

**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

July 29, 2010

**MINUTES**

**In Attendance**

**Directors:**

Avi Schick, Chairman  
Lawrence T. Babbio, Jr. (via telephone)  
Peter Davidson  
Robert Douglass  
Timothy Gilchrist  
Robert Harding  
Caswell Holloway  
Tom Johnson  
Kate D. Levin  
Robert Lieber (via telephone)  
Julie Menin (via telephone)  
Kevin Rampe (via telephone)

**Staff Attending:**

**For Lower Manhattan Development Corporation:**

David Emil, President  
Irene Chang-Cimino, General Counsel and  
Corporate Secretary  
Daniel Ciniello, Senior Vice President  
Errol Cockfield, Vice President -  
Communications & Community Affairs  
Stephen Konopko, Vice President - Internal  
Audit  
Robert Miller, Chief Financial Officer  
Andrew Wu, Deputy General Counsel  
Other Staff

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

Robert Harvey, Acting Executive Director

**Counsel to the Board:**

Richard J. Davis, Esq., Weil, Gotshal &  
Manges  
Matthew M. Speiser, Esq., Weil, Gotshal &  
Manges (via telephone)

**Also Present:**

Dr. Warren Riess, Archaeologist - University  
of Maine  
The Public  
The Media and Press

The meeting of the Lower Manhattan Development Corporation ("LMDC") was called to order at 8:39 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.

First, Chairman Schick noted that, as has become the practice, since the Directors had received the resolutions for consideration in advance of today's meeting, he would not read the entire resolution into the record.

Chairman Schick then called for the approval of the Minutes of the June 24, 2010 Directors' Meeting.

**DRAFT - SUBJECT TO REVIEW AND REVISION**

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

APPROVAL OF MINUTES

---

RESOLVED, that the minutes of the meeting of the Corporation held on June 24, 2010, 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 ratified and approved as actions of the Corporation.

\* \* \*

The Chairman then opened his report by noting that work is continuing at pace with regard to the deconstruction of 130 Liberty. He then noted that the building should be down to the ground by the end of the year.

Chairman Schick then stated that Dr. Warren Riess will address the Directors later in the meeting with regard to the ship that was found on the southern portion of the World Trade Center Site.

The Chairman then asked Director Johnson to provide the Audit and Finance Report.

Director Johnson noted that the Committee met on more than one occasion since the last Directors' meeting. He stated that

**DRAFT - SUBJECT TO REVIEW AND REVISION**

the Committee has reviewed the purpose, cost justification and the availability of funds for three funding authorizations being presented for consideration today and that the Committee recommends that the items be considered for approval by the Board. Director Johnson further stated that the committee also reviewed the budget variance reports for LMDC and LMCCC and found them to be below budgeted expenditures. Director Johnson added that the Committee also met with the Internal Auditor and that there is nothing of note to report on from that meeting.

Chairman Schick again mentioned the ship found while excavation work was being done. Specifically, he stated that as the ship is located on land owned by LMDC, the Corporation's staff and its consultants at AKRF and Carter Ledyard have been working with various agencies including the New York State Historic Preservation Office and all of the Section 106 consultant parties to develop an emergency mitigation plan to preserve that remnant.

Chairman Schick then introduced Dr. Warren Riess, who provided a Power Point presentation regarding the aforementioned ship and the historic preservation work that is currently being performed on the remnant. It was noted that following receipt of the report by Dr. Riess on his recommendations, LMDC will go

**DRAFT - SUBJECT TO REVIEW AND REVISION**

back to the consulting parties with a proposed long-term plan.

Chairman Schick then asked the Directors to authorize LMDC to amend Partial Action Plan S-2 to add World Trade Center Area Improvement Activities.

The Chairman provided the relevant background information with regard to this request.

Chairman Schick noted, among other things, that Partial Action Plan S-2 has colloquially been known as the Utility Fund. He added that LMDC is not seeking to remove utilities as a proper use of those funds but merely adding to the categories of use to meet the urgent needs of the downtown community.

Chairman Schick listed the proposed additional uses and further noted that this amendment will undergo a public comment period.

Following Chairman Schick's full presentation, Director Menin expressed her support for this item. She added that if the Directors look to the letter of the law, when Congress allocated this separate fund, it is clear that Congress intended that this funding would go to other needs and not just

utilities.

In the vein of moving things forward, Director Lieber noted that the RFP regarding cultural and community grants is near completion. The Chairman then called for questions or comments. Hearing none, and upon motion duly made and seconded the following resolution was unanimously approved:

Authorization to Amend Partial Action Plan S-2

---

RESOLVED, that the Corporation is hereby authorized to amend Partial Action Plan S-2 (the "Amended Partial Action Plan") to add World Trade Center Area Improvement activities to the existing Utility Restoration and Infrastructure Rebuilding Program, as described in the materials presented to this meeting; and be it

FURTHER RESOLVED, that the proper officers of the Corporation are hereby authorized to submit for public comment and review by the federal Department of Housing and Urban Development ("HUD") the Amended Partial Action Plan, as may be required; and be it

FURTHER RESOLVED, that the President of the Corporation or his designee is hereby authorized to make such changes to the Amended Partial Action Plan as may be necessary or appropriate to comport with applicable HUD requirements and to reflect any public comments solicited and received thereon, provided any changes so made shall be consistent with the criteria set forth in such Amended 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.

