

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

November 13, 2003

MINUTES

In Attendance

Directors:

John C. Whitehead, Chairman
Roland Betts
Paul Crotty
Christy Ferer
Robert Harding
Sally Hernandez-Pinero (via telephone)
Edward Lewis
Edward J. Malloy
Stanley Shuman
Carl Weisbrod
Madelyn Wils

Staff Attending:

For Lower Manhattan Development Corporation:

Kevin Rampe, President and CEO
Irene Chang, Vice President of Legal Affairs
and Counsel
Daniel Ciniello, Vice President Internal
Audit
Anita Contini, Vice President - Memorial,
Cultural and Civic Programs
Ben Dookchitra, Project Manager
Christopher Glaisek, Director of Urban
Planning for Planning, Design & Development
John Hatfield, Assistant Vice President -
Program Manager for Memorial, Cultural &
Civic Programs
Matthew Higgins, Chief Operating Officer and
Director of Communications
Dyana Lee, Vice President for Investigations
Peter Madden, Senior Project Manager
Eileen McEvoy, Assistant Secretary
Robert Miller, Chief Financial Officer

Amy Peterson, Vice President - Development
Programs & Economics

Stefan Pryor, Chief of Staff, Deputy to
the Chairman, and Secretary of the
Corporation

Joanna Rose, Assistant Vice President -
Communications and Press Secretary

Andrew Winters, Vice President & Director for
Planning Design & Development

Other Staff

For ESD:

Kevin S. Corbett, Chief Operating Officer

For New York City:

Daniel Doctoroff, Deputy Mayor

For Speaker Sheldon Silver:

Judy Rapfogel, Chief of Staff

For Chairman Whitehead:

Edward Novotny, Advisor

Counsel to the Board:

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

Also Present:

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.

Next, the Chairman called for the approval of the Minutes of the October 9, 2003 Directors' Meeting. There being no comments or corrections, upon motion duly made and seconded, the following resolution was unanimously adopted:

APPROVAL OF MINUTES AND RATIFICATIONS OF ACTIONS TAKEN AT
THE OCTOBER 9, 2003 MEETING OF THE DIRECTORS OF THE LOWER
MANHATTAN DEVELOPMENT CORPORATION

RESOLVED, that the minutes of the meeting of the Corporation held on October 9, 2003, 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 provided his report stating that this month will see the completion of a number of milestones in the World Trade Center rebuilding efforts and in the ongoing revitalization of Lower Manhattan. The Chairman then cited several of those milestones, including the unveiling later in the month of the finalists in the World Trade Center Site Memorial

Competition and the completion of the temporary World Trade Center PATH Station. The station, he noted, was scheduled to resume service on November 23, 2003. The Chairman also referenced the numerous projects under way across Lower Manhattan that will upgrade and expand the area's facilities.

The Chairman then reported on recent activities regarding cultural developments. Among the items mentioned by the Chairman was the inclusion of a special advertisement insert in this week's edition of the New Yorker magazine. The Chairman explained that the insert contained a map and information on the 14 Lower Manhattan Museums that make up the Downtown History and Heritage Campaign, an initiative funded by LMDC.

President Rampe opened his report by stating that Governor Pataki had made several announcements recently which reaffirmed the Governor's commitment to an aggressive timeline for rebuilding and revitalizing the downtown area. President Rampe explained that one of the Governor's primary announcements concerned the display at the Winter Garden of the final eight memorial designs from which the jury would choose the winning design.

President Rampe further noted that the Governor, building on

the collaborative effort responsible for the opening of the Millennium High School this fall, had requested that the LMDC work with the Mayor, NYC Department of Education Chancellor Klein, and the community to create a new school in Lower Manhattan to serve kindergarten through 8th grade.

The Governor, President Rampe further explained, also announced initiatives to benefit Chinatown and Lower Manhattan small businesses as well as a plan for the creation of a Lower Manhattan Construction Command Center.

President Rampe then reported on the status of fraud-related cases connected to LMDC's amnesty program. He provided information with regard to the amount of money that had been refunded and future amounts expected to be refunded as a result of the program.

The President outlined other items to be addressed at the meeting including the funding requests to be considered by the Directors.

Director Johnson provided the Audit and Finance Committee Report for the Directors' information, including the budget variance report. Before beginning the report, Director Johnson

noted appreciation on behalf of himself and Director Betts for Director Crotty's inclusion as a Member of the Committee.

Director Johnson stated that all of the funding requests to be considered at the meeting were included in the budget. Director Johnson made two disclosures with regard to the Residential Grant Program in accordance with LMDC's guidelines. Specifically, he noted that the audit of Ms. Contini's application for a grant had been completed and that she would receive her first payment within a few months. Director Johnson went on to explain that since his appointment as the Chief Operating Officer of LMDC, Mr. Higgins had withdrawn his application for a residential grant.

Next, Mr. Glaisek presented an item relating to funding for consultant services for the Brooklyn Bridge Anchorage Study. Mr. Glaisek explained that LMDC was seeking authorization to enter into a contract with Weiss-Manfredi Architects to, among other things, identify ways that the Brooklyn Bridge Anchorage could change from being a barrier between Chinatown and other Lower Manhattan neighborhoods to a gateway between the areas.

Mr. Glasiek noted that Weiss-Manfredi was one of four firms selected pursuant to a Request for Qualifications issued by LMDC on August 19, 2002 to provide on-call urban design services. Mr. Glasiek further noted that the LMDC committee reviewed the

qualifications of the firms in relation to this project and recommended that this firm was best suited to the task.

