

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 17, 2003

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

Carl Weisbrod, Acting Chair

(The following Directors participated via phone)

Roland W. Betts

Paul Crotty

Richard Grasso

Robert M. Harding

Sally Hernandez-Pinero

Thomas Johnson

Edward J. Malloy

Billie Tsien

Madelyn Wils

Frank Zarb

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

Kevin Rampe, President and CEO

Jennifer Brown, Assistant Vice President for
Community and Government Relations

Irene Chang, Vice President for Legal Affairs
and Counsel

Daniel Ciniello, Vice President for
Internal Audit

Anita Contini, Vice President and Director
for Memorial, Cultural and Civic Programs

Ben Dookchitra, Project Manager

Christopher Glaisek, Director of Urban

Planning for Planning, Design & Development

John Hatfield, 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, Project Director for
Development Programs & Economics
Nancy Poderycki, Assistant Vice President
For Communication
Stefan Pryor, Deputy to the Chairman and
Chief of Staff/Secretary
Tara Snow, Vice President for Community
Affairs and Government Relations
Sharon Tepper, Program Manager for Memorial,
Cultural & Civic Programs
Andrew Wu, Associate Counsel

For Speaker Sheldon Silver:

Yvonne Morrow

For Chairman Whitehead:

Edward Novotny, Senior 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 8:15 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.

President Rampe noted that Chairman Whitehead was unable to attend the meeting. He called for a motion to appoint Director Weisbrod as the temporary Chair for purposes of the meeting. Upon motion duly made and seconded, the following resolutions were unanimously adopted:

APPOINTMENT OF ACTING CHAIR OF THE JUNE 17, 2003 MEETING OF THE DIRECTORS

RESOLVED, that the following individual be, and he hereby is, appointed as Acting Chair of the June 17, 2003 Meeting of the Board of Directors for the Lower Manhattan Development Corporation: Carl Weisbrod

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Acting Chair Weisbrod then reported that Governor Pataki and Mayor Bloomberg had appointed three new Directors to the Board: Christy Ferer, Edward Lewis, and Stanley Shuman. These Directors, he noted, would be present at LMDC's next Board meeting.

Acting Chair Weisbrod then spoke positively of Mr. Rampe's leadership over the past months. He then read a resolution into

the record appointing Mr. Rampe as the President of LMDC.

Following the reading of said resolution and upon motion duly made and seconded, the following resolution was unanimously adopted:

ELECTION OF PRESIDENT

RESOLVED, that Kevin M. Rampe is hereby elected President of the Corporation, and shall serve until such time as his successor is duly elected and qualified or until his earlier resignation or removal; and be it

FURTHER RESOLVED, that the Chairman shall have the authority to negotiate the terms of employment of Kevin M. Rampe as President of the Corporation and to execute any contracts, on behalf of the Corporation, relating thereto, and to take such other actions as may be necessary and appropriate to effect the foregoing.

* * *

President Rampe thanked everyone for their support and expressed his enthusiasm for moving forward with the rebuilding process.

President Rampe then noted that the next item involved the proposed General Project Plan for the World Trade Center Memorial and Cultural Program, the environmental review process for the overall plan for the World Trade Center, and the proposed Draft

Scope for the World Trade Center Memorial and Redevelopment Plan.

Ms. Chang outlined the materials that had been sent to the Board for final consideration.

The Acting Chair then asked Ms. Chang a question regarding the memorial-related improvements as referenced on page 2 of the General Project Plan. Specifically, he asked if this could encompass transportation related and other infrastructure improvements that are related to the memorial. He was informed that it could. Ms. Chang noted that it also contemplates that there will be improvements that may be related to the final design of the memorial that cannot be identified until the design is selected.

Further questions, as posed by Director Wils, involved matters referenced in the Draft Scope, such as the precise size and elevation of the memorial area, pedestrian access, truck and bus access to the site, the geographic areas for both the analyses of impacts on retail sales and of impacts on traffic and parking, all of which were answered.

In addition Director Wils suggested that more up to date data than the 2000 census should be used for the environmental review.

Ms. Chang stated that they expected to obtain and use more current data as appropriate.

There being no further questions or comments, Acting Chair Weisbrod read the following resolutions into the record and upon motion duly made and seconded the following resolutions were unanimously adopted:

LAND USE IMPROVEMENT PROJECT FINDINGS PURSUANT TO SECTIONS
10(c) (1), (2) AND (3) OF THE UDC ACT

RESOLVED, that on the basis of the materials presented to this meeting, a copy of which is hereby ordered filed with the records of the Corporation, relating to the WTC Memorial and Cultural Program Civic and Land Use Improvement Project (the "Project"), the Corporation hereby finds, pursuant to Sections 10(c) (1), (2) and (3) of the New York State Urban Development Corporation Act (the "Act"), that:

- (i) the area in which the Project is to be located is a substandard or insanitary area, or is in danger of becoming a substandard or insanitary area, and tends to impair or arrest the sound growth and development of the municipality; and
- (ii) the Project consists of a plan or undertaking for the clearance, replanning, reconstruction and rehabilitation of such area and for recreational and other facilities incidental or appurtenant; and

- (iii) the plan or undertaking affords maximum opportunity for participation by private enterprise, consistent with the sound needs of the municipality as a whole.

