

LOWER MANHATTAN DEVELOPMENT CORPORATION

Meeting of the Directors
Held at the Offices of the Corporation
One Liberty Plaza -20th Floor
New York, New York 10006

April 10, 2003

MINUTES

In Attendance

Directors:

John C. Whitehead, Chairman
Roland W. Betts
Paul Crotty
Richard Grasso
Robert Harding
Sally Hernandez-Pinero (via telephone)
Thomas Johnson
Edward J. Malloy
Madelyn Wils
Deborah Wright
Frank Zarb

Staff Attending:

For Lower Manhattan Development Corporation:

Kevin Rampe, Acting President and CEO
Jennifer Brown, Assistant Vice President for
Community and Government Relations
Irene Chang, Vice Preseident for Legal
Affairs
Daniel Ciniello, Vice President for
Internal Audit
Anita Contini, Vice President and Director
for Memorial, Cultural and Civic Programs
Ben Dookchitra, Project Manager for Board
Of Directors
Alexander Garvin, Vice President for
Planning, Design and Development
Christopher Glaisek, Director of Urban
Planning for Planning, Design & Development
John Hatfield, Program Manager for Memorial,
Cultural & Civic Programs
Matthew Higgins, Vice President for
Communications
Dyana Lee, Vice President for Investigations

Peter Madden, Project Manager
Eileen McEvoy, Assistant Secretary
Amy Peterson, Project Director for
Development Programs & Economics
Nancy Poderycki, Assistant Vice President
For Communication
Stefan Pryor, Deputy to the Chairman
and Secretary
Tara Snow, Vice President for Community
and Government Relations
Sharon Tepper, Program Manager for Memorial,
Cultural & Civic Programs
Andrew Winters, Director of Design and
Development

Other Staff

For Governor George E. Pataki:

Diana Taylor

For Empire State Development Corporation:

Kevin S. Corbett

For Speaker Sheldon Silver:

Judy Rapfogel, Chief of Staff
Yvonne Morrow

For Chairman Whitehead:

Edward Novotny, Chief Advisor

Also Present:

Jason R. Lilien, Esq.
Weil, Gotshal & Manges LLP

The Public
The Media and Press

The meeting of the Lower Manhattan Development Corporation

("LMDC") was called to order at 8:10 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 Chairman then called for a motion to conduct an Executive Session pursuant to paragraph (h) of subdivision 1 of Section 105 of the New York State Open Meeting Law. Upon motion duly made and seconded, the following resolutions were unanimously adopted:

EXECUTIVE SESSION - Pursuant to Paragraph (h) of Subdivision 1 of Section 105 of the New York State Open Meeting Law

RESOLVED, that the Directors conduct an Executive Session to consider matters pertaining to Paragraph (h) of subdivision 1 of Section 105 of the New York State Open Meetings Law.

* * *

All persons were requested to leave the room with the exception of the Directors and members of senior staff. The Executive Session ended at 8:40 a.m. and the public meeting of the Board of Directors reconvened with all listed Directors present except Director Pinero-Hernandez. It was noted for the record that no votes were taken during the Executive Session.

The Chairman then called for the approval of the Minutes

of the March 13, 2003 Directors' Meeting. There being no corrections, upon motion duly made and seconded, the following resolution was unanimously adopted:

APPROVAL OF MINUTES AND RATIFICATIONS OF ACTIONS TAKEN AT
THE MARCH 13, 2002 MEETING OF THE DIRECTORS OF THE LOWER
MANHATTAN DEVELOPMENT CORPORATION

RESOLVED, that the minutes of the meeting of the Corporation held on March 13, 2002, as presented to this meeting, are hereby approved and all actions taken by the Directors presented at such meeting, as set forth in such minutes, are hereby in all respects and approved as actions of the Corporation.

* * *

Chairman Whitehead opened his report by noting that enormous progress has been made on the Corporation's plans for a memorial. The Chairman went on to express gratitude with regard to the Governor's and the Mayor's participation in the process. He further expressed appreciation to certain Directors and staff members for their diligence in this matter.

The Chairman explained that the Memorial Mission Statement and Program would be further discussed at this meeting and a resolution would be put forth by Board Member Johnson in connection with same.

Continuing, the Chairman noted that on April 28th, LMDC will make the guidelines for the memorial competition public. He then provided a brief outline of the anticipated process.

President Rampe then provided his report, addressing in further detail, the memorial design competition. Among other things, he explained that the competition will be open to anyone 18 years of age or older and that LMDC will bear the cost of administering the competition. Lastly, Mr. Rampe explained that a nominal submission fee of \$25 will go towards building the Memorial.

