

LOWER MANHATTAN DEVELOPMENT CORPORATION

Meeting of the Directors
 Borough of Manhattan Community College
 245 Greenwich Street
 13th Floor, Room 1304
 New York, New York 10007

January 18, 2017

MINUTES**In Attendance****Directors:**

Joseph Chan, Chairman
 Alicia Glen
 Catherine McVay-Hughes
 Mehul Patel
 Peter Wertheim
 Dominic Williams

Staff Attending:**For Lower Manhattan Development Corporation:**

David Emil, President
 Daniel Ciniello, Senior Vice President, Operations
 Stephen Konopko, Vice President, Internal Audit
 Laura Rogers, Associate Counsel

For Empire State Development:

Debbie Royce, Assistant Corporate Secretary

Also Present:

Noreen Doyle, Hudson River Park Trust
 The Media
 The Press

The meeting of the Lower Manhattan Development Corporation (“LMDC”) was called to order at 9:10 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.

Next, the Chair set forth the guidelines regarding comments by the public on matters on the Agenda noting that in the interest of an expeditious meeting, there will be one period at the end of the meeting for public comments.

Before beginning with the substantive portion of the meeting, the Chair asked the Directors whether anyone had any potential conflict of interest with respect to any of the items on the proposed Agenda. Hearing none, he then called for a motion to approve the Minutes of the Directors' meeting of June 22, 2016. Noting no corrections and 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 22, 2016, as presented to this meeting, are hereby approved and all actions taken by the Corporation's employees, officers or Directors in furtherance of the matters referred to therein are hereby ratified and approved as actions of the Corporation.

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Beginning with his Chairman's Report, the Chair acknowledged that on December 6th, Robert Douglass, a member of the LMDC board since 2005, passed away. He expressed his gratitude for the contributions made by Mr. Douglass's leadership.

The Chair further noted that in honor of Mr. Douglass's accomplishments made by both at LMDC and the Battery Park City Authority, resolutions calling upon the City of New York to name the West Thames Pedestrian Bridge the Robert R. Douglass Pedestrian Bridge have been passed.

The Chair then called for a moment of silence on behalf of Mr. Douglass and then asked for other members of the Board and for staff to share any additional thoughts. Both Mr. Emil and Director McVay-Hughes expressed their thoughts and noted how Mr. Douglass will be missed.

The Chair then presented the ratification of Advertisement Placement Services Contract extension item. Following the full presentation, the Chair called for questions or comments. Hearing none, and upon motion duly made and seconded the following resolution was unanimously adopted:

Ratification of Advertising Services Contract Extension

RESOLVED, that the Corporation is hereby authorized to extend its agreement, for 20 months through March 31, 2018, with Miller Advertising for advertising placement services, as described in the materials presented to this meeting; and be it

FURTHER RESOLVED, that the expenditures approved hereby shall be allocated from funds included in the appropriate LMDC FYE 2017 and anticipated FYE 2018 Budgets for Planning and Administration or relevant 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; and be it

FURTHER RESOLVED, that all such actions previously taken in furtherance of the foregoing by the Corporation's employees, Officers or Directors are hereby ratified and approved in all respects.

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The Chair then asked Mr. Emil to present the item relating to the appointment of Dan Ciniello as the Chief Financial Officer and Treasurer. Mr. Emil noted that the Corporation' By-Laws require it to have an Officer serving in this capacity. He further noted that Mr. Ciniello will take on these responsibilities in addition to his other responsibilities as Senior Vice President of the Corporation. And finally, he thanked Mr. Ciniello for his hard work and dedication to the Corporation.

Following the full presentation, the Chair called for questions or comments. Hearing none, and upon motion duly made and seconded the following resolution was unanimously adopted:

ELECTION OF OFFICER

RESOLVED, that Daniel A. Ciniello is hereby elected Chief Financial Officer and Treasurer and shall serve until such time as his successor is duly elected and qualified or until his earlier resignation or removal:

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Next, the Chair called on Director McVay-Hughes to present the Audit and Finance Committee report for the Directors' information. She noted the Committee met in December and reviewed the Budget, Variance Report, Action Plan Amendments, and Funding Authorizations being requested today and was happy to report that the Corporation continues to operate within its Administrative Budget. She stated the Committee also fully supports the

appointment of Mr. Ciniello as the CFO and Treasurer and noted he had been carrying out these duties effectively for the past two years. Finally, she advised that the annual external audit of the Corporation was completed and no materials misstatements or adjustments were detected during the audit.

The Chair then called on Mr. Emil to present the first project item on Agenda, a request to amend the Subrecipient Agreement with Grand Street Settlement, Inc. for the Community and Cultural Enhancement Program.

Following the full presentation, the Chair called for questions or comments. Hearing none, and upon motion duly made and seconded the following resolution was unanimously adopted:

Authorization to Enter into or Amend a Subrecipient Agreement with Grand Street Settlement, Inc. for the Community and Cultural Enhancement Program

RESOLVED, that the Corporation is hereby authorized to enter into or amend a subrecipient agreement with Grand Street Settlement, Inc. from the slate of the 38 Community and Cultural Enhancement Program projects approved by the Board on September 7, 2011 in an amount not to exceed \$1,000,000 as described in the materials presented to this meeting; and be it

FURTHER RESOLVED, that the expenditures approved hereby shall be allocated from funds included in the Community and Cultural Enhancement 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; and be it

FURTHER RESOLVED, that all such actions previously taken in furtherance of the foregoing by the Corporation's employees, Officers or Directors are hereby ratified and approved in all respects.

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Next, Mr. Emil presented for the Directors' consideration a request to amend or execute Subrecipient Agreements with eight settlement fund Recipients for nine Projects.

