



New York City Economic Development Corporation

MINUTES OF THE REGULAR MEETING
OF THE EXECUTIVE COMMITTEE
OF
NEW YORK CITY ECONOMIC DEVELOPMENT CORPORATION
September 29, 2017

A regular meeting of the Executive Committee of the Board of Directors of New York City Economic Development Corporation ("NYCEDC") was held, pursuant to notice by an Assistant Secretary, on Friday, September 29, 2017, at NYCEDC's offices at 110 William Street, in Conference Rooms 4A and 4B, New York, New York.

The following members of the Executive Committee were present:

William Candelaria
Wilton Cedeno
William Floyd (by conference telephone)
James McSpirtt
Carl Rodrigues (as alternate for Alicia Glen)
Timothy Wilkins

Other Directors of NYCEDC, members of NYCEDC staff and members of the public also were present.

The meeting was called to order at 9:49 a.m. Meredith Jones, General Counsel, Executive Vice President and Secretary of NYCEDC, served as secretary of the duly constituted meeting, at which a quorum was present.

1. Approval of the Minutes of the August 2, 2017 Regular Meeting of the Executive Committee

There were no questions or comments with respect to the minutes of the August 2, 2017 regular meeting of the Executive Committee, as submitted. A motion to approve such minutes, as submitted, was made, seconded and unanimously adopted.

2. Contracts and Other Matters

The following contracts, authorizations, expenditures and matters were then presented to the Executive Committee for approval. (Attached hereto as Attachment 1 is a definition sheet that contains the definitions of certain frequently used terms contained in the Exhibits attached hereto.)

(a) Charleston Branch Library

Zachary Aders, a Project Director of NYCEDC, presented (i) a proposed consultant contract with ikon 5 Architects, LLC, or an affiliated entity, for architectural design and related consulting services for the design of a branch of the New York Public Library in Charleston, Staten Island, and (ii) any agreements necessary to obtain funds ("Funding Source Agreements") for this project, on substantially the terms set forth in Exhibit A hereto.

In answer to a question from Mr. McSpirtt, Mr. Aders stated that this contract was for up to \$1,500,000 and it was anticipated that this amount would bring the architect through substantial completion of the project.

A motion was made to authorize the matters set forth for authorization in the Proposed Resolution section of Exhibit A hereto. Such motion was seconded and unanimously approved.

(b) Lower Concourse Infrastructure and Park

Rebecca Parelman, a Project Director of NYCEDC, presented (i) a proposed consulting contract with LiRo Engineers, Inc. to provide construction management ("CM") and related services, including pre-construction, construction and post-construction services, for the reconstruction of Exterior Street between East 138th Street and East 150th Street in the Bronx and other improvements in the vicinity of such reconstruction (the "Lower Concourse Infrastructure"), and (ii) any needed Funding Source Agreements or amendments to Funding Source Agreements for the Lower Concourse Infrastructure work, on substantially the terms set forth in Exhibit B hereto.

A motion was made to authorize the matters set forth for authorization in the Proposed Resolution section of Exhibit B hereto. Such motion was seconded and unanimously approved.

(c) 42nd Street Development Project: Design Review, Historical Preservation and Project Administration Consultant Services

At this time, Matthew Kwatinetz, an Executive Vice President of NYCEDC, provided a general overview of the 42nd Street Development Project.

Angelica Zhang, a Project Manager of NYCEDC, then presented a proposed consultant contract with Li/Saltzman Architects, P.C. for on-call design review of all signage and façade changes and certain other work to ensure compliance with design and historical preservation guidelines, and to provide project administration, for projects included in the 42nd Street Development Project, on substantially the terms set forth in Exhibit C hereto.

In answer to a question from Mr. Wilkins, Ms. Zhang stated that the term of this

consultant contract was 3 years with an option for two 1-year renewals.

A motion was made to authorize the matter set forth for authorization in the Proposed Resolution section of Exhibit C hereto. Such motion was seconded and unanimously approved.

(d) New Amsterdam Theater Landlord Repairs

Jinquan Liang, an Associate of NYCEDC, presented (i) a proposed agreement between NYCEDC and 42nd Street Development Project, Inc. ("42DP") (which is an entity controlled by the New York State Urban Development Corporation d/b/a Empire State Development Corporation) relating to the source of funds to be used for certain repairs required of the landlord pursuant to the Agreement of Lease between the City of New York (the "City"), 42DP and New Amsterdam Development Corporation ("NADC"), dated December 29, 1994, and (ii) a proposed agreement between NYCEDC, 42DP and NADC relating to the provision of funds to NADC for project work undertaken by it, pursuant to which each of NYCEDC and 42DP will provide NADC with up to \$1,750,000, on substantially the terms set forth in Exhibit D hereto.

In answer to a question from Mr. Cedeno, Mr. Liang stated that inspections were required pursuant to the ground lease to ensure that the building was in good condition and to identify whether any maintenance or repairs were needed. In answer to a question from Mr. Wilkins, Darryl Connelly, a Senior Vice President of NYCEDC, explained that the \$14.85 million balance in the Site 8 North Project Fee Account came from one of the 42nd Street Development Project sites and was set aside in a special joint account solely for use for 42nd Street Project related work, and that New York State and the City had to agree on the use of the funds. Mr. Connelly further noted that NYCEDC had been using these funds primarily for New Amsterdam Theater landlord improvement items, as well as for other capital items for other theaters.

A motion was made to authorize the matter set forth for authorization in the Proposed Resolution section of Exhibit D hereto. Such motion was seconded and unanimously approved.

(e) Made in New York Campus

Paul Boomgaardt, an Assistant Vice President of NYCEDC, presented one or more proposed amendments to NYCEDC's construction management contract (a "CM Contract") with Gilbane Building Company to provide for design, construction, CM and other related work for improvements at Bush Terminal for the Made in New York campus, on substantially the terms set forth in Exhibit E hereto.

A motion was made to authorize the matter set forth for authorization in the Proposed Resolution section of Exhibit E hereto. Such motion was seconded and

unanimously approved.

(f) Citywide Ferry Service

Mr. Boomgaardt presented one or more proposed amendments to NYCEDC's CM Contract with Skanska USA Building Inc. for the provision of CM and related services related to the implementation of the NYC Ferry ("NYC Ferry" a/k/a "CFS") program to provide for additional such services, on substantially the terms set forth in Exhibit F hereto.

In answer to a question from Mr. McSpiritt, Mr. Boomgaardt stated that this item was to meet the demand for service, given the success of the CFS system. Mr. Patchett added that this item was for improving landings to ensure that the service would continue to run efficiently.

A motion was made to authorize the matter set forth for authorization in the Proposed Resolution section of Exhibit F hereto. Such motion was seconded and unanimously approved.

3. Other Contracts and Matters

The following contracts, authorizations, expenditures and matters were then presented to the Executive Committee for authorization after a brief summary of those matters by James Katz, an Executive Vice President of NYCEDC.

(a) Ferry Landings Resiliency Upgrades

(i) A proposed contract with M.G. McLaren, P.C. d/b/a McLaren Engineering Group for design and engineering services for resiliency work at the Hunters Point South Ferry Landing, Brooklyn Cruise Terminal and East 34th Street Ferry Landing, and (ii) any needed Funding Source Agreements for this project, on substantially the terms set forth in Exhibit G hereto.

In answer to a question from Mr. Washington, Mr. Boomgaardt stated that the funding for this project, which included a Federal grant, was to upgrade certain landings to allow for larger boats and improve storm resiliency and emergency evacuations, and that this was not part of the NYC Ferry project.

(b) Citywide Rehabilitation/Improvements

(i) One or more proposed amendments to NYCEDC's existing facilities management/construction management contract with Hunter Roberts Construction Group, L.L.C. (the "Hunter FM/CM Contract") to provide for work related to waterfront and other facilities at various locations in the City and to extend the Hunter FM/CM Contract until work being completed under that contract is finished, and (ii) any needed Funding Source Agreements for this project, on substantially the terms set forth in

Exhibit H hereto.

(c) Box Street Park and Newtown Barge Park

(i) A proposed amendment to NYCEDC's CM Contract with LiRo Program and Construction Management, PE P.C. for CM and related services for the construction of a portion of the Box Street Park and Newtown Barge Park (the "Parks") project to add funds for additional project services related to the Parks, (ii) a proposed amendment to the Parks project design contract with Stantec Consulting Services Inc. to provide for additional design services related to the Box Street Park, and (iii) any needed Funding Source Agreements for this project, on substantially the terms set forth in Exhibit I hereto.