Mr. Rampe went on to note that James Angley, LMDC's CFO and Treasurer, had resigned and he expressed appreciation to Mr. Angley for a job well done.

Mr. Rampe then explained that Robert Miller will be coming before the Board later in the meeting for election to the office vacated by Mr. Angley.

Mr. Rampe provided background information on Mr. Miller and then went on to outline several of the other areas to be covered at today's meeting including an extension of LMDC's contract with Studio Daniel Libeskind and a contract for the Chinatown Traffic

Study.

The Chairman then read a resolution into the record electing Mr. Miller to the office of Chief Financial Officer and Treasurer. Upon motion duly made and seconded, the following resolution was unanimously adopted:

Election of Officer

RESOLVED, that Robert P. Miller is hereby elected Chief Financial Officer and Treasurer of the Corporation, and shall serve until such time as his successor is duly elected and qualified or until his earlier resignation or removal.

* * *

Mr. Zarb addressed the LMDC Budget for 2003-2004. Mr. Zarb explained that the Budget, a copy of which had been provided to the Directors, will be described more fully by Mr. Rampe and then the Directors will be asked to adopt it. Overall, Mr. Zarb noted that there would be two discussions on the budget. The budget being discussed at this meeting was the comprehensive agency budget. In May, Mr. Zarb explained, an amendment to the budget including off-site planning projects being conducted in coordination with the City and other governmental agencies would be brought before the Board.

Mr. Zarb then pointed out, with regard to the Residential Grant Program, that while the LMDC Directors are precluded from the program entirely, employees can apply as long as their applications are made public at the time they are submitted and also at the time they are approved. He then noted that LMDC employee, Matthew Higgins, has made such application.

Ms. Lee then provided information on recent fraud investigations related to the Residential Grant Program.

Mr. Rampe followed up with detailed explanations of various portions of the budget noting in relevant part, that other than the Chinatown Traffic Study, off-site initiatives are not covered under the budget before the Directors today. He stated that those initiatives, as well as on-site Libeskind Contract considerations will be presented for approval in May.

Following Mr. Rampe's report, Director Crotty spoke positively of the fact that off-site planning has begun as it is, in his opinion, very important to the success of LMDC's mission.

The Chairman then read a resolution into the record approving the Budget for the Corporation for the 2003-2004 fiscal year. Following the Chairman's recitation of the resolution and

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

2002-03 FISCAL YEAR BUDGET

RESOLVED, that the Budget of the Corporation for fiscal year 2003-04 is hereby adopted as presented to this meeting; and be it

FURTHER RESOLVED, that the President and Chief Financial Officer are authorized and directed to implement and carry out the Budget and are directed to inform the Board of material variances from the Budget.

* * *

Next, Director Betts provided a report on the extension of the Libeskind contract. The Chairman then read a resolution regarding that funding request into the record. Following the Chairman's reading of said resolution and upon motion duly made and seconded, the following resolution was unanimously adopted:

Authorization of Additional Expenditures pursuant to
Contract with Studio Daniel Libeskind

RESOLVED, that the Corporation is hereby authorized to increase the expenditures under its agreement with Studio Daniel Libeskind by \$250,000 to an amount not to exceed \$798,817; and be it

FURTHER RESOLVED, that such additional expenditures shall cover a one-month period commencing on the date hereof and be used for costs relating to the preparation of a final, integrated site plan for the World Trade Center site, the development of design guidelines for future development on the site, and the continuation of the public outreach process relating to the site plan and design guidelines; and be it

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

* * *

The Chairman then called on Chris Glaisek, LMDC's Director of Urban Planning, to present a report on the retention of Parsons Brinckerhoff to conduct the Chinatown Transportation and Traffic Study. It was explained that the study was needed, in part, to examine solutions to the traffic problems caused by the closing of streets around One Police Plaza for security reasons. Mr. Glaisek reviewed the selection process, the proposed scope of services, and the partner agencies involved with the study.

Following the report, Director Crotty expressed his approval with regard to the selection of Parsons Brinckerhoff to conduct this study.

The Chairman then read a resolution into the record authorizing this funding. Following the reading of the resolution and upon motion duly made and seconded, the following resolution was unanimously adopted:

Retention of Chinatown Transportation and Traffic
Improvements Study Consultant

RESOLVED, that the Corporation is hereby authorized to enter into an agreement with Parsons Brinckerhoff Quade & Douglas, Inc. to provide transportation consulting services to the Corporation in connection with the Chinatown Transportation and Traffic Improvements Study undertaken in coordination with the New York City Department of Transportation; and be it

FURTHER RESOLVED, that such agreement shall be for a two-year period for an amount not to exceed \$350,000; and be it

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

* * *

Before calling for a motion to approve a resolution regarding the Memorial Mission Statement and Program, the Chairman acknowledged the presence of a number of uniformed firefighters who were at the meeting as a means of reflecting their interest with regard to the Memorial resolution before the Board. The Chairman thanked the firefighters for being present and explained that, though the nature of the meeting permitted only LMDC Board Members to speak, numerous letters had been received and multiple conversations had been held with interested citizens on both sides of the issue. The Chairman explained that a summary of that input had been included in the package of materials provided to the Directors.

