

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

October 10, 2002

MINUTES

In Attendance

Directors:

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

Staff Attending:

For Lower Manhattan Development Corporation:

Louis R. Tomson, President
James Angley, Chief Financial Officer
And Treasurer
Anita Contini, Vice President and Director
for Memorial, Cultural and Civic Programs
Alexander Garvin, Vice President for
Planning, Design and Development
Matthew Higgins, Vice President for
Communications
Amy Peterson, Project Director
Stefan Pryor, Deputy to the Chairman
and Secretary
Kevin Rampe, Executive Vice President
and General Counsel

Tara Snow, Vice President for Community
and Government Relations
Andrew Winters, Director of Design and
Development

For Empire State Development Corporation:

Kevin S. Corbett, Executive Vice President &
Chief Operating Officer
Anita W. Laremont, Senior Vice President
& General Counsel

For Chairman Whitehead:

Edward Novotny, Press Consultant

For Office of the Mayor:

Daniel L. Doctoroff, Deputy Mayor

For Governor George E. Pataki

Diana Taylor

Also Present:

Jason R. Lilien, Esq.
Weil, Gotshal & Manges LLP
Judy Rapfogel, Chief of Staff
Speaker Sheldon Silver's Office
Yvonne Morrow, Representing Assembly Speaker
Silver's Office

The Public
The Media and Press

The meeting of the Lower Manhattan Development Corporation
("LMDC") was called to order at 8:05 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 first order of business was the approval of the Minutes of the September 17, 2002 Directors' Meeting. There being no changes or corrections, upon motion duly made and seconded, the following resolution was unanimously adopted:

APPROVAL OF MINUTES AND RATIFICATIONS OF ACTIONS TAKEN AT
THE SEPTEMBER 17, 2002 MEETING OF THE DIRECTORS OF THE
LOWER MANHATTAN DEVELOPMENT CORPORATION

RESOLVED, that the minutes of the meeting of the Corporation held on September 17, 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 ratified and approved as actions of the Corporation.

* * *

The Chairman opened his remarks by stressing that LMDC has made significant advances on many fronts, including with respect to a memorial. He referenced the nationwide trip made by certain Directors and LMDC staff to visit and research memorials around the country. The Chairman explained that the experiences and lessons learned from how these memorials were planned would help guide LMDC in planning the memorial for the World Trade Center.

Next, the Chairman stated that six world-renowned design teams have been selected to work on innovative designs for the site. The Chairman thanked New York New Visions, Roland Betts, Billie Tsien and Alex Garvin for their work in selecting these design teams.

The Chairman then addressed two funding proposals that were on the agenda for the meeting. The first proposal was for improvements to Columbus Park in Chinatown, and the other was for a coordinated advertising and marketing campaign for various Lower Manhattan museums and cultural institutions.

Chairman Whitehead then emphasized the optimism that exists with regard to the rebuilding of lower Manhattan. He noted, as an example, a Cushman & Wakefield report that showed the first drop in commercial vacancy rates for downtown since September 11th, 2001.

The Chairman then turned the Directors' attention to LMDC's first newsletter. He noted that the newsletter will be a source of information on Lower Manhattan in general and more specifically, on LMDC. He then acknowledged Matt Higgins and Nancy Poderycki for their hard work on the newsletter.

The Chairman then asked Mr. Tomson to provide the President's Report. Mr. Tomson began his report by introducing several new officers of the Corporation, upon whom the Board would be asked to vote. The President noted the names and titles of those persons to be elected as officers and provided background information with regard to each of them. The Chairman then read a resolution into the record electing said officers. Following the Chairman's reading of this resolution and upon motion duly made and seconded, the following resolution was unanimously adopted:

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:

Daniel Ciniello	Vice President, Internal Audit
Jennifer Brown	Assistant Vice President, Community and Government Relations
John Hatfield	Assistant Vice President, Program Manager of Memorial, Cultural & Civic Programs
Beatrice O. Sibblies	Assistant Vice President, Corporate Development & Economics

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At the Chairman's request, Mr. Betts provided an update on the selection of the six design teams for the site. Mr. Betts explained that over 400 submissions had been received by LMDC, each of which was initially reviewed by a team of architects and designers that had been selected in consultation with New York Visions. This committee, Mr. Betts noted, narrowed down the entries to a group of 13 design teams. The final six design teams were selected by a committee made up of Mr. Betts, Billie Tsien, and Alex Garvin.

Mr. Betts then discussed the members of each of the design teams and noted that an orientation session for all of the teams would take place on October 11th at the offices of LMDC.

Ms. Contini, Mr. Johnson and Ms. Snow then provided a combined report on the various aspects of the memorial research trip. Ms. Contini stressed the success of the five-day tour, which was undertaken by certain LMDC Directors and staff, family members and the press. She then asked Mr. Johnson to report on some of the memorials the group had visited.

Mr. Johnson noted that the first stop was in Shanksville, Pennsylvania. He explained that it was a particularly moving experience to go to a place that shared the tragedy with New York. He then discussed the meeting that the group had with individuals who are coordinating the effort to erect a permanent memorial at the site where Flight 93 came down.

Mr. Johnson then noted the beauty and eloquence of the spontaneous memorial that has sprung up in the middle of the field there. The Shanksville memorial is so moving, he noted, because it has come about as a result of the love, prayers and support expressed by so many Americans.

