at:

Battery Park City Authority

200 Liberty Street One World Financial Center 24th Floor

May 5, 2015

MINUTES

In Attendance

Directors:

Joseph Chan, Chairman
Alicia Glen
Catherine McVay Hughes
Mehul Patel
Peter Wertheim
Dominic Williams
Robert Douglas, Director Emeritus (via telephone)

Staff Attending:

For Lower Manhattan Development Corporation:

David Emil, President
Eileen McEvoy, Secretary
Stephen Konopko, Vice President-Internal Audit
Laura Rogers, Associate Counsel

For ESD:

Elizabeth Fine, Senior Vice President and General Counsel
Carey Gabay, First Deputy General Counsel

For Sheldon Silver:

Judy Rapfogel

Also Present:

The Media
The Press

The meeting of the Lower Manhattan Development Corporation (“LMDC”) was called to order at 9:12 a.m. It was noted for the record that notice to the public and news media of the time and place of the meeting had been given in compliance with the New York State Open Meetings Law.

The newly-appointed Chairman, Joseph Chan, introduced himself to those present at the meeting.

The Chairman asked the Directors if any of them had a potential conflict of interest with regard to any of the items on the Agenda and if so, to make that information known at this time. If any potential conflict exists, the Chair continued, the Directors will be reminded at the appropriate time to recuse themselves from the vote on any such item. No conflicts were noted.

Chairman Chan then went on to note that consistent with the fact that LMDC is nearing completion of its mission and acting in its capacity as LMDC’s sole shareholder, ESD recently amended LMDC’s by-laws to reduce the size of its Board from 16 Directors to eight.

Chairman Chan further explained that the City-State representation on the smaller Board will remain even with four members recommended by the Mayor and four recommended by the Governor.

The Chair went on to note that he and Mehul Patel are recent State appointments to the Board and that Catherine McVay Hughes will be staying on and that she is a State appointee as well.

The Chair then noted that the recent City appointees include Alicia Glen, Peter Wertheim and Dominic Williams. Chair Chan explained that Carl Weisbrod, a City appointee, will remain on the Board.

The Chair went on to express his appreciation to the Board members for their participation in the meeting. He further expressed his appreciation to the outgoing Board members including Chair Schick for their tremendous service to the Corporation. He specifically expressed appreciation to Avi Schick for his zealous pursuit of LMDC's position in the Bovis litigation.

The Chair then noted that Robert Douglas will remain on the Board as Director Emeritus.

He then turned the meeting over to David Emil.

Mr. Emil expressed appreciation to Mr. Douglas for staying on as Director Emeritus and then praised Avi Schick as a great advocate for Lower Manhattan. Mr. Emil also thanked the Directors for their participation in today's meeting.

Mr. Emil then asked if any of the Board members wanted to make comments on the outgoing members.

Ms. Rapfogel then addressed the meeting on behalf of Assemblyman Silver. She reviewed the history of the Corporation and noted that she and Shelly Silver will continue to support LMDC's efforts.

Chair Chan then noted that there were five resolutions of acknowledgement regarding outgoing Board members as follows: Avi Schick, Peter Davidson, Bill Rudin, Bob Harding and Kevin Rampe.

The Chair called for a motion to approve all five resolutions and upon motion duly made and seconded, the following resolutions were unanimously adopted:

Acknowledgment of the Contributions and Accomplishments of Former Lower Manhattan Development Corporation Board Chairman Avi Schick and Commendation for His Service to Lower Manhattan

WHEREAS, Avi Schick has served as Chairman of the Lower Manhattan Development Corporation since January 2007; and

WHEREAS Chairman Schick seamlessly continued the work of LMDC after the resignation of Chairman Whitehead and recommitted LMDC to its core mission of rebuilding Lower Manhattan; and

