

**Brooklyn Bridge Park Corporation d/b/a
Brooklyn Bridge Park
Meeting of the Directors**
Held at Brooklyn Public Library, Brooklyn Heights Branch
Brooklyn, NY

April 14, 2011

MINUTES

The following members of the Board of Directors were present at the meeting:

Robert Steel – Chairman
Peter Aschkenasy
Adrian Benepe
Martin Connor
Anita Contini
Peter Davidson
Debra Feinberg
Juny Francois
Henry B. Gutman
Paul Nelson
David G. Offensend
Seth Pinsky
John Raskin
Daniel E. Simmons
Nanette Smith
Mathew Wambua

Also present were staff of Brooklyn Bridge Park (hereafter “BBP” or the “Corporation”), the Mayor’s Office, the New York City Department of Parks and Recreation, the New York City Economic Development Corporation, the Co-Chairs of the Community Advisory Council, and members of the press and public.

Robert Steel, Chairman of the Board of Directors, called the meeting to order at approximately 1:15 P.M. Jennifer Klein, Director of Capital Improvements and Secretary of BBP, served as secretary of the duly constituted meeting and confirmed that a quorum was present. The Chairman noted there would be a Committee on Alternatives to Housing meeting directly after the board meeting.

The first order of business was the approval of the minutes of the February 22, 2011 meeting of the Board of Directors. Chairman Steel asked if there were any changes or corrections. There being none, Chairman Steel requested a motion to approve the resolution. Upon the motion being duly made and seconded, the following resolution was unanimously adopted:

APPROVAL OF MINUTES TAKEN AT THE FEBRUARY 22, 2011 MEETING OF THE DIRECTORS OF THE BROOKLYN BRIDGE PARK CORPORATION

RESOLVED, that the Board of Directors hereby approves the minutes of the Board of Directors meeting held on February 22, 2011.

Chairman Steel announced the second item on the agenda: the authorization to enter into a contract with Marks, Paneth & Shron, LLP, for the performance of an annual audit, tax return preparation, accounting and other services. He asked Paul Kelly, Counsel for BBP, to present the item.

Mr. Kelly presented the proposed authorization to enter into a contract with Marks, Paneth & Shron, LLP.

Mr. Pinsky stated that the Audit and Finance Committee previously met to discuss the contract. He noted that although the Audit and Finance Committee did not take any formal action on the contract, he believed it was the right decision for the board to grant the authorization, given the fee proposal and experience of the firm.

In response to a question from Mr. Simmons, Mr. Kelly answered that the Marks, Paneth, & Shron proposal fell in the middle of the price range of the proposals received and was only \$7,000 above the lowest price and that given the experience and quality of the firm, the corporation thought it worth the extra \$7,000. Mr. Pinsky also noted that the staff felt that the low bidder did not have as much experience and that given this difference, the choice was appropriate.

There being no further questions, Chairman Steel requested a motion to approve the resolution. Upon the motion being duly made and seconded, the following resolutions were unanimously adopted:

April 14, 2011

BROOKLYN BRIDGE PARK CORPORATION d/b/a Brooklyn Bridge Park (“BBP”) Authorization for BBP to enter into a contract with Marks, Paneth & Shron, LLP (“MPS”) for the performance of annual audit, tax preparation and other related services; Delegation to the President of the authority to exercise the option to extend the contract for one additional year without further action of the Directors, and Authorization for the President to take such further actions as may be needed to implement these resolutions.

BE IT RESOLVED, that BBP is hereby authorized to enter into a contract with MPS for the performance of annual audit, tax preparation and related services, including any additional services and projects required, for BBP’s 2011, 2012 and 2013 fiscal years for a contract price not-to-exceed Two Hundred Five Thousand Dollars (\$205,000); and it be 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 2014 fiscal year, on the terms and conditions set forth in the Contract, without further Board authorization; and it be further

RESOLVED, that the President of BBP or her designee be, and each of them hereby is, authorized to take such action and execute such documents as may be necessary or appropriate to carry out the foregoing resolution, including, without limitation, the exercise of any extension option contained in the contract authorized hereby.

Chairman Steel announced that the third item for consideration was authorization to enter into a contract with Tekton Contracting Corporation. He asked Ms. Klein to present this item.

Ms. Klein presented the proposed authorization to enter into a contract with Tekton Contracting Corporation for the performance of renovation work to the first floor of Building 50 in Brooklyn Bridge Park.

In response to questions from Mr. Offensend, Ms. Klein stated that the renovated space on the first floor of Building 50 would provide adequate growth space for BBP and the Conservancy for several years. She also stated that the second floor of the building was not suitable for renovation due to the cost of ADA compliance.

In response to a question from Ms. Contini, Ms. Klein stated that BBP hoped the project would be completed by the end of the summer. In response to a question from Mr. Nelson, Ms. Klein stated that the building is owned by Brooklyn Bridge Park and was part of the property transfer from the Port Authority to the Brooklyn Bridge Park Development Corporation.

