

DRAFT - SUBJECT TO REVIEW AND REVISION

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

June 7, 2006

MINUTES

In Attendance

Directors:

Kevin M. Rampe, Chairman
Lawrence T. Babbio
Amanda M. Burden
Daniel L. Doctoroff
Robert Douglass (via telephone)
Robert M. Harding
Thomas Johnson
James K. Kallstrom
Edward J. Malloy
William C. Rudin
Joshua Sirefman
Martha E. Stark
Carl B. Weisbrod
Madelyn Wils

Staff Attending:

For Lower Manhattan Development Corporation:

Stefan Pryor, President and CEO
Bissera Antikarov, Director - Planning
Allison Bailey, Special Asst. to the
President & Secretary of the Board
Irene Chang, General Counsel
Dan Ciniello, Senior Vice President -
Operations
John Gallagher, Director of Communications
Victor Gallo, Environmental Counsel and
Regulatory Affairs
Michael Haberman, Vice President - Community
Development and Relations
Eileen McEvoy, Assistant Secretary
Robert Miller, Chief Financial Officer
Anne Papageorge, Senior Vice President -
Memorial and Cultural Development

Phil Plotch, Director of Transportation
Policy
Edward Sidor, Director of Design
Amy Weisser, Assistant Vice President -
Memorial, Cultural and Civic Programs

Other Staff

Counsel to the Board:

Joel Moser, Esq., Fulbright & Jaworski

For Governor Pataki:

Doug Blais

**For the Lower Manhattan Construction Command
Center:**

Daniel McCormack, First Deputy Executive
Director

Also Present:

The Public
The Media and Press

The meeting of the Lower Manhattan Development Corporation ("LMDC") was called to order at 8:06 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 May 11, 2006 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 May 11, 2006 MEETING OF THE DIRECTORS OF THE LOWER
MANHATTAN DEVELOPMENT CORPORATION

RESOLVED, that the minutes of the meeting of the Corporation held on May 11, 2006, 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 Rampe opened his report by reviewing LMDC's successes in rebuilding Lower Manhattan under the leadership of Mr. Whitehead, the Governor, the Mayor, Speaker Silver and numerous other individuals who have committed themselves to Downtown's recovery.

The Chairman then stressed that Lower Manhattan's recovery has been and will continue to be a team effort and that while much has been achieved, there is still work to be done. Chairman Rampe went on to outline the three objectives he believes are critical to LMDC's mission. Those objectives are as follows: first, finalizing a design for a financially

achievable Memorial and Memorial Museum; second, allocating the funds entrusted to LMDC to entities in a manner that will ensure their timely and efficient completion; and lastly, protecting the vision by ensuring that the highest design principles are met as the World Trade Center site is built out over the years.

Mr. Pryor began his report by welcoming Chairman Rampe back to the Board table. Mr. Pryor also acknowledged Mr. Sirefman, who was recently appointed as an LMDC Director.

Mr. Pryor then provided a brief synopsis of the items to be considered at the meeting.

Next, Mr. Babbio provided the Audit and Finance report. Director Babbio opened by stating that the Committee reviewed the purpose, cost justification and availability of funds in connection with the funding resolutions on today's agenda and based upon same, the Committee recommends the approval of those resolutions.

Next, Ms. Antikarov asked the Directors to authorize LMDC to enter into a subrecipient agreement with the City of New York Department of Small Business Services for the Retail and Facade Grant Program and Streetscape Improvements components of the

Fulton Corridor Revitalization Program.

Ms. Antikarov then asked the Directors to authorize LMDC to enter into a subrecipient agreement with the City of New York Department of Parks and Recreation for the open space component of the Fulton Corridor Rehabilitation Program.

Following both presentations, the Chairman read the relevant resolutions into the record and upon motion duly made and seconded, the following resolutions were unanimously adopted:

Authorization to Enter into Fulton Corridor Retail and Façade Grants and Streetscape Improvements Subrecipient Agreement

RESOLVED, that the Corporation is hereby authorized to enter into a subrecipient agreement with The City of New York, acting through its Department of Small Business Services, to provide funds for the Fulton Corridor Revitalization Program: Retail and Façade Grants and Streetscape Improvements, as described in the materials presented to the Board at this meeting; and be it

FURTHER RESOLVED, that the amount to be expended by the Corporation pursuant to such subrecipient agreement shall not exceed \$26,505,000 in the aggregate for an eight-year period, which expenditure shall be allocated from funds included in Partial Action Plan 12; 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 Enter into Fulton Corridor Open Space
Improvements Subrecipient Agreement

RESOLVED, that the Corporation is hereby authorized to enter into a subrecipient agreement with The City of New York, acting through its Department of Parks and Recreation, to provide funds for the Fulton Corridor Revitalization Program: Open Space Improvements, as described in the materials presented to the Board at this meeting; and be it

FURTHER RESOLVED, that the amount to be expended by the Corporation pursuant to such subrecipient agreement shall not exceed \$11,495,000 in the aggregate for an eight-year period, which expenditure shall be allocated from funds included in Partial Action Plan 12; 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.