(d) New Stapleton Waterfront Infrastructure and Open Space Project:
Phases 2 and 3

(A)(i) One or more proposed amendments (the "Arup Amendments") to NYCEDC's contract with Ove Arup & Partners P.C. (the "Arup Contract") for planning, engineering and design services for Phases 2 and 3 of this project, to provide for additional engineering, design and related consultant services for Phases 2 and 3 and to increase the authorized amount of the Arup Contract, (ii) a proposed amendment to NYCEDC's contract with LiRo Engineers, Inc. for CM, resident engineering and inspection, and other related services for Phases 2 and 3 to provide for additional such services, and (iii) any needed Funding Source Agreements, all for Phases 2 and 3 improvements to the waterfront at, and adjacent to, the former United States Navy Homeport site, and adjacent upland areas in Stapleton, Staten Island, and (B) the proposed ratification of the inclusion in a previous amendment to the Arup Contract of Federal Emergency Management Agency ("FEMA") funds (which will result in some of the previously authorized Capital Budget funds being included in the new Arup Amendments) for services to be provided by Arup with FEMA funds, on substantially the terms set forth in Exhibit J hereto.

(e) NYC Media Lab

(i) A proposed amendment to the contract between NYCEDC and the Tandon School of Engineering of New York University (the "Media Lab Contract") in connection with Phase 2 of the NYC Media Lab program, to provide additional funds for the NYC Media Lab program and to amend the Media Lab Contract's scope of services, and (ii) any needed Funding Source Agreements for this project, on substantially the terms set forth in Exhibit K hereto.

(f) Funding Agreements

(i) Proposed funding agreements with (1) Berklee College of Music, Inc., (2) City Parks Foundation, Inc., (3) The Hudson Guild and (4) The Second Stage Theatre Incorporated, or affiliates, and (ii) any agreements or amendments to agreements necessary to obtain funds for said funding agreements, on substantially the terms set

forth in Exhibit L hereto.

(g) New York City Brownfield Incentive Grant Program

(i) A proposed consultant contract, and possibly amendments thereto (together, the "Brownfield Consultant Contract"), with Brownfield Redevelopment Solutions Inc. to provide services related to the program management, grant administration and operation of the NYC Brownfield Incentive Grant Program, a small grants program initiated by the New York City Mayor's Office of Environmental Remediation ("OER") to promote the redevelopment and transformation of New York City brownfields into productive properties, (ii) a proposed memorandum of understanding (an "MOU"), or amendment to an MOU, with OER related to its assisting in the administration of the Brownfield Consultant Contract, and (iii) any needed Funding Source Agreements for this project, on substantially the terms set forth in Exhibit M hereto.

(h) Shearman & Sterling: Legal Retainer

A proposed increase in the authorized amount to be spent under a legal retainer with Shearman & Sterling, LLP for legal representation of NYCEDC in connection with NYCEDC's negotiation of a lease for headquarters office space due to the impending expiration of its current lease for space at 110 William Street, on substantially the terms set forth in Exhibit N hereto.

Approval of Section 3 Contracts and Matters

A motion was made to authorize and ratify the matters set forth for authorization and ratification in the Proposed Resolution sections of Exhibits G –N hereto. Such motion was seconded and unanimously approved.

4. Approvals

With respect to the items set forth in Sections 2(a) – (f) and 3(a) – (h) above, it was understood that authorization, approval and ratification of such matters included authorization for the President and other empowered officers to execute the necessary legal instruments, and for the President and other empowered officers to take such further actions as are or were necessary, desirable or required, to implement such matters substantially on the terms described above.

5. Adjournment

There being no further business to come before the meeting, pursuant to a motion made, seconded and unanimously approved the meeting of the Executive

Committee was adjourned at 10:26 a.m.

Mark Schermuth
Assistant Secretary

Dated: Nov. 9, 2017
New York, New York

ATTACHMENT 1

DEFINITIONS

Apple	Apple Industrial Development Corp.
Armand	Armand Corporation d/b/a Armand of New York
BAT	Brooklyn Army Terminal
Bovis	Bovis Lend Lease LMB, Inc.
CDBG	Federal Community Development Block Grant
CDBG-DR Funds	Federal Community Development Block Grant-Disaster Recovery Program funds
CEQR	City Environmental Quality Review process
City DEP	New York City Department of Environmental Protection
City DOT	New York City Department of Transportation
City Parks	New York City Department of Parks and Recreation
City Planning	New York City Department of City Planning or City Planning Commission
CM	A construction manager
CM Contract	A construction management contract
DCAS	New York City Department of Citywide Administrative Services
EIS	Environmental Impact Statement
ESDC	New York State Urban Development Corporation d/b/a Empire State Development Corporation
FEMA	Federal Emergency Management Agency
FM	A facilities manager
FM/CM Contract	A facilities management/construction management contract
Funding Source Agreement	Any agreement necessary to obtain funds for the Project, including IDA Agreements
Gilbane.....	Gilbane Building Company
HPD	New York City Department of Housing Preservation and Development
Hunter Roberts	Hunter Roberts Construction Group, L.L.C.
IDA	New York City Industrial Development Agency
IDA Agreement	Agreement with IDA pursuant to which IDA retains NYCEDC to accomplish all or part of the Project and reimburses NYCEDC for the costs of the work
LiRo	LiRo Program and Construction Management, PE P.C.
LMDC	Lower Manhattan Development Corporation
McKissack	The McKissack Group, Inc. d/b/a McKissack & McKissack
MOU	A memorandum of understanding

NYCEDC	New York City Economic Development Corporation, survivor of a November 1, 2012 merger of a local development corporation (the "LDC") named New York Economic Development Corporation with and into New York City Economic Growth Corporation. References to NYCEDC prior to such merger are references to the LDC.
NYCHA	New York City Housing Authority
NYCLDC	New York City Land Development Corporation
Noble Strategy	Noble Strategy NY Inc.
OMB	New York City Office of Management and Budget
Port Authority	The Port Authority of New York and New Jersey
RFP	Request for Proposals
Sanitation	New York City Department of Sanitation
SBS	New York City Department of Small Business Services
SEMO	New York State Emergency Management Office
SEQR	State Environmental Quality Review process
Skanska	Skanska USA Building Inc.
State DEC	New York State Department of Environmental Conservation
State DOS	New York State Department of State
State DOT	New York State Department of Transportation
State Parks	New York State Office of Parks, Recreation and Historic Preservation
Tishman	Tishman Construction Corporation of New York
Turner	Turner Construction Company
ULURP	Uniform Land Use Review Procedure

Exhibit A

**CHARLESTON BRANCH LIBRARY
Executive Committee Meeting
September 29, 2017**

Project: Architectural design and related consulting services for design of a branch of the New York Public Library ("NYPL") in Charleston, Staten Island

Procurement Method: RFP

Contractor: ikon 5 Architects, LLC or an affiliated entity ("ikon 5")

Agreements to be Approved:

- A consultant contract with ikon 5 for architectural design and related consulting services for the Project (the "Consultant Contract")
- Any needed Funding Source Agreements

Amount to be Approved: Up to \$1,500,000

Source of Funds to NYCEDC: City Capital Budget funds and/or private funds being made available by the NYPL

Proposed Resolution: To authorize the President and any empowered officer to enter into the Consultant Contract and any needed Funding Source Agreements, substantially as described herein

Background: NYCEDC will assist the NYPL by contracting for the design and construction of the Charleston branch of the NYPL. This library will consist of an approximately 10,000 square foot single story building in the Bricktown Commons shopping center in Charleston, Staten Island. This library will serve and strengthen the surrounding community and advance the OneNYC goal of building infrastructure to enhance social resiliency.

The public library branch will be built on an approximately 18,700 square foot parcel and will serve the Charleston community and act as an anchor to the adjacent Fairview Park. NYPL initiated the project in 2014 with the Department of Design and Construction ("DDC") as managing agent. The project proceeded through the 50% design phase before being placed on hold by NYPL and ultimately removed from the DDC portfolio. In April 2017, NYPL requested NYCEDC to complete the project.