In response to an additional question from Mr. Nelson, Ms. Klein confirmed that the work to be performed would include space for the Conservancy. In response to an additional question from Mr. Nelson, Ms. Klein stated that the Conservancy does not currently pay rent. When they were previously located in the building, they were responsible for maintenance and utility costs of the building. Ms. Myer clarified that there would likely be a prorated assessment to the Conservancy based on all utilities, security and maintenance costs in the future.

In response to a question from Mr. Connor on the use of the second floor in the future, Ms. Klein stated that BBP had considered a few options and that the biggest financial consideration was not the renovation of the second floor but rather the installation of an elevator. She added that the options for an elevator or lift were cost prohibitive at the moment but that BBP would explore such options if additional funds were available and expansion was necessary. She added that the mechanical and plumbing work being done now would allow for future growth if necessary.

In response to a question from Mr. Raskin, Ms. Klein confirmed that the funds for the renovation of Building 50 were previously designated for this purpose and that this was not an additional designation of funds.

There being no further questions, Chairman Steel requested a motion to approve the resolution. Upon the motion being duly made and seconded, the following resolutions were unanimously adopted:

April 14, 2011

BROOKLYN BRIDGE PARK CORPORATION (“BBP”) – Authorization to enter into a contract with Tekton Contracting Corp (“Tekton”) for General Construction Services Related to the first floor renovation of Building 50 in Brooklyn Bridge Park (the “Park”) , and Authorization to Take Related Actions

BE IT RESOLVED, that BBP is hereby authorized to enter into a contract with Tekton for the performance of construction services for the renovation of the first floor of Building 50 in the Park for a not-to-exceed contract price of One Million Two Hundred Fifty Thousand Two Hundred Six Dollars (\$1,250,206), inclusive of a \$100,000 contingency; and it be further

RESOLVED, that BBP is further authorized to hold an additional One Hundred Twenty Thousand Dollars (\$120,000), as an owner’s contingency in connection with the performance of such contract services by Tekton, for a total contract price authorization of One Million Three Hundred Seventy Thousand Two Hundred Six Dollars (\$1,370,206); and be it further

RESOLVED, that the President, or her 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 the President’s designee(s) may deem necessary or proper to effectuate the foregoing and in connection with the implementation of the work pursuant to the agreement.

Chairman Steel announced that the fourth item for consideration was authorization to renew and ratify a contract with the New York City Department of Parks & Recreation, Parks Enforcement Patrol Division. He asked Jeffrey Sandgrund, the Director of Operations of BBP to present the Item.

Mr. Sandgrund presented the proposed authorization to renew and ratify a contract with the Parks Enforcement Patrol Division (“PEP”) for the provision of security and local law enforcement in the Park, including a reduction of the overnight shift, based upon discussions and a review between PEP and BBP regarding overnight staffing needs.

In response to a question from Mr. Davidson, Ms. Myer stated that PEP has helped the Park establish itself as a public place in the neighborhood. She indicated that as there has been virtually no activity in the park overnight, it was determined that decreasing service during the overnight hours was advisable. She stated that the hours for PEP would be adjusted to 10:00 a.m. to 2:00 a.m. in order to have PEP presence during the times when there are the most people in the Park and at the Park’s closing time at 1:00 a.m. She also stated that BBP is working closely with NYPD. In response to questions from Mr. Raskin, Mr. Sandgrund stated that BBP

is evaluating security equipment, including a flash cam. Ms. Myer confirmed that BBP was asking only that the board approve a one-year contract.

There being no further questions, Chairman Steel requested a motion to approve the resolution. Upon the motion being duly made and seconded, the following resolutions were unanimously adopted:

BROOKLYN BRIDGE PARK CORPORATION (THE “Corporation”) – Authorization to exercise a one-year renewal option of its contract with the new York City Department of Parks & Recreation – Park Enforcement Patrol Division (“PEP”) for security services for Brooklyn Bridge Park (the “Park”); Ratification of the performance of the PEP Contract from March 1, 2011 to the date hereof, and authorization to take related actions

BE IT RESOLVED, that the Corporation is hereby authorized to exercise a one-year renewal option of its contract with PEP for a period commencing on March 1, 2011, through February 20, 2012, for security services for the park, for a not-to-exceed price of Five Hundred Thousand Dollars (\$500,0000) inclusive of contingency; and be it further

RESOLVED, that the performance of the PEP contract from March 1, 2011 to the date hereof is ratified in all respects, and be it further

RESOLVED, that the President of the Corporation and her designees be and each hereby is authorized and empowered to execute and deliver one-year renewal of the PEP Contract and to take all other actions and to execute such other documents as she or they may deem necessary or appropriate to effectuate these resolutions.

Chairman Steel announced that the fifth item for consideration was authorization to renew and ratify a contract with the Doe Fund. He asked Jeffrey Sandgrund, the Director of Operations of BBP, to present the Item.

Mr. Sandgrund presented the proposed authorization to renew and ratify a contract with the Doe Fund for professional sanitation and maintenance services for the Park.