WHEREAS Chairman Schick's resolute leadership over the last eight years has supported the successful rebuilding of the World Trade Center site and the opening of the 9/11 Memorial and Museum, assisted in the remarkable recovery of Lower Manhattan, and preserved for the citizens of New York the vision of a rebuilt, vibrant business, residential and commercial community; and

WHEREAS in the years he served Chairman Schick brought to completion important elements of the work of LMDC including the successful abatement and demolition of the Deutsche Bank building; and

WHEREAS Chairman Schick has preserved the fiscal integrity of the Lower Manhattan Development Corporation and has fought tenaciously to protect and recover LMDC funds; and

WHEREAS Chairman Schick's staunch support of community revitalization, including cultural revitalization, has resulted in the allocation and preservation of funds for the Performing Arts Center and other arts and cultural institutions, and the preservation of crucial World Trade Center artifacts such as the Survivor's Staircase and the World Trade Center Ship;

NOW THEREFORE BE IT RESOLVED, that the Board of Directors of the Lower Manhattan Development Corporation commends Chairman Schick on his exemplary service, integrity, and dedication to the agency and the people of Lower Manhattan.

* * *

Acknowledgment of the Contributions and Accomplishments of Former Lower Manhattan Development Corporation Board Member Kevin Rampe and Commendation for His Service to Lower Manhattan

WHEREAS, Kevin Rampe resigned as President of the Lower Manhattan Development Corporation in May of 2005; and

WHEREAS, since May of 2005 Kevin Rampe has continued to dedicate his professional skills to the Lower Manhattan Development Corporation as a Board Member and a Member of the Audit & Finance Committee of the Lower Manhattan Development Corporation; and

WHEREAS, in these roles Mr. Rampe has provided leadership and support to the Lower Manhattan Development Corporation Board and insured the integrity of the actions of the Board during periods of transition, complex intergovernmental relations, and litigation; and

WHEREAS, Mr. Rampe has provided bipartisan advice to both City and State officials and made crucial contributions to the success of Lower Manhattan Development as a joint City/State agency during the administrations of four governors and two mayors; and

WHEREAS, Mr. Rampe has also served as a Director of the World Trade Center Memorial Foundation, which was created under his administration as President of the Lower Manhattan Development Corporation;

NOW THEREFORE BE IT RESOLVED, that the Board of Directors of the Lower Manhattan Development Corporation commends Mr. Rampe on his exemplary service and dedication to our agency and its mission.

* * *

Acknowledgment of the Contributions and Accomplishments of Former Lower Manhattan Development Corporation Board Member Peter Davidson and Commendation for His Service to Lower Manhattan

WHEREAS, Peter Davidson served as a Member of the Board of the Lower Manhattan Development Corporation since 2010; and

WHEREAS, Mr. Davidson's service on the Board of the Lower Manhattan Development Corporation overlapped with his term as President of New York State Economic Development Corporation (ESDC); and

WHEREAS, Mr. Davidson worked while President of the Empire State Development Corporation and a Board Member of the Lower Manhattan Development Corporation to preserve the integrity of the federal funds appropriated to LMDC, and to ensure that the resources of the City, State and Federal government were coordinated in support of the rebuilding of Lower Manhattan; and

WHEREAS Mr. Davidson has continued to devote his time and attention to his responsibilities at the Lower Manhattan Development Corporation in the period after his term as President of ESDC;

NOW THEREFORE BE IT RESOLVED, that the Board of Directors of the Lower Manhattan Development Corporation commends Mr. Davidson on his exemplary service and dedication to our agency and its mission.