NYCEDC issued a targeted RFP for design and related consulting services to five architectural firms on NYCEDC's vendors list with experience in projects of similar size and scope. Basing selection criteria primarily on the quality of proposals and depth of experience in library construction, NYCEDC has selected ikon 5 to perform the services. ikon 5 will expedite the design phase by using the overall plan and programming from the previous DDC project as a "basis of design".

At this time, NYCEDC proposes to enter into the Consultant Contract with ikon 5 for architectural design and related consulting services for the above described Project. It is

anticipated that NYCEDC will issue an RFP at a later date for a CM to undertake construction of the project and will return to the Executive Committee to authorize the CM Contract.

NYCEDC Project Code: 7131

Staff: Zachary Aders, Project Director, Capital Program
Elizabeth Arnaiz, Senior Vice President, Capital Program
Emily Rubenstein, Vice President, Capital Program
Valerie Himelewski, Senior Counsel, Legal

Exhibit B

**LOWER CONCOURSE INFRASTRUCTURE AND PARK
Executive Committee Meeting
September 29, 2017**

Project: Construction management and related services, including pre-construction, construction and post-construction services, for the Lower Concourse Improvements, which includes two sub-projects; sub-project one includes the reconstruction of Exterior Street between East 138th Street and East 150th Street in the Bronx and other improvements in the vicinity of such reconstruction (the "Lower Concourse Infrastructure"), and sub-project two includes a new public park to be located between East 144th and East 146th Street along the Harlem River in the Bronx (the "Lower Concourse Park")

Procurement Method: Publicly advertised RFP using the competitive sealed proposals procurement method

Contractor: LiRo Engineers, Inc. (the "Lower Concourse CM")

Agreements to be Approved:

- A consulting contract with the Lower Concourse CM (the "Lower Concourse CM Contract") to provide Project construction management and related services for the Lower Concourse Infrastructure
- Any needed Funding Source Agreements or amendments to Funding Source Agreements

Amount to be Approved: Up to \$77,000,000 for the CM Contract for the Lower Concourse Infrastructure

Source of Funds to NYCEDC: City Capital Budget funds

Proposed Resolution: To authorize the President and any empowered officer to enter into the Lower Concourse CM Contract and any needed Funding Source Agreements and amendments to Funding Source Agreements, substantially as described herein

Background: In 2015 the City announced a \$200 million capital investment to support development and job growth within the Lower Concourse section of the Bronx through the implementation of critical infrastructure. Following the address, NYCEDC developed a set of priority infrastructure projects which will revitalize underutilized land along the Harlem River in the South Bronx.

Two of the identified priority projects, which considered the projected growth in the South Bronx as envisioned in City Planning's 2009 Special Harlem River Waterfront District ("SHRWD") rezoning effort, include Lower Concourse Infrastructure and Lower Concourse Park.

The Lower Concourse Infrastructure project includes upgrades to the existing street network and infrastructure in order to promote future development and to enhance pedestrian and vehicular safety, including the design and reconstruction of Exterior Street between East 138th Street and East 150th Street which is also between two key bridges over the Harlem River, the Madison Avenue Bridge and the 145th Street Bridge, which serve as an important gateway between Manhattan and the Bronx. In addition, this project will include new utility lines, including new sanitary and new stormwater lines; gas main relocation; paving; sidewalks and curbs; lighting; signage; signals; pavement markings; and re-designed intersections at various locations on Exterior Street and neighboring streets.

The Lower Concourse Park project involves construction of a new approximately 2.3 acre park identified in the 2009 SHRWD rezoning. The park project site is near East 144th Street and bounded by the CSX/Oak Point rail line and the Harlem River to the west and the Major Deegan and Exterior Street to the east. The design of the Lower Concourse Park is anticipated to include the esplanade as required by the SHRWD rezoning, environmental remediation, waterfront improvements, landscaping, fencing/railings, lighting, park amenities, utilities, and a comfort station.

The Lower Concourse CM was procured to provide for construction management services for Lower Concourse Infrastructure and Lower Concourse Park. At this time, NYCEDC proposes to enter into the Lower Concourse CM Contract for construction management and other related services for the Lower Concourse Infrastructure component of the Project. It is anticipated that NYCEDC will return to the Executive Committee for approval to amend the Lower Concourse CM Contract to provide for construction management and related services for Lower Concourse Park when funds are made available therefor.

The Lower Concourse CM will procure subcontractors for the Project work in a manner permitted under the Lower Concourse CM Contract, with the primary procurement method anticipated to be a method similar to the CM method of procurement in NYCEDC's contracts with the City. With NYCEDC's approval, subcontractors retained by the Lower Concourse CM may subcontract certain work.

The Executive Committee previously approved a contract with Stantec Consulting Services Inc. for engineering, design and related services for the Lower Concourse Infrastructure.

The Lower Concourse Infrastructure project was last presented to the Executive Committee on November 21, 2016.

NYCEDC Project Code: 6198

Staff: Rebecca Parelman, Project Director, Capital Program
Dan Colangione, Vice President, Capital Program
Luz Fontana, Senior Counsel, Legal

Exhibit C

**42ND STREET DEVELOPMENT PROJECT: DESIGN REVIEW, HISTORICAL
PRESERVATION AND PROJECT ADMINISTRATION CONSULTANT SERVICES
Executive Committee Meeting
September 29, 2017**

Project: On-call design review of all signage and façade changes and certain other work to ensure compliance with design and historical preservation guidelines, and provide project administration, for projects included in the 42nd Street Development Project ("42DP"), the area of which is indicated in the map attached hereto

Procurement Method: A publicly advertised RFP

Contractor: Li/Saltzman Architects, P.C. ("Li/Saltzman")

Agreement to be Approved: A consultant contract (the "Consultant Contract") with Li/Saltzman for Project services

Amount to be Approved: Up to \$3,000,000

Sources of Funds to NYCEDC: NYCEDC programmatic budget funds

Proposed Resolution: To authorize the President and any empowered officer to enter into the Consultant Contract, substantially as described herein

Background: In 2011, NYCEDC, on behalf of the City, took over from ESDC the administration of the 42nd Street Development Project that had been a joint City and State initiative. NYCEDC is now responsible for assuring compliance with the terms of all ground leases and design guidelines for projects included in the 42nd Street Development Project. Li/Saltzman was selected through a publicly advertised RFP to provide Project services, including a review of design submissions for conformity with 42DP's and the related lease's design and historic preservation guidelines (including ensuring that the design is for a permitted use).

Li/Saltzman will review construction plans, monitor construction to assure adherence to approved plans, and ensure compliance with property safety and protection procedures. It will also report on whether construction is proceeding according to the final plans, attend construction progress meetings, track progress of the work in accordance with the established schedule, and provide related reports to NYCEDC.

NYCEDC Project Code: 6990

Staff: Eric Bassig, Project Manager, Administrative Services
Angelica Zhang, Project Manager, Asset Management
Jose Figuereo, Vice President, Asset Management
Darryl P. Connelly, Senior Vice President, Asset Management
Valerie Himelewski, Senior Counsel, Legal

LOCATION MAP:



Exhibit D

**NEW AMSTERDAM THEATER LANDLORD REPAIRS
Executive Committee Meeting
September 29, 2017**

Project: Certain repairs required of the landlord pursuant to the Agreement of Lease between the City, 42nd Street Development Project, Inc. ("42DP") (which is an entity controlled by ESDC) and New Amsterdam Development Corporation ("NADC"), dated December 29, 1994 (the "NADC Ground Lease")

Procurement Method: Sole source

Agreements to be Approved (collectively, the "Agreements"):

- An agreement between NYCEDC and 42DP, relating to the source of funds to be used for the Project work
- An agreement between NYCEDC, 42DP and NADC relating to the provision of funds to NADC for Project work undertaken by it, pursuant to which each of NYCEDC and 42DP will provide NADC with up to \$1,750,000

Amount to be Approved: Up to \$1,750,000 to be provided by NYCEDC to NADC

Source of Funds: Site 8 North Project Fee Account (an account established for the purposes of funding 42nd Street Land Use Improvement Project area improvements or expenses, consisting of funds provided through a 42nd Street project) is the source of the funds to be provided by NYCEDC to NADC.

Proposed Resolution: To authorize the President and any empowered officer to enter into the Agreements, substantially as described herein

Background: Pursuant to the NADC Ground Lease, the landlord has certain repair obligations with regard to the New Amsterdam Theater, which is located on 42nd Street between Seventh and Eighth Avenues. These repair items include repairs to the fire escapes and façade work (the "New Amsterdam Project"). In accordance with an existing agreement among ESDC, 42DP, the City and NYCEDC, the City and 42DP are each responsible for paying 50% of any amounts that are the obligation of the landlord.