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Next, Ms. Antikarov presented a request for authorization for LMDC to amend its contract with Parsons Brinkerhoff for the Chinatown Access and Circulation Study.

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

Authorization to Amend Contract with Parsons Brinkerhoff
for the Chinatown Access and Circulation Study

RESOLVED, that the Corporation is hereby authorized to amend its agreement with Parsons Brinkerhoff Quade & Douglas, for the Chinatown Access and Circulation Study, including the Chatham Square Feasibility Study, to extend the term of such agreement for an additional one-year period, as described in the materials presented to the Board at this meeting; 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.

* * *

Ms. Weisser then presented a request for authorization for LMDC to enter into nine subrecipient agreements for projects previously approved through the Cultural Enhancement Funding Plan. Ms. Weisser explained that the total funding being requested at this meeting is \$3,225,000. Ms. Weisser then went on to state the name, the amount of funding and a brief outline of the background of each of the nine entities to receive funding.

Ms. Weisser added that as was the case with agreements approved at LMDC's last two Directors' meetings, the nine agreements presented today represent projects that are ready to proceed and have sufficient funding to be realized.

The Chairman read the resolution relating to Ms. Weisser's request into the record and upon motion duly made and seconded, the following resolution was unanimously adopted:

Authorization to Enter into Cultural Enhancement Funds
Subrecipient Agreements

RESOLVED, that the Corporation is hereby authorized to enter into a subrecipient agreement with each of:

(a) The Architectural League of New York for costs associated with planning for relocation to Lower Manhattan in an amount not to exceed \$100,000;

(b) Battery Dance Company for costs associated with (1) capital renovations in an amount not to exceed \$150,000 and (2) an arts education program for Millennium High School in an amount not to exceed \$100,000;

(c) CultureNOW for costs associated with producing an updated version of the DowntownNOW map and website in an amount not to exceed \$50,000;

(d) Exploring the Metropolis d/b/a NYC Performing Arts Spaces for costs associated with the Lower Manhattan portion of the NYC Theatre Places website in an amount not to exceed \$25,000;

(e) Harvestworks, Inc. for costs associated with planning for a capital construction project in Lower Manhattan in association with Electronic Music Foundation in an amount not to exceed \$220,000;

(f) The Horticultural Society of New York for costs associated with producing the 2007 New York Flower Show in an amount not to exceed \$50,000;

(g) National Museum of the American Indian, George Gustav Heye Center, Smithsonian Institution, for costs associated with two capital construction projects, the Diker Pavilion for Native Arts and Culture and the installation of the permanent collection in the Rotunda Gallery, in an amount not to exceed \$1,500,000;

(h) New York Foundation for the Arts for costs associated with information technology upgrades in an amount not to exceed \$30,000; and

(i) Project Rebirth for costs associated with four years' (2006-2009) of photographing and filming the World Trade Center site reconstruction and the experiences of individuals directly affected by the events of September 11th, 2001, as archival material for a planned documentary film, in an amount not to exceed \$1,000,000;

as part of the Cultural Enhancement Fund grants, as described in the materials presented to the Board at this meeting; and be it

FURTHER RESOLVED, that the amount to be expended by the Corporation pursuant to such subrecipient agreements shall not exceed \$3,225,000 in the aggregate, which expenditures shall be allocated from funds included in Partial Action Plan 11; 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.

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Next, Ms. Weisser presented a request for LMDC to enter into a contract with Webb Management Services, Inc. for additional institutional planning services for the Performing Arts Center.

The Chairman then read the resolution relating to Ms. Weisser's second request into the record and upon motion duly made and seconded, the following resolution was unanimously adopted:

Authorization to Enter into Contract with Webb Management Services, Inc.

RESOLVED, that the Corporation is hereby authorized to enter into an agreement with Webb Management Services, Inc. for institutional planning services for the Performing Arts Center and related aspects of the World Trade Center Cultural Program; and be it

FURTHER RESOLVED, that such agreement shall be for a one-year term in an amount not to exceed \$50,000, which expenditure shall be allocated from funds included in Partial Action Plan 8; 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.

* * *

Mr. Sidor then presented a request for authorization for LMDC to amend its contract with Gehry Partners, LLP for architectural services relating to the World Trade Center Performing Arts Center. Mr. Sidor noted that the amendment pertained to the extension of the term of the contract through June 2007 and did not require further funding.

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

Authorization to Amend Contract with Gehry Partners, LLP

RESOLVED, that the Corporation is hereby authorized to amend its agreement with Gehry Partners, LLP for architectural services relating to the World Trade Center Performing Arts Center, to extend the term of such agreement through June 2007, as described in the materials presented to the Board at this meeting; 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.