* * *

Acknowledgment of the Contributions and Accomplishments of Former Lower Manhattan Development Corporation Board Member Bill Rudin and Commendation for His Service to Lower Manhattan

WHEREAS, Bill Rudin served as a Member of the Board of the Lower Manhattan Development Corporation from 2005; and

WHEREAS, as a Member of the Board, Bill Rudin provided crucial guidance in the rebuilding of Lower Manhattan, focusing on the balance of commercial and public interests in the rebuilding of the World Trade Center site; and

WHEREAS, Mr. Rudin's unique knowledge of the fabric of Lower Manhattan and his life-long commitment to the quality of life in Lower Manhattan allowed for the successful planning and execution of LMDC's grant making activities in support of the rebuilding of Lower Manhattan's civic life; and

WHEREAS, Mr. Rudin's flexibility and integrity have served as a model to his fellow Board Members in the complex City-State relations inherent in the LMDC Board;

NOW THEREFORE BE IT RESOLVED, that the Board of Directors of the Lower Manhattan Development Corporation commends Mr. Rudin on his exemplary service and dedication to our agency and its mission.

* * *

Acknowledgment of the Contributions and Accomplishments of Former Lower Manhattan Development Corporation Board Member Robert Harding and Commendation for His Service to Lower Manhattan

WHEREAS Robert M. Harding was a founding Board member of the LMDC, appointed by then Mayor Rudy Giuliani in November 2001 who remained in service to LMDC under Mayors Bloomberg and DeBlasio and four different Governors;

WHEREAS Mr. Harding served as a model Board member and the contributions he made are appreciated by his colleagues;

WHEREAS the contributions of Mr. Harding have been crucial to the realization of Lower Manhattan's revitalization;

WHEREAS the term of Mr. Harding is only the most recent chapter of his long, distinguished history of public service and service to Lower Manhattan;

NOW THEREFORE BE IT RESOLVED that the Board of Directors of the Lower Manhattan Development Corporation HEREBY ACKNOWLEDGES, THANKS AND COMMENDS Robert M. Harding for his exemplary service in helping the Lower Manhattan Development Corporation execute its mission.

* * *

The Chair then asked the Directors to approve the appointment of Catherine McVay-Hughes to the Audit and Finance Committee. The Chair noted that Director McVay-Hughes will provide a very important voice to this committee.

Mr. Emil then noted that the Committee is structured in compliance with the Public Authorities Control Law and Director McVay-Hughes serves on that committee in her capacity as an independent meaning a person who is not serving in an appointed or governmental position.

He added that the Corporation needs to have a majority of members on that Committee in that capacity and Director McVay-Hughes' presence allows for that.

Director Glen asked who else serves on the Committee. Mr. Emil stated that Carl Weisbrod continues on that Committee and he is technically not an independent as he is a City official. Mr. Emil further noted that Director Tom Johnson is also on that Committee as an independent member.

There being no further questions or comments, upon motion duly made seconded, the following resolution was unanimously adopted:

LOWER MANHATTAN DEVELOPMENT CORPORATION –Audit and Finance Committee

RESOLVED, that Catherine McVay-Hughes is hereby appointed to service on the Audit and Finance Committee.

* * *

Next, The Chair asked the Directors to approve the appointment of Eileen McEvoy as the Secretary of Lower Manhattan Development Corporation. The Chair noted that Ms. McEvoy serves as ESD's Corporate Secretary.

Upon motion duly made and seconded, the following resolution was unanimously adopted:

LOWER MANHATTAN DEVELOPMENT CORPORATION – ELECTION OF OFFICERS

RESOLVED, that the following persons are elected to the offices of the Corporation set forth opposite each of their respective names, to serve until their respective successors are duly elected and qualified or until their earlier resignation or removal:

Eileen McEvoy	Secretary of the Board
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* * *

The Chair then called for a motion to conduct an Executive Session pursuant to paragraph (d) of Subdivision 1 of Section 105 of the New York State Open Meeting Law to discuss sending litigation between Bovis Lend Lease and LMDC.

Upon motion duly made and seconded, the following resolution was unanimously

adopted:

Authorization to Conduct an Executive Session Pursuant to Paragraph (d) of Subdivision 1 of Section 105 of the New York State Open Meetings Law

RESOLVED, that the Directors conduct an Executive Session to consider matters pursuant to paragraph (d) of Subdivision 1 of Section 105 of the New York State Open Meetings Law, to discuss the pending litigation with Bovis.