NADC has competitively procured and hired the necessary contractors for the New Amsterdam Project work at a cost of approximately \$3,500,000. NYCEDC and 42DP have agreed to reimburse NADC for the associated costs. NYCEDC has used and is using existing retainers to assist with the review of responses to procurements received by NADC and to assist in oversight of the New Amsterdam Project, for a total cost of approximately \$20,000.

Funding for the City's 50% share of the New Amsterdam Project (to be provided through NYCEDC), and NYCEDC's retainers, will come from the Site 8 North Project Fee Account. The account had a balance of \$14,857,552 as of July 31, 2017. ESDC and 42DP have decided that 42DP will fund its 50% share from another source.

New Amsterdam Theatre Landlord Repairs was last presented to the Executive Committee on September 30, 2015.

NYCEDC Project Code: 5635

Staff: Darryl P. Connelly, Senior Vice President, Asset Management
Jinquan Liang, Associate, Asset Management
Richard Palumbo, Senior Counsel, Legal

Exhibit E

**MADE IN NEW YORK CAMPUS
Executive Committee Meeting
September 29, 2017**

Project: Design, construction, construction management and other related work for improvements at Bush Terminal for the Made in New York ("MiNY") campus

Procurement Method: Sole source amendments to a contract that was competitively procured. Gilbane was selected pursuant to a mini-RFP among CMs under existing retainer contracts.

Contractor: Gilbane

Agreements to be Approved: One or more amendments (the "Gilbane Amendments") to NYCEDC's CM Contract with Gilbane (the "Gilbane Contract") to provide for Project services

Amounts to be Approved: Up to \$92,900,000, consisting of approximately \$9,290,000 to Gilbane for CM services and the balance for subcontracts to be procured by Gilbane

Source of Funds to NYCEDC: City Capital Budget funds

Proposed Resolution: To authorize the President and any empowered officer to enter into the Gilbane Amendments substantially as described herein

Background: Bush Terminal was constructed as an extensive industrial complex on the Brooklyn waterfront between 1895 and 1910. It was the first example in the United States of large scale integration of modern tidewater piers, rail transportation, warehouses and multi-tenant buildings into a unified terminal under one private management firm. It was the spark for the development of much of the South Brooklyn waterfront south of 29th Street between 1908 and 1925, by both City and private developers, as other businesses moved nearby and used the transportation services provided by Bush Terminal.

The City now plans to invest approximately \$136,000,000 to reestablish Bush Terminal as a critical asset on the Brooklyn waterfront by creating the MiNY Campus, which will help synergize creative manufacturing uses and provide affordable, best-in-class industrial facilities for garment manufacturing, film and media production, and other services and industries. The proposed work to be undertaken through the Gilbane Amendments will include (a) major renovations (i) to create an approximately 200,000-square-foot garment manufacturing hub in Unit A at Bush Terminal, and (ii) to upgrade mixed-use industrial space in an approximately 160,000-square-foot building constituting Unit C at Bush Terminal, and (b) improvements to the overall Bush Terminal site, including pedestrian-friendly streetscape improvements and new plaza space, improvements to the 43rd Street corridor within the campus to improve visitor access to Bush Terminal Piers Park, and utility upgrades to support the built improvements. Future work not included in the Gilbane

Amendments includes construction of a new approximately 100,000 square foot state of the art film and television production facility.

Gilbane will act as CM for the work described above and will procure subcontractors for the Project work assigned to it in a manner permitted under its contract, with the primary procurement method anticipated to be a method similar to the CM method of procurement in NYCEDC's contacts with the City.

Staff: Paul Boomgaardt, Assistant Vice President, Asset Management
Phillip Grant, Senior Vice President, Asset Management
Valerie Himelewski, Senior Counsel, Legal

Exhibit F

**CITYWIDE FERRY SERVICE
Executive Committee Meeting
September 29, 2017**

Project: CM and related services related to the implementation of the NYC Ferry ("NYC Ferry" a/k/a "CFS") program

Procurement Method: Sole source amendment to a contract that was competitively procured

Contractor: Skanska

Agreements to be Approved: One or more amendments (the "Skanska Amendments") to the CM Contract with Skanska (the "Skanska Contract") for the provision of Project-related CM and related services to provide for additional such services

Amounts to be Approved: Up to \$18,450,000, consisting of approximately \$1,845,000 for CM services and the balance for subcontracts to be procured by Skanska

Source of Funds to NYCEDC: City Capital Budget funds and possibly up to \$5,050,000 of NYEDC programmatic budget funds

Proposed Resolution: To authorize the President and any empowered officer to enter into the Skanska Amendments, substantially as described herein

Background: At its June 17, 2015 and December 20, 2016 meetings, the Executive Committee approved NYCEDC entering into the Skanska Contract and a Skanska Contract amendment, respectively, to provide services related to expanding the City's existing ferry system and creating the NYC Ferry, including the construction of ten new ferry landings and upgrades to four existing landings as well as upland site improvements required to allow the placement and operation of the ferry landings at the specific sites.

NYC Ferry, which will eventually be six routes, has so far launched four. The Rockaway and East River routes launched on May 1, the South Brooklyn Route on June 1 and the Astoria Route on August 29. The final two, the Lower East Side and Soundview routes, will launch next year, and NYCEDC is currently in the process of building the landings required for those routes.

NYC Ferry served one million riders nearly a month earlier than the original August 23rd projection. Responding to the huge demand, and in anticipation of new routes going into service in 2018, upgrades to four existing landings (Pier 11, Brooklyn Bridge Park Pier 1 - DUMBO, East 34th Street and Governor's Island) will be required to make the system more efficient. These upgrades will be undertaken through the Skanska Contract and will increase the amount of boat slips and shorten the dwell time for the boats at the landings.

Skanska will act as the project CM for the work described above. Generally, it will procure subcontracts to implement the project using procurement methods similar to those included in NYCEDC's CM retainer contracts.

The Skanska Contract was last presented to the Executive Committee on December 20, 2016.

Project Code: 6155

Staff: Paul Boomgaardt, Assistant Vice President, Asset Management
Phillip Grant, Senior Vice President, Asset Management
Valerie Himelewski, Senior Counsel, Legal

Exhibit G

**FERRY LANDINGS RESILIENCY UPGRADES
Executive Committee Meeting
September 29, 2017**

Project: Design and engineering services for resiliency work at the Hunters Point South Ferry Landing, Brooklyn Cruise Terminal, and East 34th Street Ferry Landing

Procurement Method: Publicly advertised RFP

Contractor: M.G. McLaren, P.C. d/b/a McLaren Engineering Group ("McLaren")

Agreements to be Approved:

- A contract with McLaren for Project work
- Any needed Funding Source Agreements

Amount to be Approved: Up to \$2,082,512

Sources of Funds to NYCEDC: City Capital Budget and Federal funding

Proposed Resolution: To authorize the President and any empowered officer to enter into the McLaren Contract and any needed Funding Source Agreements, substantially as described herein

Background: The purpose of the Ferry Landings Resilience Upgrades project is to help safeguard and enhance the ferry network across New York City from the threats posed by future storms and other emergencies. This is especially critical in a metropolitan area that consists primarily of islands and peninsulas, and in which a large portion of the population lives and/or commutes in or to coastal communities. The Upgrades project is not part of the Citywide Ferry System project.

The upgrades will serve to modify facilities at critical locations so that they will be able to accommodate three new ferry vessels, which will be purchased by the City DOT's Staten Island Ferry Division; these vessels are referred to as Ollis Class vessels and are larger than vessels that currently use the facilities to be modified. These vessels could be used in emergencies and when otherwise needed. The landings will also be hardened against damage from potential storms and the effects of sea level rise.

More specifically McLaren will produce design documents to support:

- The installation of a new barge and monopile installation at the Hunters Point South Ferry Landing;
- An extension of the pier at the Brooklyn Cruise Terminal Pier 12; and
- Spud extension, monopile installation, electrical improvements and gangway improvements at the East 34th Street Ferry Landing

McLaren will be responsible for all design team services for the various sites, including but not limited to: overall Project coordination; community outreach; obtaining topographic and utility surveys; civil and related engineering services; coordination of contract documents; sustainable design and other environmental initiatives; permitting from relevant agencies, including the Public Design Commission, and utilities; cost estimating; value engineering; and assistance in strategic efforts to develop construction phases for the Project.

