

Brooklyn Bridge Park Corporation d/b/a
Brooklyn Bridge Park
Meeting of the Board of Directors
Held via teleconference

April 1, 2020

MINUTES

The following members of the Board of Directors were present by teleconference:

Joanne Witty – Vice Chair
Peter Aschkenasy
Martin Connor
Ali Davis
Henry B. Gutman
Edna Wells Handy
Martin Maher
Stephen Merkel¹
Susannah Pasquantonio
Andrea Phillips
Tucker Reed²
William Vinicombe
Matt Wing

Also present on the call was the staff of Brooklyn Bridge Park Corporation (“BBP”) and members of the public.

Vice Chair Witty called the meeting to order at approximately 10:05 a.m. Amy Lojek, BBP’s General Counsel and Secretary of the Corporation, confirmed that a quorum was present. Prior to proceeding with the agenda items, Vice Chair Witty welcomed the Board and BBP staff, and members of the public. Eric Landau, BBP’s President, explained that as a result of the pandemic, this meeting was being held as a teleconference in accordance with Governor Cuomo’s Executive Order temporarily suspending the Open Meetings Law to allow public bodies to hold meetings without in-person attendance, and explained ground rules for the teleconference.

1. Approval of Minutes

Upon motion duly made and seconded, the minutes of the December 4, 2019 Board of Directors meeting were unanimously approved.

2. Presentation of the President’s Report (Non-Voting Item)

Mr. Landau provided updates on: (i) the impact of COVID-19 and related restrictions on the park and BBP staff, concessions, and capital construction projects; (ii) essential and non-essential construction projects; (iii) the status of Squibb Park Bridge replacement; and (iv) the planned Brooklyn Bridge Plaza

¹ Director Merkel joined the teleconference meeting during Item #2.

² Director Reed joined the teleconference meeting during Item #1.

project. Director Matt Wing asked about social distancing measures and enforcement in the park; Alternate Director Ali Davis described the City's discussions around closing playgrounds and the use of 311 to report violations of social distancing measures.

3. Authorization to Enter into a Contract for Audit, Tax, and Related Services

Mr. Landau presented a proposed agreement for audit, tax, and related services with Marks Paneth, LLP for consideration and approval by the Board of Directors.

Director Stephen Merkel, Chair of the Audit & Finance Committee, confirmed that the Audit & Finance Committee had reviewed and was comfortable proceeding with the authorization.

Upon motion duly made and seconded, the resolutions attached hereto as **Schedule A** were unanimously adopted.

4. Authorization to Enter into an Amendment to an Existing Agreement with Gardiner & Theobald, Inc. Relating to Owner's Representative Services

Mr. Landau presented a proposed amendment to an existing agreement with Gardiner & Theobald, Inc. relating to owner's representative services for consideration and approval by the Board of Directors.

Director Merkel confirmed that the Audit & Finance Committee had reviewed and was comfortable proceeding with the authorization.

Upon motion duly made and seconded, the resolutions attached hereto as **Schedule B** were unanimously adopted.

5. Authorization to Enter into an Agreement Relating to a Maritime Maintenance Project

Mr. Landau presented a proposed agreement relating to a maritime maintenance project with Trevcon Construction Co. for consideration and approval by the Board of Directors.

Director Merkel confirmed that the Audit & Finance Committee had reviewed and was comfortable proceeding with the authorization.

Upon motion duly made and seconded, the resolutions attached hereto as **Schedule C** were unanimously adopted.

6. Public Comment

No public comment was made.

7. Adjournment

Vice Chair Witty noted that the final item on the agenda was an Executive Session and asked the Board whether there was any Director who believed that an Executive Session was necessary.

Hearing none, and there being no further business, Vice Chair Witty requested a motion to adjourn the meeting, and upon the motion being duly made and seconded, the meeting was adjourned at approximately 10:50 a.m.

Respectfully submitted,

/s/ Amy Lojek

Amy Lojek

Secretary

Dated: June 3, 2020

SCHEDULE A

ATTACHMENT A

April 1, 2020

AUTHORIZATION TO ENTER INTO CONTRACT FOR AUDIT, TAX, AND RELATED SERVICES

BE IT RESOLVED, that Brooklyn Bridge Park Corporation (“BBP”) is hereby authorized to enter into a contract with Marks Paneth, LLP for the performance of annual audit, tax preparation and related services, including any additional services and projects required, for BBP’s 2020, 2021, and 2022 fiscal years for a contract price not-to-exceed \$144,600; and be it further

RESOLVED, that the President of BBP is authorized to exercise the option to extend the Contract term for one additional year to include BBP’s 2023 fiscal year, on the terms and conditions set forth in the Contract, without further Board authorization; and be it further

RESOLVED, that the President of BBP, or their designee(s), be, and each hereby is, authorized and directed, in the name and on behalf of BBP, to execute and deliver any and all documents and take all actions as the President or their designee(s) may deem necessary or proper to effectuate the foregoing and in connection with the implementation of the work pursuant to the agreement.

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SCHEDULE B

ATTACHMENT A

April 1, 2020

AUTHORIZATION TO ENTER INTO AMENDMENT TO AN EXISTING AGREEMENT WITH GARDINER & THEOBALD, INC. RELATING TO OWNER'S REPRESENTATIVE SERVICES AND AUTHORIZATION TO TAKE RELATED ACTIONS

BE IT RESOLVED, that Brooklyn Bridge Park Corporation ("BBP") is hereby authorized to enter into an amendment with Gardiner & Theobald, Inc. for owner's representative services through the end of 2021 for the amount of \$871,767; and be it further

RESOLVED, that the President of BBP, or their designee(s), be, and each of them hereby is, authorized and directed, in the name and on behalf of BBP, to execute and deliver any and all documents and take all such actions as the President or their designee(s) may deem necessary or proper to effectuate the foregoing and in connection with the implementation of the work pursuant to the agreements.

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SCHEDULE C

ATTACHMENT A

April 1, 2020

**AUTHORIZATION TO ENTER INTO AN AGREEMENT RELATING TO A MARITIME MAINTENANCE PROJECT
AND AUTHORIZATION TO TAKE RELATED ACTIONS**

BE IT RESOLVED, that Brooklyn Bridge Park Corporation (“BBP”) is hereby authorized to enter into an agreement with Trevcon Construction Co. for the implementation of a new steel sheet pile bulkhead to replace the existing, failing concrete wall for a contract price not-to-exceed \$1,676,400; and be it further

RESOLVED, that the President of BBP, or their designee(s), be, and each of them hereby is, authorized in the name and on behalf of BBP, to execute and deliver any and all documents and take all such actions as the President or their designee(s) may deem necessary or proper to effectuate the foregoing and in connection with the implementation of the work pursuant to the agreement.

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