* * *

At 9:59 a.m., the Executive Session adjourned and the ESD meeting was reconvened.

It was noted for the record that no votes were taken during Executive Session. The Chair then called for a motion to approve the resolution considered in Executive Session.

Upon motion duly made and seconded, the following resolution was unanimously adopted:

Authorization for the President to Negotiate and Execute a 130 Liberty Street Litigation Settlement Agreement

RESOLVED, that the President is hereby authorized, subject to the approval of the Chairman, to execute an agreement with Bovis Lend Lease in accordance with the terms presented to the Board on May 5, 2015 to settle any and all disputes, claims, and legal action related to the 130 Liberty Street deconstruction project; and be it

FURTHER RESOLVED, that the proper officers of the Corporation are hereby authorized to take any such action and to execute such instruments as may be necessary and appropriate to effect the foregoing.

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The Chair then asked the newly constituted Board to ratify all of the items noted on at the March 16, 2015 meeting.

Before the Chair provided the list of those actions to be ratified, Director McVay-Hughes noted on the record that the West Thames Street Pedestrian Bridge is a top priority for the community. She added that the elderly community and senior citizens are very concerned about crossing the West Side Highway. Director McVay-Hughes further noted that all of Assembly Silver's fruitful efforts on behalf of this project are greatly appreciated.

Chair Chan then stated that the items to be ratified are as follows: a ratification of the LMDC office lease; advertising services contract; a ratification of environmental services contract; a pre-qualified legal counsel list; website contract; Richard Davis's contract; the West Thames Street Pedestrian Bridge contract; the terms of agreement with Winston Strawn; the agreement with URS, TRC Engineers and Thatcher; the LMDC Corporate budget 2015-2016; Environmental Assessment regarding the potential impacts of the West Thames Street Pedestrian Bridge; adoption of findings and ratification of smart growth impact statement; the Sub-recipient Agreement with Battery Park City for the West Thames Street Pedestrian Bridge; the Final Action Plan and Partial Action Plan; if necessary, to approve the transfer of the World Trade Center remnant ship to the New York State Museum in Albany it should be contracted to supply funds for preservation and reconstruction of the ship remnants; amend the contract with Studio Daniel Libeskind; a resolution for naming the West Thames Street Bridge in honor of Mr. Douglass; and the ratification of all actions taken by LMDC at its March 26, 2015 meeting

and actions thereafter by the Corporation's employees in furtherance of the foregoing.

The Chair called for any questions or comments. Hearing none, and upon motion duly made and seconded, the following resolutions were unanimously adopted:

Ratification of all actions taken by the LMDC Board at its March 26, 2015 meeting and all actions thereafter taken by the Corporation's employees in furtherance of the foregoing

RESOLVED, that the actions taken at the meeting of the Corporation held on March 26, 2015 as presented to this meeting and recited individually below, are hereby approved and all actions taken by the Corporation's employees, Officers, or Directors in furtherance of the matters referred to therein are hereby ratified and approved as actions of the Corporation.

* * *

Approval of Minutes

RESOLVED, that the minutes of the meeting of the Corporation held on April 4, 2014, as presented to this meeting, are hereby approved and all actions taken by the Corporation's employees, officers or Directors in furtherance of the matters referred to therein are hereby ratified and approved as actions of the Corporation.