Following the full presentation, the Chair called for questions or comments. Hearing none, and upon motion duly made and seconded the following resolution was unanimously adopted:

Authorization to Enter into Eight Subrecipient Agreements for the Settlement Funds Program

RESOLVED, that the Corporation is hereby authorized to enter into eight subrecipient agreements from the slate of the 14 Settlement Funds projects approved by the Board on March 18, 2016 in an amount not to exceed \$16,641,850 in the aggregate with the following parties:

- a. The National 9/11 Memorial and Museum - \$700,000 to support two years of the Tribute in Light program.
- b. Manhattan Youth Recreation and Resources, Inc. - \$515,000 for two years of support of the afterschool and senior Programs. In addition, funds will also be used to support the purchase of new kayaks on behalf of the Downtown Boathouse.
- c. Alliance for Downtown New York, Inc. - \$300,000 for up to two years of support towards the Lower Manhattan Headquarters located at 150 Broadway.

- d. God's Love We Deliver - \$500,000 to support various improvements, including new technology infrastructure, equipment and furniture for its new office space located in the Michael Kors Building in SoHo.
- e. The Flea Theater - \$2,500,000 to support construction of its three-theater complex at 20 Thomas Street scheduled to be completed by year end.
- f. Hudson River Park Trust – Initially, \$1,155,000 of the \$10,000,000 allocation for planning and design work associated with the completion of Segment 3 of the Hudson River Park. Staff also requests Board authorization to provide the additional \$8,845,000 for construction following LMDC's approval of the final design and verification that it complies with the previously authorized environmental determination.
- g. University Settlement Society of New York, Inc. - \$1,126,850 to support improvements to the Houston Street Center, University Settlement Headquarters at 184 Eldridge Street, and Speyer Hall Theater.
- h. New York City Department of Small Business Services for the Economic Development Corporation - \$1,000,000 for further planning and design of the East River Waterfront Esplanade and Piers project specifically for the portion of the project known as Brooklyn Bridge Esplanade, running from approximately Peck Slip to Catherine Slip.

as described in the materials presented to this meeting; and be it

FURTHER RESOLVED, that the expenditures approved hereby shall be allocated from funds included in the Settlement Funds activity in Partial Action Plan S-2; 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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The Chair then asked Mr. Emil to present the third item for consideration, a request to Amend Partial Action Plan 6 and the Final Action Plan to transfer funds to the Affordable Housing Program.

Following the full presentation and discussion on the item, the Chair called for any further questions or comments. Hearing none, and upon motion duly made and seconded the following resolution was unanimously adopted:

Authorization to Amend Partial Action Plan 6 and the Final Action Plan; and
Authorization to Amend the Subrecipient Agreement with the NYC Department of
Housing Preservation & Development

RESOLVED, that the Corporation is hereby authorized to amend Partial Action Plan 6 and the Final Action Plan by reducing the Partial Action Plan 6 allocation for the Chinatown/Lower East Side Acquisition and Preservation Program by \$800,000 to \$15,200,000, and increasing the Final Action Plan Affordable Housing allocation by \$800,000 to \$12,800,000, as described in the materials presented to this meeting; and be

FURTHER RESOLVED, that the Corporation is hereby authorized to amend its subrecipient agreement with the New York City Department of Housing Preservation & Development by adding \$800,000 in funds and extending the contract term, 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 Action Plans, as may be required; and be it

FURTHER RESOLVED, that the President of the Corporation or his designee shall be authorized to make such changes to the Amended Action Plans as may be necessary or appropriate to comport with applicable HUD requirements and to reflect any public comments solicited and received thereon; 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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Mr. Emil then presented the final two items for consideration, a request to amend the Pre-Qualified Legal Counsel Contract with Carter Ledyard & Milburn LLP and Venable LLP and a

request to amend the website hosting, maintenance and support contract with Something Digital.com LLC. It was noted that in the interest of time, the voting on the items would be bundled together.

Following the full presentation by Mr. Emil, the Chair called for questions or comments on either item. Hearing none, and upon motion duly made and seconded the following resolutions were unanimously adopted:

Authorization to Amend the Pre-Qualified Legal Counsel Services Contracts

RESOLVED, that the Corporation is hereby authorized to amend and extend agreements, for 15 month periods through March 31, 2018, with each of Carter Ledyard & Milburn, LLP and Venable LLP for legal services, as described in the materials presented to this meeting; and be it

FURTHER RESOLVED, that the expenditures approved hereby shall be allocated from funds included in the appropriate LMDC FYE 2017 and anticipated FYE 2018 Budgets for Planning and Administration, or relevant Partial Action Plans; 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; and be it

FURTHER RESOLVED, that all such actions previously taken in furtherance of the foregoing by the Corporation's employees, Officers or Directors are hereby ratified and approved in all respects.

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Authorization to Amend the Agreement for Website Services

RESOLVED, that the Corporation is hereby authorized to amend and extend the

agreement for up to a 15 month period through March 31, 2018, with Something Digital.com LLC for website hosting, maintenance and support services, as described in the materials presented to this meeting; and be it

FURTHER RESOLVED, that the expenditures approved hereby shall be allocated from funds included in the appropriate LMDC FYE 2017 and anticipated FYE 2018 Budgets for Planning and Administration; 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; and be it

FURTHER RESOLVED, that all such actions previously taken in furtherance of the foregoing by the Corporation's employees, Officers or Directors are hereby ratified and approved in all respects.

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There being no further business, the meeting was adjourned at 9:32 a.m.

Respectfully submitted,

Debbie Royce
Acting Secretary