Following Mr. Glasiek's presentation, Director Weisbrod made positive statements with regard to the study, stating, in part, that he believed that LMDC staff and the consultants had launched an effort that would bear much fruit. Then the Chairman read the relevant resolution into the record and upon motion duly made and seconded, the following resolution was unanimously adopted.

Retention of Urban Design Consultant

RESOLVED, that the Corporation is hereby authorized to enter into agreements with Weiss-Manfredi, LLP and one or more security consultants determined by the President to be necessary to provide urban design consulting services to the Corporation, including the preparation of a study of the Brooklyn Bridge Anchorage area and the development of urban design and/or architectural solutions to better integrate Chinatown and Lower Manhattan south of the Brooklyn Bridge; and be it

FURTHER RESOLVED, that such agreements shall be for a one-year period for an aggregate amount not to exceed \$300,000 under all such agreements; 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.

* * *

Mr. Winters then provided the background details with regard to a request to the Board to authorize LMDC to enter into four contracts for cost estimating and pre-construction services. Mr. Winters provided a synopsis of the selection process involved in choosing the four firms to provide the aforementioned services. He also provided a brief outline of the qualifications of each firm.

Following this presentation, Director Betts spoke in support of this expenditure, noting that since the project involves so many billions of dollars, it is essential to have a good grasp of all of the costs. The Chairman then read the related resolution into the record and upon motion duly made and seconded, the following resolution was unanimously adopted:

Authorization for Contracts for Cost Estimation and Pre-Construction Services

RESOLVED, that the Corporation is hereby authorized to enter into an agreement for a one-year period with each of Bovis Lend Lease LMB, Inc, Building Conservation Associates, Inc., Hanscomb, Faithful and Gould, Inc. and VJ Associates, Inc. for services in the areas of cost estimation, pre-construction services, construction feasibility, scheduling and phasing in connection with projects both on and off the World Trade Center site; and be it

FURTHER RESOLVED, that the combined expenditures under all such agreements shall not exceed \$275,000 in the aggregate; 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.

* * *

The Chairman then called upon Ms. Chang to present a request to the Directors to authorize LMDC to enter into a contract with the firm of Piper Rudnick to perform mediation services in connection with the Deutsch Bank insurance litigation.

Ms. Chang provided the background information relevant to this request which included the services to be performed as well as the proposed amount and length of the contract. Ms. Chang also stated that former Senator George Mitchell would have principal responsibility for conducting the mediation to allow an early resolution of the dispute.

Following Ms. Chang's presentation, the Chairman read the relevant resolution into the record and upon motion duly made and seconded, the following resolution was adopted:

Authorization of Funds for Mediation Services

RESOLVED, that the Corporation is hereby authorized to enter into an agreement with Piper Rudnick LLP to perform mediation services in connection with the insurance litigation regarding the Deutsche Bank Building at 130 Liberty Street; and be it

FURTHER RESOLVED, that such agreement shall be for a one-year period for an amount not to exceed \$150,000; 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.

* * *

Following the approval, the Chairman noted his pleasure regarding this contract authorization. He stated that the controversy had been holding up progress on any decisions with regard to the future of the Deutsche Bank Building. A resolution of this matter, he stated, would help to move things forward substantially.

Next, Ms. Rose presented a request to authorize the Corporation to enter into a contract with Something Digital to host and maintain the Corporation's website. Ms. Rose provided the relevant details with regard to this request.

Following Ms. Rose's presentation, Director Johnson reiterated the fact that this and all of the other items today were included in the budget. Then, the Chairman read the relevant resolution into the record and upon motion duly made and seconded, the following resolution was unanimously adopted:

Retention of Website Design and Maintenance Consultant

RESOLVED, that the Corporation is hereby authorized to enter into an agreement with Something Digital to host and maintain the Corporation's website, www.renewnyc.com, which agreement shall be for a one-year period and for an amount not to exceed \$171,000; 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.

* * *

Ms. Rose then presented a request for authorization for LMDC to enter into a sub-recipient grant agreement with Alliance for Downtown New York to provide staffing services for the Lower Manhattan Rebuilding Information Center.

Following Ms. Rose's presentation of the specifics of this agreement, the Chairman read the relevant resolution into the record and upon motion duly made and seconded, the following resolution was adopted (With regard to the following resolution it was noted for the record that Director Weisbrod remained out of the meeting room for the presentation and the vote and Director Wils recused herself from voting on same.):

Authorization of Funds for Staffing of Lower Manhattan
Rebuilding Information Kiosk

RESOLVED, that the Corporation is hereby authorized to enter into an agreement with Alliance for Downtown New York to provide staffing services for the Lower Manhattan Rebuilding Information Kiosk; and be it

FURTHER RESOLVED, that such agreement shall be for a one-year period for an amount not to exceed \$120,110, which amount shall be allocated from funds previously approved by the Board for the Lower Manhattan Communication Outreach Campaign pursuant to Partial Action Plan 4; 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.

* * *

Director Crotty noted that a report from Appleseed regarding the economic impact of redevelopment had been included in the Directors' package. He stated that it may be a good idea to feature that report at some future meeting. The Chairman noted that the information regarding jobs created as a result of the rebuilding should be encouraging to as it reaffirmed LMDC's belief that the rebuilding will have favorable ripple effects throughout Lower Manhattan and the entire region for years to come.

There being no further business, the meeting was adjourned at 8:50 a.m.

Respectfully submitted,

Eileen McEvoy
Assistant Secretary