* * *

Ratification of LMDC Office Lease Modification

RESOLVED, that the agreement between the Corporation and BFP 1 Liberty Plaza Co. Inc. to modify the terms of the Corporation's office lease at One Liberty Plaza, formerly for the 20th Floor, to smaller space on the 27th Floor, New York, New York and to extend the term through October 31, 2015, as described in the materials presented to this meeting, is hereby approved and ratified in all respects; and be it

FURTHER RESOLVED, that the additional amount of the Corporation's expenditures authorized to be paid to BFP 1 Liberty Plaza Co. Inc. through October, 2015 for services described above shall increase by an amount not to exceed \$250,000; and be it

FURTHER RESOLVED, that the expenditures approved hereby shall be allocated from LMDC's current FYE 2015 and anticipated FYE 2016 Budgets for Planning and Administration; and be it
FURTHER RESOLVED, that the proper officers of the Corporation are hereby authorized to take any such action and to execute such instruments as may be necessary or appropriate to effect the foregoing.

FURTHER RESOLVED, that all such actions previously taken in furtherance of the foregoing by the Corporation's employees, Officers or Directors are hereby ratified and approved in all respects.

* * *

Ratification of Advertising Services Contract Extension

RESOLVED, that the Corporation is hereby authorized to extend its agreement, for a one-year period through July 31, 2015, with Miller Advertising for advertising services, as described in the materials presented to this meeting; and be it

FURTHER RESOLVED, that the expenditures approved hereby shall be allocated from funds included in the appropriate LMDC FYE 2015 and anticipated FYE 2016 Budgets for Planning and Administration or relevant Partial Action Plan; and be it

FURTHER RESOLVED, that the proper officers of the Corporation are hereby authorized to take any such action and to execute such instruments as may be necessary or appropriate to effect the foregoing; and be it

FURTHER RESOLVED, that all such actions previously taken in furtherance of the foregoing by the Corporation's employees, Officers or Directors are hereby ratified and approved in all respects.

* * *

Ratification of Environmental Services Contract Extensions

RESOLVED, that the Corporation is hereby authorized to amend and extend agreements, for a one-year period through September 30, 2015, with each of AKRF, Inc., and LIRO Engineers for environmental services, as described in the materials presented to this meeting; and be it

FURTHER RESOLVED, that the expenditures approved hereby shall be allocated from funds included in the appropriate LMDC FYE 2015 and anticipated FYE 2016 Budgets for Planning and Administration or relevant Partial Action Plan; and be it

FURTHER RESOLVED, that the proper officers of the Corporation are hereby authorized to take any such action and to execute such instruments as may be necessary or appropriate to effect the foregoing; and be it

FURTHER RESOLVED, that all such actions previously taken in furtherance of the foregoing by the Corporation's employees, Officers or Directors are hereby ratified and approved in all respects.

* * *

Ratification of Pre-Qualified Legal Counsel Services Contract Extensions

RESOLVED, that the Corporation is hereby authorized to amend and extend agreements, for a one-year period through December 31, 2015, with each of Carter Ledyard & Milburn, LLP and Venable LLP for legal services, as described in the materials presented to this meeting; and be it

FURTHER RESOLVED, that the expenditures approved hereby shall be allocated from funds included in the appropriate LMDC FYE 2015 and anticipated FYE 2016 Budgets for Planning and Administration, LMDC's settlement with the prior insurers of Deutsche Bank , or relevant Partial Action Plans; and be it

FURTHER RESOLVED, that the proper officers of the Corporation are hereby authorized to take any such action and to execute such instruments as may be necessary or appropriate to effect the foregoing; and be it

FURTHER RESOLVED, that all such actions previously taken in furtherance of the foregoing by the Corporation's employees, Officers or Directors are hereby ratified and approved in all respects.

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Ratification of Website Services Contract Extension and Funding Authorization

RESOLVED, that the Corporation is hereby authorized to amend and extend agreements, for a one-year period through December 31, 2015, with Something Digital Inc. for website hosting, maintenance and support services, as described in the materials presented to this meeting; and be it

FURTHER RESOLVED, that the expenditures approved hereby shall be allocated from funds included in the appropriate LMDC FYE 2015 and anticipated FYE 2016 Budgets for Planning and Administration; and be it

FURTHER RESOLVED, that the proper officers of the Corporation are hereby authorized to take any such action and to execute such instruments as may be necessary or appropriate to effect the foregoing; and be it

FURTHER RESOLVED, that all such actions previously taken in furtherance of the foregoing by the Corporation's employees, Officers or Directors are hereby ratified and approved in all respects.