Mr. Johnson then spoke on the group's visit to the Pentagon. He stated that family members of the victims at that site have so far asked that any memorial constructed pertain only to the events at the Pentagon and not be connected or referenced to the other events of September 11th. Mr. Johnson went on to state that he is hopeful that a dialogue can be opened in this regard.

Mr. Johnson then outlined the remainder of the visits and

the lessons learned from those visits. In closing, he stated that most of the group agreed that, based on the memorials visited, there was no direct proportionate relationship between the size of the memorials and the message that they conveyed.

Ms. Contini followed with a synopsis of the memorial tour, which included the World War II Memorial, the Lincoln Memorial, the Jefferson Memorial, the National Law Enforcement Officers Memorial and the Vietnam Memorial. In doing so, Ms. Contini noted, among other things, the important role of the infrastructure that is necessary to support a memorial.

Ms. Snow then discussed the need to include the experience of those who survived the attack in the building of a memorial. She then addressed the importance of creating a memorial mission statement and elaborated upon the challenges faced by other memorials in doing so.

Following this combined report, Mr. Weisbrod asked if consideration had been given to modifying the Mission Statement prepared by the Families Advisory Council. Ms. Contini noted that the Mission Statement is presently a draft that can and

will be revised as LMDC moves forward. Mr. Johnson then reiterated a point Ms. Contini earlier made that the simpler the message is, the better the memorial will be.

It was noted for the record that the telephone connection with certain of the Directors had been interrupted during this report and that the Directors were now back on the line.

The Chairman then called upon Mr. Crotty to present two funding items to be considered at the meeting. The first item Mr. Crotty discussed was the renovation of Columbus Park in Chinatown. He noted that the project had received the support of local elected officials, and was consistent not only with the goals of LMDC, but also with public comments received to date. LMDC's contribution to the renovation project would be approximately \$428,000.

Mr. Crotty then outlined the second funding item, an advertising and marketing campaign to promote various historical and/or cultural institutions located in Lower Manhattan. The total cost of this project, Mr. Crotty noted, is \$4.6 million, of which \$3.8 million will go towards advertising and \$850,000

towards brochures and printed materials.

Following Mr. Crotty's presentation, the Chairman read a resolution into the record authorizing the expenditure of LMDC funds for the Columbus Park renovation. Following the Chairman's reading of this resolution and upon motion duly made and seconded; the following resolution was unanimously adopted:

Authorization of Funds for Renovation of Columbus Park

RESOLVED, that the Corporation is hereby authorized to appropriate and expend out of the Corporation's funds an amount not to exceed \$428,571 for costs related to the renovation of Columbus Park in order to improve public access and enhance utilization of a public facility, known as the Grand Pavilion, located therein; and be it

FURTHER RESOLVED, that the proper officers of the Corporation are hereby authorized to take such actions, in accordance with applicable guidelines of the Department of Housing and Urban Development, as may be necessary and appropriate to effect the foregoing, including the issuance of a partial action plan, if necessary.

* * *

The Chairman next read a resolution into the record authorizing LMDC to expend funds for the advertising and marketing campaign of key lower Manhattan cultural institutions. Following the Chairman's recitation of said resolution and upon motion duly made and seconded, the following resolution was

unanimously adopted (It was noted for the record that Messrs. Grasso, Malloy and Weisbrod recused themselves from voting on this resolution.)

AUTHORIZATION OF FUNDS FOR HISTORY AND HERITAGE IN
DOWNTOWN NYC

RESOLVED, that the Corporation is hereby authorized to appropriate and expend out of the Corporation's funds an amount not to exceed \$4,664,000 for advertising, tourism promotion, and related costs associated with History and Heritage in Downtown NYC, a joint initiative of lower Manhattan cultural institutions to revitalize, increase the visibility of, and attract visitors to such institutions; and be it

FURTHER RESOLVED, that the proper officers of the Corporation are hereby authorized to take such actions, in accordance with applicable guidelines of the Department of Housing and Urban Development, as may be necessary and appropriate to effect the foregoing, including the issuance of a partial action plan, if necessary.

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Mr. Corbett then provided a report on the economic recovery program being administered by Empire State Development, for which the LMDC Board authorized up to \$350 million of LMDC funds.

Next, the Chairman called on Mr. Zarb to provide a report of the Audit & Finance Committee. Mr. Zarb spoke briefly on the budget variance report, a copy of which had been included in the

materials provided to the Directors.

Before the Chairman called for a motion to go into Executive Session, questions were taken from the media. This part of the meeting was not recorded for the public record.

The Chairman then called for a motion to conduct an Executive Session pursuant to paragraphs (d) and (h) of Subdivision 1 of Section 105 of the New York State Open Meetings Law. Upon motion duly made and seconded, the following resolution was unanimously adopted:

EXECUTIVE SESSION - Pursuant to Paragraphs (d) and (h) 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 pertaining to paragraphs (d) and (h) of Subdivision 1 of Section 105 of the New York State Open Meetings Law.

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All persons were requested to leave the room with the exception of the Directors and members of senior staff. The Executive Session ended at 10:05 a.m. It was noted for the record that no votes were taken during the Executive Session.

There being no further business, the meeting was adjourned
at 10:07 a.m.

Respectfully submitted,

Eileen McEvoy
Assistant Secretary