NYCEDC Project Codes: 6727

Staff: Phillip Grant, Senior Vice President, Asset Management
Paul Boomgaardt, Assistant Vice President, Asset Management
Prince Flanigan, Project Manager, Asset Management
Sophia Abel, Project Manager, Asset Management
Michael Barone, Counsel, Legal

Exhibit H

**CITYWIDE REHABILITATION/IMPROVEMENTS
Executive Committee Meeting
September 29, 2017**

Project: Work related to waterfront and other facilities at various locations in the City

Procurement Method: Sole source amendments to a contract that was competitively procured. The Contractor is acting as a CM and procuring subcontractors for the Project work assigned to it in a manner permitted under its contract, with the primary procurement method anticipated to be a method similar to the CM method of procurement in NYCEDC's contracts with the City.

Contractor: Hunter Roberts

Agreements to be Approved for Project Work:

- One or more amendments (the "Hunter FM/CM Amendments") to NYCEDC's existing FM/CM Contract with Hunter Roberts (the "Hunter FM/CM Contract") to provide for Project services and to extend the Hunter FM/CM Contract until work being completed under that contract is finished
- Any needed Funding Source Agreements

Amount to be Approved: Up to \$3,940,800 for the Hunter FM/CM Amendments

Source of Funds to NYCEDC: City Capital Budget funds and NYCEDC programmatic budget funds

Proposed Resolution: To authorize the President and any empowered officer to enter into the Hunter FM/CM Amendments and any needed Funding Source Agreements, substantially as described herein

Background: Under its annual contracts with the City, NYCEDC manages certain City-owned property and projects at City-owned property. NYCEDC also leases properties, owns some properties and undertakes various other projects at the direction of the City. At this time, NYCEDC proposes that Hunter Roberts undertake substantially the Project work listed in Attachment A. Attachment A indicates the maximum amounts to be spent for the specified work. The Project costs, in most cases, will include engineering, design, construction, construction management and/or insurance costs.

With NYCEDC's approval, subcontractors retained by Hunter Roberts may, in turn, subcontract certain work.

The estimated approximate payment to be made to Hunter Roberts for CM services related to the Project is \$394,080

The Citywide Rehabilitation/Improvements Project was last presented to the Executive Committee on August 2, 2017.

NYCEDC Project Codes: See Attachment A.

Staff: Phillip Grant, Senior Vice President, Asset Management
Paul Boomgaardt, Assistant Vice President, Asset Management
Prince Flanigan, Project Manager, Asset Management
Sophia Abel, Project Manager, Asset Management
Valerie Himelewski, Senior Counsel, Legal

Attachment A

Contract	Work Site	Borough	Project Work	Estimated Maximum Cost	Project Code
Hunter Roberts	BAT Buildings A & B	Brooklyn	Design, construction and other related work with regard to rehabilitation and concrete repairs at Buildings A and B and waterproofing of loading docks at Building B.	\$800,000	TBD
Hunter Roberts	Bush Terminal	Brooklyn	Lintel repairs	\$1,140,800	TBD
Hunter Roberts	Brooklyn Navy Yard	Brooklyn	Additional work and funds related to the construction of a new operations building at the Brooklyn Navy Yard and structural repairs to the electrical room in a Brooklyn Navy Yard facility to be able to access electricity for the new operations building.	\$2,000,000	6592
Total Hunter FM/CM Amendments				\$3,940,800	

Exhibit I

BOX STREET PARK AND NEWTOWN BARGE PARK Executive Committee Meeting September 29, 2017

Projects: Construction management and related services, including pre-construction, construction and post-construction services, for the construction of a portion of the Box Street Park and Newtown Barge Park (the "Parks") project, and design services related to the design and construction of Box Street Park

Procurement Methods:

- Amendment to NYCEDC's CM Contract with LiRo for the Parks project (the "LiRo Contract") to add services included in the procurement for this contract, which was procured through a publicly advertised RFP using the competitive sealed proposals procurement method
- Sole source amendment to NYCEDC's design contract for the Parks project with Stantec Consulting Services Inc. ("Stantec"), which was procured through a publicly advertised RFP

Contractors:

- LiRo
- Stantec

Agreements to be Approved:

- An amendment to the LiRo Contract for CM and related services for the Parks project (the "LiRo Amendment") to add funds for additional Project services related to Newtown Barge Park and Box Street Park
- An amendment (the "Stantec Amendment") to the design contract with Stantec (the "Stantec Contract") to provide for additional Project design services related to Box Street Park
- Any needed Funding Source Agreements

Amounts to be Approved:

- Up to \$4,223,739 for the LiRo Amendment, for a total authorized contract value of up to \$23,404,000
- Up to \$520,000 for the Stantec Amendment, for a total authorized contract value of up to \$3,895,000

Source of Funds: City Capital Budget funds made available by City Parks and City DEP

Proposed Resolution: To authorize the President and any empowered officer to enter into the LiRo Amendment, the Stantec Amendment and any needed Funding Source Agreements, substantially as described herein

Background: In 2005, the Greenpoint and Williamsburg neighborhoods of Brooklyn were rezoned to provide opportunities for new residential and commercial development

and the enhancement and upgrade of the waterfront areas, including new parkland on the waterfront to provide waterfront access and recreational opportunities. Subsequent to the rezoning, the Greenpoint-Williamsburg Land Use and Waterfront Access Plan and the Greenpoint-Williamsburg Waterfront Open Space Master Plan were developed to guide open space development along the nearly two-mile stretch of the East River in these two neighborhoods.

Several parcels along the East River and Newtown Creek were identified which would be developed by the City as parkland, including (1) the site of the future Box Street Park at 65 Commercial Street and (2) the site of Newtown Barge Park.

Currently, 65 Commercial Street is City owned land occupied by an existing MTA paratransit training facility. To facilitate the construction of Box Street Park, this facility is being relocated by NYCEDC through a separate contract with Hunter Roberts. MTA has given NYCEDC permission to access 65 Commercial Street while the MTA occupies the existing facility. To advance the design of Box Street Park, under the Stantec Amendment Stantec will gather information on the existing conditions of the site, which will include environmental and geotechnical investigation activities. The request for authorization for the Stantec Amendment is to account for services which were not originally contemplated at the time of the design contract award.

The Newtown Barge Park is currently under construction that is being managed by LiRo. The marine work to construct the waterfront dock is underway pursuant to the first construction subcontract and the upland work is anticipated to commence in the fall of 2017 pursuant to a second construction subcontract.

At its June 18, 2014 meeting, the Executive Committee approved NYCEDC entering into a CM Contract with LiRo for services for both Parks. The LiRo services include construction and pre-construction cost estimating and value engineering services, constructability and construction document review, and review of staging, phasing, and construction plans and specifications. LiRo also provides independent oversight and review of the design team's work and assists NYCEDC in Project controls, preparing bid packages, and managing and overseeing Project construction. At the June 18, 2014 meeting funds were provided primarily for pre-construction services and for general conditions for Newton Barge Park. However, no work has or will be undertaken for the Box Street Park using funds previously authorized for the LiRo Contract.

At the August 2, 2016 Executive Committee meeting, NYCEDC was authorized to amend the LiRo Contract to provide for construction, post-construction, and related services for Newtown Barge Park. NYCEDC now proposes to amend the LiRo Contract to provide for additional construction related services for Newtown Barge Park and for pre-construction related services for Box Street Park. This work was not included in the previous Executive Committee authorization because funds for this work were not available at that time.