* * *

Following the approval of the foregoing resolution, Director Wils asked, based on the extension of this contract, if Gehry Partners would be working with the Port Authority on how the development of this structure will occur given that they are intending to move temporary PATH egress under the PAC Building. Director Wils further asked if the Port Authority has reviewed alternatives to this approach.

Mr. Pryor explained that Mr. Sidor's request involves authorization to develop a below grade design. He further explained that it is a fundamental set of assumptions that must be established in order to have a below grade design that will enable column structures to be installed regardless of whatever else is to happen at the PAC parcel.

Mr. Pryor went on to note that LMDC is coordinating closely with the Port Authority on this matter.

Mr. Pryor further explained that the LMDC is focused on making sure it knows what is needed for its facility so that whatever else has to occur there can fit.

Director Wils raised further questions with regard to a possible delay in connection with the PAC.

Among other things, Mr. Pryor explained that it is not a concrete assumption that there will be a delay regarding the PAC.

Next, Mr. Gallagher presented two items for authorization for LMDC to amend its agreements relating to the World Trade Center Information Kiosk for maintenance and staffing services.

Following these presentations, the Chairman read the first relevant resolution into the record and upon motion duly made and seconded, the following resolution was unanimously adopted (It was noted for the record that Directors Douglass, Rudin, Weisbrod and Wils recused themselves from voting on the

following resolution.):

Authorization to Amend Subrecipient Agreement with the
Alliance for Downtown New York

RESOLVED, that the Corporation is hereby authorized to amend its agreement with the Alliance for Downtown New York for staffing services for the World Trade Center kiosk, to increase the authorized expenditures thereunder by an additional \$60,588 to an amount not to exceed \$294,820 in the aggregate and to extend the term of such agreement for an additional one-year period, as described in the materials presented to the Board at this meeting; and be it

FURTHER RESOLVED, that the expenditures approved hereby shall be allocated from planning and administrative funds included in the Communication Department's budget for the fiscal year ending in 2007; 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.

* * *

The Chairman then read the resolution relating to Mr. Gallagher's second request into the record and upon motion duly made and seconded, the following resolution was unanimously adopted:

Authorization to Amend Contract with Shelter Express Corp.

RESOLVED, that the Corporation is hereby authorized to amend its agreement with Shelter Express Corp. for maintenance and cleaning of the World Trade Center and Chinatown kiosks, to extend the term of such agreement for an additional six-month period for a total term of three years, as described in the materials presented to the Board at this meeting; 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.

* * *

Next, Ms. Restiano asked the Directors to authorize LMDC to enter into subrecipient agreements with the Borough of Manhattan Community College and Building Trades Employer's Association to provide a Pilot Training Program for Job Schedulers and approve the Job Schedulers Training Program Subrecipient Agreement with regard to the Construction Command Center.

Following this presentation, the Chairman read the relevant resolution into the record and upon motion duly made and seconded, the following resolution was unanimously adopted:

Authorization to Enter into Construction Schedulers
Training Program Subrecipient Agreements

RESOLVED, that the Corporation is hereby authorized to enter into subrecipient agreements with Borough of Manhattan Community College, as a unit of City University of New York, and the Building Trades Employers' Association to provide funds for a Pilot Training Program for Construction Schedulers, as described in the materials presented to the Board at this meeting; and be it

FURTHER RESOLVED, that the amounts to be expended by the Corporation pursuant to such subrecipient agreements shall not exceed \$100,000 in the aggregate, which expenditures shall be allocated from funds included in the Lower Manhattan Construction Command Center's budget for the fiscal year ending 2007; 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.

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Last, Mr. Gallo asked the Directors to adopt the final scope of work for the Environmental Impact Statement for the East River Waterfront Esplanade and Piers Project.

Following this presentation, the Chairman read the title of the resolution into the record explaining that the entire resolution had been provided to the Directors in their package of materials. Upon motion duly made and seconded, the following resolution was unanimously adopted:

Adoption of the Final Scope of Work for East River

Waterfront Esplanade and Piers Project

RESOLVED, that on the basis of the materials presented at this meeting relating to the East River Waterfront Esplanade and Piers Project ("Proposed Action"), copies of which are hereby ordered filed with the records of the Corporation, the Corporation, having considered all public comments submitted on the Draft Scope of Work for the Environmental Impact Statement for the Proposed Action, hereby adopts the Final Scope of Work for the Environmental Impact Statement for the Proposed Action ("Final Scope") submitted at this meeting, together with such changes therein as the President of the Corporation or his designee(s) may deem appropriate; and be it

FURTHER RESOLVED, that a copy of the Final Scope, together with such changes, is hereby ordered filed with the records of the Corporation; and be it

FURTHER RESOLVED, that the President of the Corporation and his designee(s) are hereby authorized to take such action as he or she deems necessary or appropriate in connection with the Final Scope, including without limitation, the providing, filing or making available of the Final Scope and/or digests thereof.

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There being no further business, the meeting was adjourned at 8:49 a.m.

Respectfully submitted,

Eileen McEvoy
Assistant Secretary