The Chairman then read a resolution into the record with regard to same and called for comments or questions with regard

to the resolution.

The Chairman acknowledged Director Johnson, who had prepared a statement on the Memorial Mission Statement and Program. Director Johnson stated that there were many heroes on September 11th, both in and out of uniform, many of whose acts of bravery will never be known. He said that it would dishonor their heroism were the symbolic memorial to single out only the known acts.

The ideal vehicle for telling the individual stories, Director Johnson said, will be at the museum to be located near the memorial. He said that in the museum all the stories of the day, especially the stories of known heroic acts, should be told. Ethnic identification, national origin, different careers and professions and backgrounds, religious affiliations, all should be richly displayed.

Any attempt to establish a hierarchy of loss, Director Johnson concluded, is to deny the absolute measure of the tragedy visited equally on each victim and to diminish the value we put on life, all life.

Following Director Johnson's statement, Director Wils

expressed her gratitude to those Memorial Committee Members and staff who worked steadfastly to bring the process along this far.

Director Wils then addressed the use of the word "sacred" in the Mission Statement. Specifically, she asked that the record reflect that the word be given the Webster Dictionary meaning as "entitled to respect and reverence."

Director Crotty disagreed with that suggestion, stating that the process has been open to everyone and was worked through a committee with public comments being received on the Mission Statement and Program. He stated that, therefore, the Board should not be extending any particular meaning to the words that were chosen.

Director Wils explained that the purpose of her stated interpretation was to allow for secular uses on the memorial site. As part of the discussion that followed, Director Wright expressed her comfort with the words already chosen because the overall process to date should be respected. Director Wright then noted for the record that Director Weisbrod, who was not present at the meeting, wished to have his support of the resolution noted.

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

Adoption of Memorial Mission Statement

WHEREAS, the LMDC is committed to the creation of a fitting memorial at the World Trade Center Site;

WHEREAS, the LMDC Memorial Mission Statement states that the memorial shall, "Remember and honor the thousands of innocent men, women, and children murdered by terrorists in the horrific attacks" on February 26th, 1993, and September 11th 2001;

WHEREAS, the heroism of those who risked and gave their lives in order to save others - through actions known and unknown - provided strength and inspiration to our city, our nation, and the world in the midst of profound tragedy;

WHEREAS, the Mission Statement requires recognition of "the endurance of those who survived, the courage of those who risked their lives to save others, and the compassion of all who supported us in our darkest hours";

WHEREAS, the LMDC Memorial Program establishes as a program element for the memorial the need to "Acknowledge all those who aided in rescue, recovery, and healing";

WHEREAS, the LMDC Memorial Program further establishes as a program element the need to "Recognize each individual who was a victim of the attacks" of February 26, 1993, and September 11, 2001;

WHEREAS, the interpretive museum to be built at the World Trade Center site will provide an opportunity to honor and commemorate the heroes of February 26, 1993, and September 11, 2001, in exhibits and other programming that will tell the story of their courageous actions; and

WHEREAS, the international design competition shall seek a large number of creative design proposals that address, in a variety of imaginative ways, all of the elements of the LMDC

Mission Statement and Program as well as the Memorial Guidelines that build upon these documents;

NOW, THEREFORE, BE IT RESOLVED that the Corporation hereby adopts the Memorial Mission Statement and Program, as presented to the Board at its April 10, 2003, meeting; and be it

FURTHER RESOLVED that the World Trade Center site memorial will honor the loss of life equally and the contributions of all without establishing any hierarchies.

* * *

Ms. Contini then spoke on the memorial competition providing the proposed timeline for registrations, submissions and public input.

Next, Ms. Poderycki provided a report on the Winter Garden Exhibit entitled From Recovery to Renewal. She explained that the exhibit features Studio Daniel Libeskind's site plan and a timeline of the rebuilding process.

Ms. Peterson then provided an update on the Residential Grant Program explaining that approximately \$145,000 million in applications have been approved.

There being no further business, the meeting was adjourned
at 9:50 a.m.

Respectfully submitted,

Eileen McEvoy
Assistant Secretary