* * *

Ratification of Richard J. Davis Contract Extension

RESOLVED, that the Corporation is hereby authorized to amend its contract with Richard J. Davis to serve as LMDC's Acting General Counsel and Board Secretary, extending the term for an additional one-year period through December 31, 2015; and be it

FURTHER RESOLVED, that the proposed contract extension will be funded from LMDC's fiscal year end 2015 Legal Affairs budget and the anticipated FYE 2016 budget, LMDC's settlement with the prior insurers of Deutsche Bank and Partial Action Plan S-2 as may be appropriate; and be it

FURTHER RESOLVED, that the proper officers of the Corporation are hereby authorized to take any such action and to execute such instruments as may be necessary or appropriate to effect the foregoing; and be it

FURTHER RESOLVED, that all such actions previously taken in furtherance of the foregoing by the Corporation's employees, Officers or Directors are hereby ratified and approved in all respects.

* * *

Ratification of West Thames Street Pedestrian Bridge Contract Extension and Funding Authorization

RESOLVED, that the Corporation is hereby authorized to amend its subrecipient agreement with the Battery Park City Authority for the West Thames Street Pedestrian Bridge environmental review, design, and preconstruction services to increase funding by \$250,000, to an amount not to exceed \$2,270,000 in the aggregate, as described in the materials presented to this meeting; and be it

FURTHER RESOLVED, that the expenditures approved hereby shall be allocated from funds included in the \$20 million allocation towards the West Thames Street Pedestrian Bridge in Partial Action Plan S-2; and be it

FURTHER RESOLVED, that the proper officers of the Corporation are hereby authorized to take any such action and to execute such instruments as may be necessary or appropriate to effect the foregoing; and be it

FURTHER RESOLVED, that all such actions previously taken in furtherance of the foregoing by the Corporation's employees, Officers or Directors are hereby ratified and approved in all respects.

* * *

A Resolution of the Board of Directors of the Lower Manhattan Development Corporation Calling for the Naming of the Planned Pedestrian Bridge at West Thames Street the Robert R. Douglass Pedestrian Bridge

WHEREAS, For more than 30 years Robert R. Douglass has tirelessly advocated on behalf of the residents and businesses of Lower Manhattan; and

WHEREAS, Mr. Douglass founded and served as Chairman of the Alliance for Downtown New York, the City's largest business improvement district, since its creation in 1995, and also serves as the Chairman of the Downtown-Lower Manhattan Association, which represents the interests of many local businesses downtown; and

WHEREAS, Mr. Douglass has served on the Board of the LMDC since 2005; and

WHEREAS, Through his civic commitment and leadership and as a result of his insight into Lower Manhattan and his remarkable diplomatic and political skills, Mr. Douglass has played a fundamental role in Lower Manhattan's successful growth, and in particular, its recovery after the 9/11 attacks; and

WHEREAS, the Lower Manhattan Development Corporation, the Battery Park City Authority, the New York City Department of Transportation, the New York City Economic Development Corporation, the Governor's office of the State of New York and the Mayor's office of the City of New York owe a debt of gratitude to Mr. Douglass for his commitment to the City; and

NOW THEREFORE BE IT RESOLVED, that the Board of Directors of the Lower Manhattan Development Corporation proposes the naming of the soon to be constructed pedestrian bridge at West Thames Street after our esteemed Board Member and community leader Robert R. Douglass; and

NOW THEREFORE BE IT FURTHER RESOLVED, that the proper officers of the Corporation are hereby authorized to take any such action and to execute such instruments as may be necessary or appropriate to effect the foregoing.