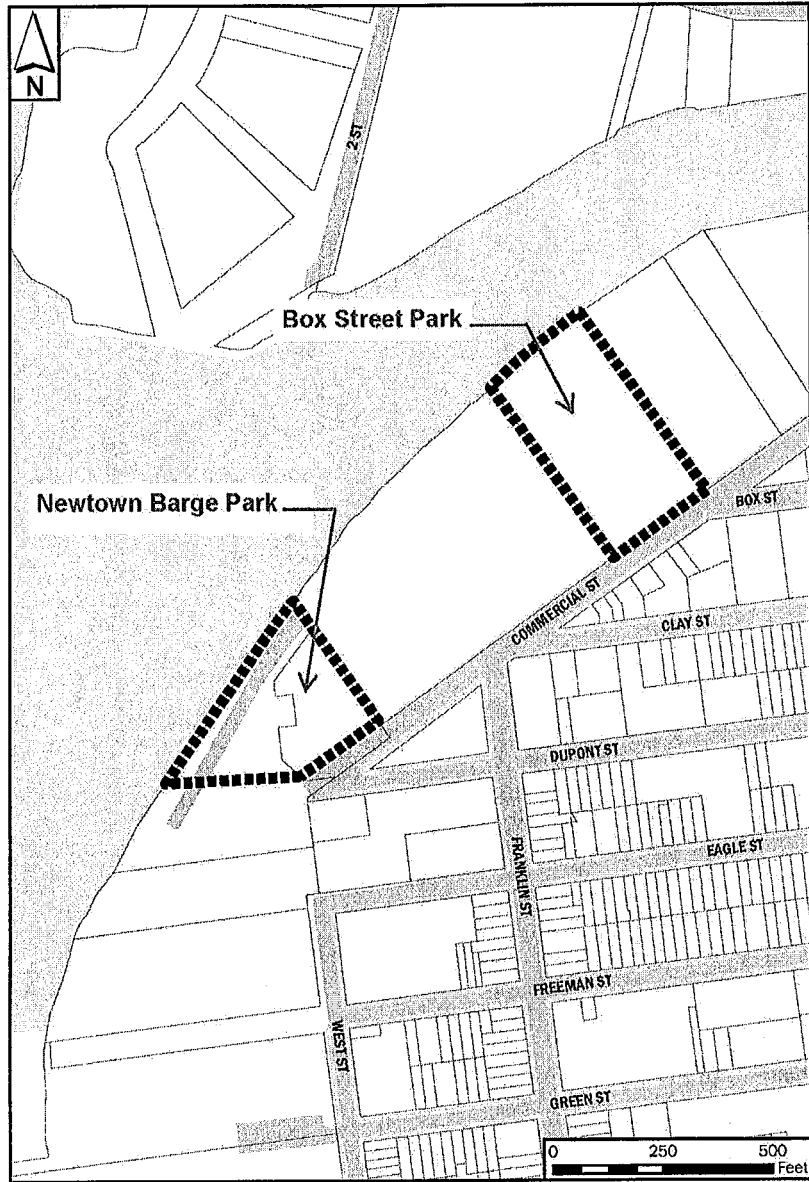
LiRo will procure subcontractors for the Project work in a manner permitted under the CM Contract, with the primary procurement method anticipated to be a method similar to the CM method of procurement in NYCEDC's contracts with the City. With NYCEDC's approval, subcontractors retained by LiRo may subcontract certain work.

The Box Street Park and Newtown Barge Park Project was last presented to the Executive Committee on August 2, 2016.

NYCEDC Project Code: 5464

STAFF: Joanna Gargiula, Assistant Vice President, Capital Program
Emily Rubenstein, Vice President, Capital Program
Michael Barone, Counsel, Legal

Box Street and Newtown Barge Parks



NYCEDC MGIS 04/04/13

Exhibit J

**NEW STAPLETON WATERFRONT
INFRASTRUCTURE AND OPEN SPACE PROJECT:
PHASES 2 AND 3
Executive Committee Meeting
September 29, 2017**

Project: Engineering and design services, and CM services, including pre-construction, construction, post-construction, resident engineer and inspection, and other related services, for Phases 2 and 3 improvements to the waterfront at, and adjacent to, the former United States Navy Homeport site (the "Homeport"), and adjacent upland areas (together, the "Site") in Stapleton, Staten Island

Procurement Method: Sole source amendments to contracts that were competitively procured

Contractors:

- Ove Arup & Partners P.C. ("Arup")
- LiRo Engineers, Inc. ("LiRo")

Agreements to be Approved/Ratified:

- One or more amendments (the "Arup Amendments") to NYCEDC's contract with Arup (the "Arup Contract") for planning, engineering and design services for Phases 2 and 3 to provide for additional engineering, design and related consultant services for Phases 2 and 3 and to increase the authorized amount of the Arup Contract
- An amendment (the "LiRo Amendment") to NYCEDC's contract with LiRo (the "LiRo Contract") for CM, resident engineering and inspection, and other related services for Phases 2 and 3 to provide for additional such services
- Any needed Funding Source Agreements

Amounts to be Approved:

- Up to an additional \$197,800 for the Arup Amendments, bringing the total authorized amount for the Arup Contract to up to \$8,107,114 (the non-FEMA funds in such total being Capital Budget funds), plus any FEMA funds authorized but not used for the LiRo Contract
- Up to \$3,209,844 for the LiRo Amendment, bringing the total authorized amount for the LiRo Contract to up to \$11,907,485

Source of Funds to NYCEDC: FEMA funds for the additional authorized amounts for the Arup Contract and LiRo Amendment

Proposed Resolution: To authorize the President and any empowered officer to enter into the Arup Amendments, the LiRo Amendment and any needed Funding Source Agreements, and to ratify the inclusion in a previous amendment to the Arup Contract of FEMA funds (which will result in some of the previously authorized Capital Budget funds

being included in the new Arup Amendments) for services to be provided by Arup with FEMA funds, substantially as described herein

Background: The City is redeveloping the approximately 35-acre decommissioned Homeport on the north shore of Staten Island into a new mixed-use residential community in accordance with the New Stapleton Waterfront Development Plan (the "Plan"), which was developed in 2004 by the Homeport Task Force. Subsequent to this plan, Superstorm Sandy caused extensive damage along the shoreline, including loss of shoreline fill and riprap, extensive deposition of debris, and damaged surface areas. FEMA funding was sought for site repairs related to shoreline rehabilitation, which has been added to the City Capital Budget funding previously proposed for NYCEDC's related Phases 2 and 3 work on behalf of the City.

The Executive Committee previously authorized NYCEDC to enter into a design and engineering contract with Weidlinger Associates, Inc. for services related to what is now considered Phase 1 infrastructure work and waterfront open space improvements, as well as other improvements to the Site. A portion of the Phase 1 infrastructure and open space work is completed and open to the public; the remaining Phase 1 open space work is anticipated to be completed by fall 2017.

The proposed work for Phases 2 and 3 includes the design and construction of street realignment and reconstruction, streetscape improvements and amenities, new and relocated utilities, public waterfront open spaces and shoreline rehabilitation. NYCEDC's work for Phases 2 and 3 ties into both the City's current affordable housing initiative as well as the 2004 Plan.

At its June 17, 2015 meeting, the Executive Committee authorized NYCEDC to enter into the Arup Contract to provide planning, engineering, and design related consultant services for Phases 2 and 3.

At its March 29, 2017 meeting, the Executive Committee approved NYCEDC to enter into an amendment to the Arup Contract to provide additional funds for additional services, and to enter into the LiRo Contract to provide CM, resident engineer and inspection, and related services for the Project.