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CIVIC PROJECT FINDINGS PURSUANT TO SECTIONS 10(d) (1), (2), (3) AND (4) OF THE UDC ACT; PROJECT FINDING PURSUANT TO SECTION 10(g) OF THE UDC ACT

RESOLVED, that on the basis of the materials presented to this meeting, a copy of which is hereby ordered filed with the records of the Corporation, relating to the Project, the Corporation hereby finds, pursuant to Sections 10(d) (1), (2), (3) and (4) of the Act, that:

- (i) there exists in the area in which the Project is to be located a need for the cultural, recreational, community, municipal or other civic facilities to be included in the Project; and
- (ii) the Project will consist of a building or buildings or other facilities which are suitable for cultural, recreational, community, municipal or other civic purposes;
- (iii) the Project will be leased to or owned by the State or an agency or instrumentality thereof, a municipality or an agency or instrumentality thereof, a public corporation, or any other entity that is carrying out a community, municipal or other civic purpose, and that adequate provision has been, or will be, made for the payment of the cost of acquisition, construction, operation, maintenance and upkeep of the Project; and
- (iv) the plans and specifications assure or will assure adequate light, air, sanitation and fire protection; and be it

FURTHER RESOLVED, that on the basis of the materials presented to this meeting, which indicate that no families or individuals reside in or are to be displaced from the Project area, the Corporation hereby finds that the requirements of Section 10(g) of the Act are satisfied.

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ADOPTION OF THE GENERAL PROJECT PLAN; APPROVAL OF LEAD AGENCY DESIGNATION; AUTHORIZATION TO HOLD A PUBLIC HEARING PURSUANT TO SECTION 16 OF THE UDC ACT; DETERMINATION THAT THE PROJECT WILL HAVE A POTENTIALLY SIGNIFICANT IMPACT ON THE ENVIRONMENT; AUTHORIZATION TO PREPARE A GENERIC ENVIRONMENTAL IMPACT STATEMENT; AND AUTHORIZATION TO TAKE OTHER RELATED ACTIONS

RESOLVED, that the Corporation hereby adopts, for the purposes of and subject to the requirements of Section 16 of the Act, and as may be appropriate pursuant to other applicable laws, the proposed General Project Plan (the "Plan") for the Project submitted to this meeting, together with such changes therein as the President of the Corporation or his designee, may deem necessary or appropriate, a copy of which Plan, together with such changes, is hereby ordered filed with the records of the Corporation; and be it

FURTHER RESOLVED, that the Corporation shall serve as the lead agency for all required environmental reviews of the Project

under the National Environmental Policy Act ("NEPA") and the State Environmental Quality Review Act ("SEQRA") and hereby determines that the Project will have a potentially significant impact on the environment and authorizes and directs the preparation of a Notice of Intent to Prepare a Generic Environmental Impact Statement for the Project under NEPA and a Positive Declaration for the Project under SEQRA and; be it

FURTHER RESOLVED, that the Corporation hereby approves a Draft Scope for the Generic Environmental Impact Statement substantially in the form presented to this meeting and filed with the records of the Corporation, and authorizes and directs the holding of a public comment meeting on such Draft Scope; and be it

FURTHER RESOLVED, that the President or his designee is hereby authorized to take such action as deemed necessary or appropriate in connection with the holding of the hearings and meetings required pursuant to Section 16 of the Act, NEPA, SEQRA and any other applicable law (which hearings may be held simultaneously), including without limitation, the providing, filing or making available of copies of the Plan and/or digests thereof, the fixing of a date for such hearings and public meetings, the publication of a notice relating to the Plan and such hearings in accordance with the procedures approved by such persons, and the making of a report or reports to the Directors on such hearings, written comments received, and any local governmental recommendations respecting the Plan; and be it

FURTHER RESOLVED, that the President of the Corporation or his designee(s) be, and each of them hereby is, authorized in the name and on behalf of the Corporation to execute and deliver any and all documents and to take all related actions as he or she may in his or her sole discretion consider to be necessary or appropriate to effectuate the foregoing resolutions.

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Ms. Chang presented the final item on the agenda that related to amending agreements for environmental review services. Acting Chair Weisbrod read the related resolution into the record and upon motion duly made and seconded the following resolution was unanimously adopted:

AUTHORIZATION OF ADDITIONAL EXPENDITURES FOR ENVIRONMENTAL REVIEW CONSULTING SERVICES

RESOLVED, that the Corporation is authorized to amend the agreements entered into with The Louis Berger Group, Inc. and AKRF, Inc. (formerly Allee King Rosen & Fleming, Inc.) for environmental review consulting services to increase the expenditures under such agreements by an additional \$2,000,000

to an amount not to exceed \$2,250,000 in the aggregate for both agreements; and be it

FURTHER RESOLVED, that the proper officers of the Corporation are hereby authorized to take any such action as may be necessary and appropriate to effect the foregoing.

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There being no further business, the meeting was adjourned at 8:40 a.m.

Respectfully submitted,

Eileen McEvoy
Assistant Secretary