* * *

Authorization to Extend Terms of Agreement with Winston & Strawn LLP for 130 Liberty Street Litigation Services

RESOLVED, the Corporation is hereby authorized to amend its 130 Liberty Street litigation contract with Winston & Strawn LLP to extend the terms of this agreement by one year through March 31, 2016 with no additional funds requested; and be it

FURTHER RESOLVED that the expenditures approved hereby will be funded through LMDC's settlement with the Prior Insurers of the Deutsche Bank building or Partial Action Plan S-2 as appropriate; and be it

FURTHER RESOLVED, that the proper officers of the Corporation are hereby authorized to take any such action and to execute such instruments as may be necessary and appropriate to effect the foregoing.

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Authorization to Extend Terms of Agreements with URS Corporation, TRC Engineers, Inc. and Thacher Associates, LLC

RESOLVED, the Corporation is hereby authorized to amend its 130 Liberty Street related agreements with URS Corporation, for construction management and owner's representative services; TRC Engineers, Inc., for environmental testing and consulting services; and Thacher

Associates, LLC, for integrity monitoring services; to extend the terms of these agreements by one year through March 31, 2016 with no additional funds requested; and be it

FURTHER RESOLVED that the expenditures approved hereby will be funded through LMDC's settlement with the Prior Insurers of the Deutsche Bank building or Partial Action Plan S-2 as appropriate; and be it

FURTHER RESOLVED, that the proper officers of the Corporation are hereby authorized to take any such action and to execute such instruments as may be necessary and appropriate to effect the foregoing.

* * *

Approval of the Lower Manhattan Development Corporation Budget for Fiscal Year 2015
- 2016

RESOLVED, that the budget of the Corporation for fiscal year 2015-2016 is hereby adopted as presented to this meeting; and be it

FURTHER RESOLVED, that the proper officers of the Corporation are authorized and directed to implement and carry out said budget for the Corporation and are directed to inform the Board of material variances from the budget; and be it

FURTHER RESOLVED, that all such actions previously taken in furtherance of the foregoing by the Corporation's employees, Officers or Directors are hereby ratified and approved in all respects.

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Approval of Environmental Assessment Analyzing Environmental Impacts of Proposed
West Thames Street Pedestrian Bridge, Adoption of Findings, and Ratification of Smart
Growth Impact Statement

RESOLVED, that, on the basis of the materials presented to this meeting, copies of which are hereby ordered filed with the records of the Corporation (the "Materials"), the Corporation hereby approves the Environmental Assessment dated September 2014 ("EA") for the proposed West Thames Street Pedestrian Bridge (the Project); and finds that the EA meets the requirements of the National Environmental Policy Act ("NEPA") and the State Environmental Quality Review Act ("SEQRA"); Section 2(a)(4) of Executive Order 11988 for Floodplain Management and 24 CFR § 55.20(b); Section 106 of the National Historic Preservation Act and its implementing regulations, 36 CFR Part 800; the State Historic Preservation Act; and other

applicable laws and regulations; and (b) the Project will not, either individually or cumulatively, have a significant impact on the quality of the human environment or a significant adverse environmental impact and, accordingly, do not require the preparation of an Environmental Impact Statement; and be it

FURTHER RESOLVED, on the basis of the Materials, and after due consideration of the EA, the Corporation hereby adopts the Finding of No Significant Impact and Determination of Non-Significance for the Project (FONSI) in the form submitted to this meeting, a copy of which FONSI is hereby ordered filed with the records of the Corporation, subject to public review and consideration of public comments on the FONSI and EA; and be it

FURTHER RESOLVED, that on the basis of the Materials, the Corporation hereby ratifies the Smart Growth Impact Statement prepared by LMDC pursuant to the State Smart Growth Public Infrastructure Policy Act; and be it.