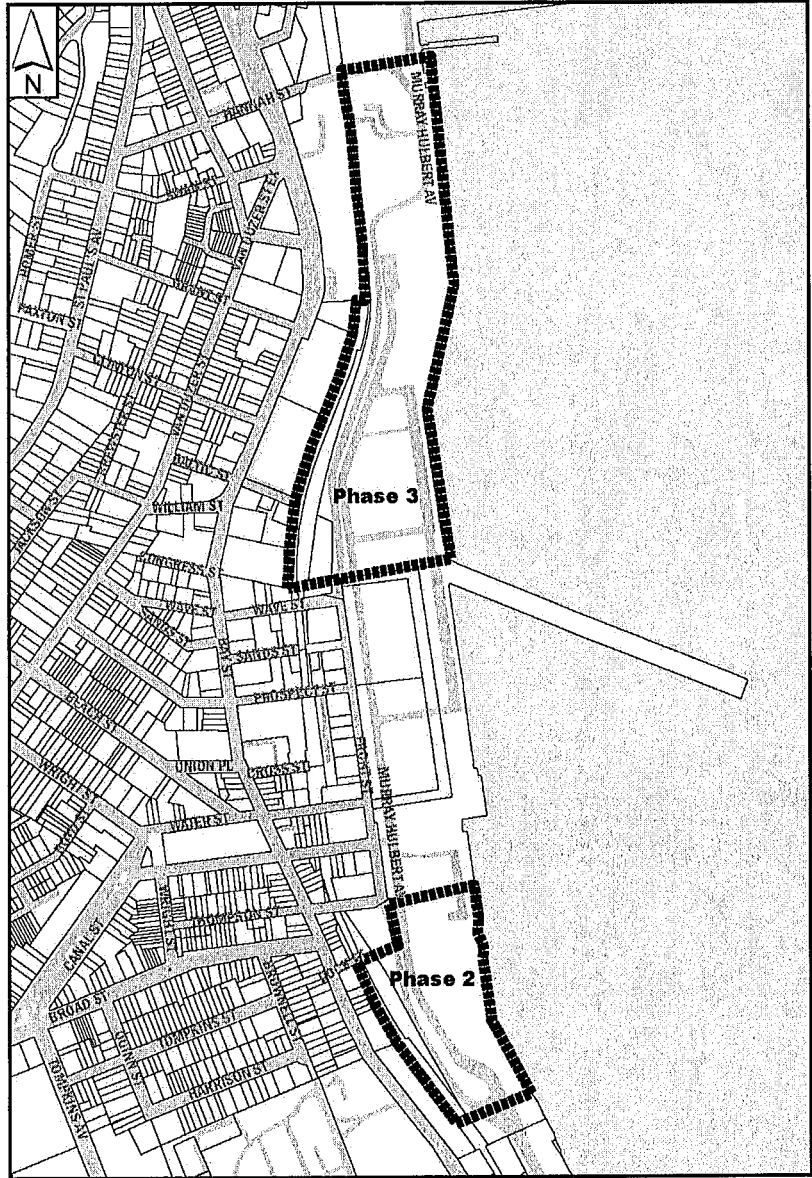
NYCEDC now proposes to seek authorization for the inclusion of FEMA funds in the Arup Contract and LiRo Contract that have been granted for the Project as part of the FEMA Public Assistance Program for work resulting from damage related to Superstorm Sandy. The FEMA funding is for design and construction of the repair and rehabilitation of the shoreline within the Project site. In accordance with FEMA guidance, NYCEDC will issue a Request for Qualifications ("RFQ") at a later date for the public procurement of trade contractors for construction work to be performed under the LiRo Contract. A previous amendment to the Arup Contract included some of the FEMA funds in place of authorized Capital Budget funds. The new total authorized amount for the Arup Contract includes the previously authorized Capital Budget funds and the FEMA funds being authorized in this item.

The New Stapleton Waterfront Development Project was last presented to the Executive Committee on March 29, 2017.

NYCEDC Project Code: 5953

Staff: Julia Melzer, Assistant Vice President, Capital Program
Jennifer Cass, Vice President, Capital Program
Luz Fontana, Senior Counsel, Legal

Stapleton - Phases 2 & 3



NYCEDC MGIS 05/20/2015

0 800 1,600 Feet

Exhibit K

**NYC MEDIA LAB
Executive Committee Meeting
September 29, 2017**

Project: Hosting, developing and managing additional services for the NYC Media Lab program, a project funded by the Mayor's Office of Media and Entertainment ("MOME") to foster greater collaboration among various sectors of the media industry in New York City, including universities, corporations and other media industry stakeholders, with an overarching goal of identifying and/or developing research projects with commercial potential

Procurement Method: Sole source amendment for additional Phase 2 work for the NYC Media Lab program. NYCEDC originally selected the Polytechnic Institute of New York University, now the Tandon School of Engineering of New York University ("NYU Tandon"), to administer Phase 2 of the NYC Media Lab program after a publicly advertised procurement process. Since there were only two respondents for this procurement, the procurement is considered a sole source.

Contractor: NYU Tandon

Agreements to be Approved:

- An amendment (the "Amendment") to the contract between NYCEDC and NYU Tandon in connection with Phase 2 of the NYC Media Lab program (the "Contract") to provide additional funds for the NYC Media Lab program and to amend the Contract's scope of services
- Any needed Funding Source Agreements

Amount to be Approved: Up to \$500,000 (which it is anticipated will be used over approximately a one year period)

Source of Funds to NYCEDC: Tax Levy funds made available by MOME

Proposed Resolution: To authorize the President and any empowered officer to enter into the Amendment and any needed Funding Source Agreements substantially as described herein

Background: NYCEDC launched the NYC Media Lab in 2010 as part of MediaNYC 2020, a mayoral initiative to address the economic challenges facing the media industry in the City. The primary goal of the NYC Media Lab is to facilitate greater cooperation between academic researchers and media companies. During the first phase of NYC Media Lab, NYU Tandon, in conjunction with a consortium that ultimately consisted of NYU Tandon, Columbia University and NYCEDC, worked to create academic-industry alliances through events and workshops and developed a database of research projects.

NYU Tandon has been undertaking Phase 2 of NYC Media Lab through the Contract

The term of the Contract commenced in 2012 as a three-year term with an option to renew for up to an additional six years. The Contract is now in effect under the option renewal.

During the first two phases of the NYC Media Lab, NYU Tandon, has been utilizing and leveraging the assets, activities and relationships it built to foster greater collaboration and research among various sectors of the media industry in the City. Specifically, it has aimed to:

- Increase relationships between private sector companies and universities
- Coordinate joint research projects between corporations and universities and foster pathways to commercialization
- Facilitate research panels and lectures
- Host networking events.

To date, the NYC Media Lab program has expanded its consortium and it currently includes other universities such as Columbia University, The New School, Pratt Institute and CUNY and corporate members such as the Associated Press and Viacom. The program has run project engagements across a range of disciplines in seed projects on subjects ranging from computer vision to video engineering to design, connecting technologists in member companies with faculty and students to drive collaboration. In addition, the program has organized multiple community building events, from roundtables to major conferences, on subjects ranging from future interfaces to personalization technologies, matching the work of students and faculty with that of startups and major corporations.

Going forward, NYCEDC and NYU Tandon intend to continue to build on the success of the program and continue to strengthen its impact, furthering its original mission to build a program of engagements between institutions of higher education and the digital media and communications industry to encourage innovation, talent development and ultimately job growth and wealth creation in New York City.

On June 17, 2015, and June 15, 2016, the Executive Committee approved additional funding for the Contract that was used primarily to help develop and launch the Media Lab Combine initiative to encourage commercialization of academic research. Over the first two iterations of the initiative, 21 early-stage companies have participated in the Combine of which 60% have already formed companies. The teams have focused on a range of areas, including: haptics, computer vision, IoT, data, and virtual and augmented reality as well as a range of verticals, including commerce, advertising health, architecture, and enterprise.

It is now proposed that NYCEDC amend the Contract to add up to an additional \$500,000 of City Tax Levy funds to further support the operating expenses and other programmatic activities of the NYC Media Lab, including its Combine program.

The NYC Media Lab project was last presented to the Executive Committee on June 15, 2016.

NYCEDC Project Code: 3738

Staff: Kate Daly, Senior Vice President, Initiatives
Karen Bhatia, Vice President, Initiatives
Carrie Bronsther, Senior Project Manager, Initiatives
Lauren Brady, Senior Counsel

FUNDING AGREEMENTS
Executive Committee Meeting
September 29, 2017

Proposed Resolution: To authorize the President and any empowered officer to enter into funding agreements that have been procured on a sole source basis, substantially as described herein, and any agreements or amendments to agreements necessary to obtain funds for said agreements

Contractor Name and Description, and Agreement/Amendment (the agreement may be with the named contractor or an affiliate of the named contractor)	Project Site Address(es), Borough	Source of New NYCEDC Funds	Amount Under New Agreement/ Amendment	Application of New Funds and Related NYCEDC Actions
(1) Berklee College of Music, Inc., a not-for-profit corporation – Funding Agreement	441 West 43rd Street, Manhattan	Build NYC Resource Corporation and/or City tax levy funds provided by the Mayor's Office of Media and Entertainment	Up to \$6,000,000	To fund a portion of the costs of the refurbishment and modernization of the former Avatar Studios site for use as a New York City satellite campus and for public programming
(2) City Parks Foundation, Inc., a not-for-profit corporation – Funding Agreement	3052 W 21 st , Brooklyn	City tax levy and/or City Council and/or Brooklyn Borough President and/or NYCEDC programmatic budget funds	Up to \$350,000	To fund a portion of the cost of up to four free concerts at the Ford Amphitheater at Coney Island Boardwalk.
(3) The Hudson Guild ("Hudson Guild"), a not-for-profit corporation – Funding Agreement	441 West 26 th Street, Manhattan	City Council	Up to \$1,175,610	To fund a portion of the cost of the comprehensive renovation of the HVAC system at Hudson Guild's community center at 441 West 26 th