\* \* \*

**DRAFT - SUBJECT TO REVIEW AND REVISION**

Next, Mr. Emil asked the Directors to authorize LMDC to take various actions, including amending the Community Enhancement Fund Plan to designate New York City Health and Hospital Corporation as the subrecipient to support the Gouverneur Healthcare Services' Comprehensive Health Center for Women and Children. Mr. Emil explained that the amendment is necessary because the funds need to flow through the Health and Hospital Corporation rather than the not-for-profit entity.

Following Mr. Emil's full presentation, the Chairman called for questions and comments. Hearing none, and upon motion duly made and seconded, the following resolution was unanimously adopted:

Authorization of Amended Community Enhancement Fund Plan;  
Authorization to Enter into Community Enhancement Fund  
Subrecipient Agreement with New York City Health and  
Hospitals Corporation

---

RESOLVED, that the Corporation is hereby authorized (i) to amend the Community Enhancement Fund Plan to designate New York City Health and Hospitals Corporation as the subrecipient to support the Gouverneur Healthcare Services' comprehensive health center for women and children (the "Gouverneur Project"), in place of the previously designated subrecipient and (ii) to enter into a subrecipient agreement with New York City Health and Hospitals Corporation in an amount not to exceed \$1,500,000 in support of the Gouverneur Project, consistent with the Community Enhancement Fund Plan, as amended, as described in the materials presented to this meeting; and be it

FURTHER RESOLVED, that the previous authorization to enter into a subrecipient agreement with the Auxiliary of Gouverneur

**DRAFT - SUBJECT TO REVIEW AND REVISION**

Hospital, Inc. for costs associated with the Gouverneur Project is superseded hereby, and no funds shall be allocated pursuant to such previous authorization; and be it

FURTHER RESOLVED, that the expenditures approved hereby shall be allocated from funds allocated for the Community Enhancement Fund Program in 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.

\* \* \*

Chairman Schick then requested authorization for LMDC to amend the Final Action Plan and to enter into a subrecipient agreement with the National September 11 Memorial & Museum at the World Trade Center Foundation, Inc.

Specifically, Chairman Schick explained that the request is for funding up to \$1.5 million to provide funding for the 9/11 commemoration for 2010 and 2011. He further noted that the authorization is seeking \$605,000 in reallocated cash for the immediate needs of this year's program.

The Chairman added that the matter will be brought back to the Board when there is a better idea of the precise costs. It will also be necessary to return to the Board to determine how to allocate the additional funds.

**DRAFT - SUBJECT TO REVIEW AND REVISION**

Following the Chairman's full presentation, Director Lieber asked if the costs exceed the \$605,000, will the excess be authorized after the fact or if it will be rolled into the \$1.5 million.

The Chairman stated that it is anticipated that it will be rolled into the \$1.5 million. The \$605,000, the Chairman continued, will cover most of the 2010 expenses. He further explained that when the matter is returned to the Board to identify cash for next year, if there is a gap for 2010 that will be covered at that time.

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

Authorization to Amend Final Action Plan; Authorization to enter into Subrecipient Agreement with the National September 11 Memorial & Museum at the World Trade Center Foundation, Inc.

---

RESOLVED, that the Corporation is hereby authorized to amend the Final Action Plan (the "Amended Final Action Plan") to reallocate up to \$150,000 from the funds allocated to the Lower Manhattan Community and Cultural Enhancement Program to the allocation for Cultural and Community Events and Installations, as described in the materials presented to this meeting; and be it

FURTHER RESOLVED, that the proper officers of the Corporation are hereby authorized to submit for public comment

**DRAFT - SUBJECT TO REVIEW AND REVISION**

and review by HUD the Amended Final Action Plan, as may be required; and be it

FURTHER RESOLVED, that the President of the Corporation or his designee is hereby authorized to make such changes to the Amended Final Action Plan as may be necessary or appropriate to comport with applicable HUD requirements and to reflect any public comments solicited and received thereon, provided any changes so made shall be consistent with the criteria set forth in such Amended Final Action Plan; and be it

FURTHER RESOLVED, that the Corporation is hereby authorized to enter into a subrecipient agreement with the National September 11 Memorial & Museum at the World Trade Center Foundation, Inc. in an amount not to exceed \$1,500,000, as described in the materials presented to this meeting; and be it

FURTHER RESOLVED, that the expenditures approved hereby shall be allocated initially from the \$605,000 remaining in the Amended Final Action Plan allocation for Cultural and Community Events and Installations and from any subsequent allocation through additional future Action Plan amendments to be presented to the Board for approval; 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.

\* \* \*

Director Johnson then stated that having heard the wonderful presentation regarding the ship, and the Professor's comments that the ship may have been part of the ordinary commercial life of the colonies, he was reminded of early discussions at LMDC.

Particularly, he recalled, how strenuously many of the Directors had to argue that when the rebuilding is done, that

**DRAFT - SUBJECT TO REVIEW AND REVISION**

there should be some commercial elements representing not only the need for commercial development in Lower Manhattan, but also representing the historical fact that those who died that day were pretty much ordinary people doing their jobs.

He added that if it turns out that this ship is representative of the earliest commercial activity at the heart of the existence of what we now know as America, LMDC ought to be sympathetic to the possibility that part or all of the ship could become part of the record appropriate to what happened on 9/11.

Chairman Schick stated that that was an excellent suggestion and that he is sure that Mr. Emil will work with LMDC's colleagues at the Memorial Museum to facilitate that.

There being no further business, the meeting was adjourned at 9:10 a.m.

Respectfully submitted,

Eileen McEvoy  
Assistant Secretary