FURTHER RESOLVED, that the Chairman or the President of the Corporation or their designee(s) are hereby authorized and directed, in the name and on behalf of the Corporation, to execute and deliver any and all documents and take all related actions as such officer may in his or her sole discretion consider necessary or appropriate to effectuate the foregoing resolutions, including reviewing and considering any comments on the FONSI.

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Authorization to Amend the Subrecipient Agreement with the Battery Park City Authority for the West Thames Street Pedestrian Bridge

RESOLVED, that the Corporation is hereby authorized to amend its subrecipient agreement with the Battery Park City Authority for West Thames Street Pedestrian Bridges environmental review, design, and preconstruction services to increase funding by \$500,000, to an amount not to exceed \$2,770,000 in the aggregate, as described in the materials presented to this meeting; and be it

FURTHER RESOLVED, that the expenditures approved hereby shall be allocated from funds included in the \$20 million allocation towards the West Thames Street Pedestrian Bridge in Partial Action Plan S-2; and be it

FURTHER RESOLVED, that the proper officers of the Corporation are hereby authorized to take any such action and to execute such instruments as may be necessary or appropriate to effect the foregoing.

* * *

Authorization to Amend the Final Action Plan and Partial Action Plan 11 and, if necessary, Partial Action Plan S-2, Approve the Transfer of the WTC Ship Remnant to the New York State Museum, Execute Contracts and to Provide Funds for the Preservation and Reconstruction of the Ship Remnant

RESOLVED, that the Corporation is hereby authorized to amend the Final Action Plan and Partial Action Plan 11 in order to reallocate up to \$2.1 million from unused Community and Cultural Enhancement Program and related environmental funds, to provide for the preservation, reconstruction and display of the WTC Ship Remnant; and be it

FURTHER RESOLVED, that approximately \$1 million of these funds shall be applied to restore such amount to World Trade Center environmental funds, and be it

FURTHER RESOLVED, that the Corporation is hereby authorized to transfer the WTC Ship Remnant to the New York State Museum subject to consultation pursuant to the World Trade Center Programmatic Agreement: and be it

FURTHER RESOLVED, that the Corporation is hereby authorized to enter into subrecipient agreements or other contracts totaling approximately \$1,100,000 with the New York State Museum and/or other parties necessary to preserve, reconstruct, and display the WTC Ship Remnant at the New York State Museum; and be it

FURTHER RESOLVED, that in the event that less than \$2.1 million is available to be reallocated from Community and Cultural Enhancement grants or related environmental funds, the Corporation is hereby authorized to allocate up to \$1 million of unallocated Other World Trade Center Area Improvements funds in Partial Action Plan S-2 to preserve, reconstruct, and display the WTC Ship Remnant at the New York State Museum; and be it

FURTHER RESOLVED, that the expenditures approved hereby shall be allocated from funds included in the Final Action Plan and if necessary Partial Action Plan S-2; and be it

FURTHER RESOLVED, that the proper officers of the Corporation are hereby authorized to take any such action and to execute such instruments as may be necessary or appropriate to effect the foregoing.

* * *

Authorization to Amend the Contract with Studio Daniel Libeskind

RESOLVED, that the Corporation is hereby authorized to amend its agreement with Studio Daniel Libeskind for planning services relating to the World Trade Center Memorial and Redevelopment Plan to extend the term of such agreement through April 30, 2017 as described in the materials presented to this meeting; and be it

FURTHER RESOLVED, that the expenditures approved hereby shall be allocated through from funds included in Partial Action Plans 8, 11, 12 or the Final Action Plan; and be it

FURTHER RESOLVED, that the proper officers of the Corporation are hereby authorized to take any such action and to execute such instruments as may be necessary or appropriate to effect the foregoing; and be it

FURTHER RESOLVED, that all such actions previously taken in furtherance of the foregoing by the Corporation's employees, Officers or Directors are hereby ratified and approved in all respects.

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There being no further business, the meeting was adjourned at 10:04 a.m.

Respectfully submitted,

Eileen McEvoy
Secretary of the Board