<p>(4) The Second Stage Theatre Incorporated, a not-for-profit corporation – Funding Agreement</p>	<p>240 W. 44th Street, Manhattan</p>	<p>City Council, Manhattan Borough President and the Department of Cultural Affairs</p>	<p>Up to \$14,165,000</p>	<p>Street, as well as replacing damaged flooring and theater seating damaged by the existing HVAC system, which will allow underutilized spaces to be used and Hudson Guild to provide a full range of programming. The facility is the only community center providing services for the underserved NYCHA and greater Chelsea community.</p> <p>To fund a portion of the cost of the renovation of the Helen Hayes Theatre to become a state-of-the-art Broadway theatre. Among other things, the renovations will allow the theatre to be fully ADA accessible.</p>
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NYCEDC Project Codes: (1) 7051, (2) 7245, (3), 6148, (4) 6551

NYCEDC Staff: (1) Alyssa Figueras, Project Manager, Funding Agreements; (2) Andrew Ye, Analyst, Funding Agreements, Jihyeun Byeon, Associate, Asset Management ; (3,4) Priya Ananthanathan, Senior Project Manager, Funding Agreements, Jihyeun Byeon, Associate, Asset Management

Description of Contractor

- (1) **Berklee College of Music, Inc.** is a not-for-profit, coeducational institution of higher learning with the mission to educate, train and develop students to excel in music as a career.
- (2) **City Parks Foundation, Inc.** is dedicated to invigorating and transforming parks into dynamic, vibrant centers of urban life through sports, arts, community building and education programs for all New Yorkers.
- (3) **The Hudson Guild** has the mission to create and sustain a strong, effective community focused on the Chelsea neighborhood through empowerment of individuals and families in order to achieve their highest potential.
- (4) **The Second Stage Theatre Incorporated** was founded in 1979 with the mission of supporting both established and emerging artists. Second Stage reflects the diverse city and the world we live in today as it reaches an ever-growing audience through its Broadway runs.

Exhibit M

**NEW YORK CITY BROWNFIELD INCENTIVE GRANT PROGRAM
Executive Committee Meeting
September 29, 2017**

Project: Program management, grant administration and operation of the NYC Brownfield Incentive Grant Program (the "Program"), a small grants program initiated by the New York City Mayor's Office of Environmental Remediation ("OER") to promote the redevelopment and transformation of New York City brownfields into productive properties

Procurement Method: Sole source

Contractor: Brownfield Redevelopment Solutions Inc. (the "Consultant")

Agreements to be Approved:

- A consultant contract, and possibly amendments thereto, with the Consultant (together, the "Consultant Contract") to provide the Project services
- An MOU, or amendment to an MOU, with OER related to its assisting in the administration of the Consultant Contract (the "OER MOU")
- Any needed Funding Source Agreements

Amount to be Approved: Up to \$10,600,000 for the Consultant Contract, of which it is estimated that approximately \$1,060,000 will be used to pay the Consultant for its services and the balance will primarily be used for grants

Source of Funds to NYCEDC: City Tax Levy funds, U.S. Environmental Protection Agency funds and New York State Regional Economic Development Council funds

Proposed Resolution: To authorize the President and any empowered officer to enter into the Consultant Contract, the OER MOU and any needed Funding Source Agreements, substantially as described herein

Background: The Program was launched in 2010 to provide small City grants and, in certain instances, limited technical assistance, to eligible owners and developers of brownfields in the City to advance private and community-based brownfield redevelopment projects. Program development was initiated in December 2009 through an initial contract between NYCEDC and the Consultant. The first grants were disbursed toward the end of 2010 and Program activity has continued to increase with the increased interest and enrollment of projects in the NYC Voluntary Cleanup Program. In 2012, the Executive Committee authorized a new consultant contract with the Consultant, on a sole source basis, for a continuation of the Consultant's services under the initial contract. At its June 2017 meeting, the Executive Committee approved up to an additional \$885,000 for the Project. A portion of the Program to date has been funded with Federal and State funds. Since inception, the Program has awarded approximately \$7.2 million in cleanup and remediation grants performed on 258 project sites, and approximately \$480,000 in community grants to 22 community based organizations.

Grants under the Program are an essential component of the programmatic infrastructure that the City has established to accomplish the OneNYC goal of cleaning up all contaminated land in New York City.

Recently, two new grant types have been developed for the Program. The first is Community Brownfield Planning grants which will be awarded to community based organizations identified by OER that facilitate brownfield planning activities and services for a place-based community brownfield planning area. The second grant type, City enrollment grants, will fund eligible cleanup activities at publicly-owned sites, certain affordable and/or supportive housing sites involving HPD, industrial or manufacturing sites supported by NYCEDC, or other project sites receiving substantial support from the City.

The Consultant developed the initial grant administration protocol for the Program and has successfully implemented the Program. Based on the Consultant's contract performance to date, in depth knowledge of the Program, and the fair and reasonable price structure that has been established, NYCEDC proposes to enter into the Consultant Contract on a sole source basis to continue Project services for the existing Program modified to include the above described two new grant types, with services to begin thereunder approximately once funds for the current Project contract with the Consultant are used up.

New York City Brownfield Incentive Grant Program was last presented to the Executive Committee on June 28, 2017.

NYCEDC Project Code: 3692

Staff: Erin Layton, Project Support Manager, Planning, Development, Transportation
Rob Holbrook, Senior Vice President, Planning
Luz Fontana, Senior Counsel, Legal

Exhibit N

**SHEARMAN & STERLING: LEGAL RETAINER
Executive Committee Meeting
September 29, 2017**

Project: Legal representation of NYCEDC in connection with NYCEDC's negotiation of a lease for headquarters office space due to the impending expiration of its current lease for space at 110 William Street

Procurement Method: Sole source increase in the authorized amount to be spent under a legal retainer (the "Retainer Agreement") with Shearman & Sterling, LLP ("Shearman & Sterling") entered into pursuant to a small purchase procurement

Contractor: Shearman & Sterling

Source of Funds to NYCEDC: NYCEDC's programmatic budget

Proposed Resolution: To authorize NYCEDC to spend up to an additional \$35,000 under the Retainer Agreement, bringing the total authorized amount to be spent under the Retainer Agreement to up to \$125,000

Background: NYCEDC's lease on its space at 110 William Street expires on August 31, 2019. NYCEDC staff have, in conjunction with Newmark Grubb Knight Frank, explored the options that NYCEDC will have at that time, including moving to new space and seeking to remain at its current location. NYCEDC staff believed that to further explore these options they required advice of experienced commercial leasing counsel. To that end, staff interviewed four firms with expertise in this area, including interviews with Peter Strauss of Shearman & Sterling. Mr. Strauss has 30 years of experience in a broad range of transactional work, including past experience with international law firms, and as a senior officer in business and legal affairs for the world's largest diversified venue owner and operator and producer of live entertainment events. Mr. Strauss has advised clients as landlords and tenants in large lease transactions, lenders in credit facilities, multi-state transactions and large loan workouts, borrowers in large mortgage loans, developers, equity investors, and parties to joint ventures.

As a result of the above process, staff recommended that NYCEDC enter into the Retainer Agreement with Shearman & Sterling, with Mr. Strauss as the lead attorney. NYCEDC's Legal Affairs Committee approved the Retainer Agreement on May 5, 2017 for up to \$90,000. At this time, approval to expend up to an additional \$35,000 under the Retainer Agreement is proposed.

Shearman & Sterling has charged and will continue to charge the following rates per hour: \$500 for partners and Mr. Strauss, \$375 for associates with more than four years' experience, \$350 for associates with more than three but less than four years of experience, and \$285 for associates with less than three years of experience.

Shearman & Sterling is also being reimbursed for certain expenses. It should be noted that the City's Law Department, pursuant to its role under NYCEDC's annual contracts

with the City, has approved the rates and retention of Shearman & Sterling for this matter.

NYCEDC Project Code: 6542-0

Staff: Matthew Kwatinetz, Executive Vice President, Asset Management
Mark Spector, Senior Vice President, Asset Management
Meredith Jones, General Counsel, Legal