There being no questions, Chairman Steel requested a motion to approve the resolution. Upon the motion being duly made and seconded, the following resolutions were unanimously adopted:

BROOKLYN BRIDGE PARK CORPORATION (“BBP”) – Authorization to exercise the one-year renewal option of BBP’s contract with the Doe Fund, Inc. (the “Doe Fund contract”) for maintenance and sanitation services for Brooklyn Bridge Park (the “Park”); Ratification of the performance of the Doe Fund Contract from March 22, 2011 to the date hereof, and Authorization to Take Related Actions

RESOLVED, that BBP is hereby authorized to exercise the one-year renewal option of the Doe Fund Contract for a period commencing on March 22, 2011 through March 21, 2012, for the performance of maintenance and sanitation services for the park, for a not-to-exceed option year contract price of \$370,000 (\$347,000 base contract price, plus a \$22,260 contingency); and be it further

RESOLVED, that the performance by BBP of the Doe Fund Contract from March 22, 2011 to the date hereof is ratified in all respects, and be it further

RESOLVED, that the President of BBP and her designees be and each hereby is authorized and empowered to execute such agreements and documentations as may be necessary to extend the Doe Fund Contract for the option year and to take all other actions and to execute such other documents as she or they may deem necessary or appropriate to effectuate these resolutions.

Chairman Steel announced that the sixth item for consideration was approval of an amendment to the by-laws of the Brooklyn Bridge Park Community Advisory Council. He asked Paul Kelly to present the item.

Mr. Kelly presented the item, stating that the amendment was to correct a reference to the by-laws of the Corporations to the by-laws of the Community Advisory Council. Chairman Steel noted that the materials provided to the Board were redlined to indicate the change.

There being no questions, Chairman Steel requested a motion to approve the resolution. Upon the motion being duly made and seconded, the following resolutions were unanimously adopted:

BROOKLYN BRIDGE PARK CORPORATION d/b/a Brooklyn Bridge Park (“BBP”) or the “Corporation”) – Authorization to Approve the amendment to the by-laws of the Brooklyn Bridge Park Community Advisory Council (Advisory Council”) and Authorization to Take Related Actions

BE IT RESOLVED, that BBP hereby approves the amendment to the by-laws of the Advisory Council by substituting the words “Advisory Council’s By-laws” for the words “Corporation’s By-laws” on the third line of Section II (3) of the Advisory Council’s by-laws; and be it further

RESOLVED, that the amended and approved by-laws of the Advisory Council are attached hereto as Exhibit A; and be it further

RESOLVED, that the President of BBP and her designees be and each hereby is authorized and empowered to take all actions and execute such documents as she or they may deem necessary or appropriate to effectuate these resolutions.

Ms. Myer next presented the President's Report. She provided an update on (i) Pier 6 construction, (ii) the Squibb Park Pedestrian Bridge design, (iii) developments in the Tobacco Warehouse litigation; (iv) Concessions, including a bike rental concession on Pier 1 and food concessions on Piers 1 and 6; (v) events; and (vi) the hiring of a new Chief Financial Officer and Horticulturist for BBP.

Chairman Steel asked members of the board if they had any comments or questions.

In response to a question from Mr. Davidson, Ms. Klein stated that the Board previously approved a design fee for the Squibb Park Bridge of approximately \$398,000 and that the bridge as currently designed is under budget. Ms. Klein stated that the current budget for the construction of Squibb Park Bridge is about \$3-\$3.5 million with some estimates still underway. Ms. Myer stated that the funds provided through the Borough President and the New York City Council were \$4.9 million.

In response to a question from Mr. Davidson, Ms. Myer stated that BBP hoped to put bids out for the Squibb Park Bridge project sometime in the summer of 2011 and to commence construction later in 2011.

In response to a question from Chairman Steel, Ms. Myer stated that the construction period would be approximately nine months. She also stated that most of the construction of the bridge would happen off-site and that BBP would work with P.S. 8 to attempt to minimize disruption of P.S. 8's recreation activities. Ms. Myer stated that she had already had conversations with the principal of P.S. 8.

Mr. Gutman thanked BBP's programming partners, the Brooklyn Bridge Park Conservancy and BRIC.

There being no more comments or questions from the Board, Chairman Steel invited the public to make statements.

Mr. Tony Manheim, founding member of the Brooklyn Bridge Park Coalition, raised a concern regarding the revised PEP hours that the park should be open and active during the early part of the day. He also stated that evening hours are different in December versus June. Mr. Manheim also suggested that it might be better to allocate some hourly expense associated with evening hours in the winter towards early morning hours in the summer.

In response to Mr. Manheim's statement, Ms. Myer stated that there was a vibrant presence in the park, including maintenance staff. She stated that BBP is working hard with PEP to ensure adequate staffing year-round.

In response to several questions from Sandy Balboza, Executive Director of the Atlantic Avenue Betterment Association, Ms. Myer confirmed that the one response to the RFP for a restaurant on Pier 6 was not accepted. Ms. Myer also confirmed that most major park events are on Pier 1 but that there would be volleyball courts, the ferry to Governors Island and the Atlantic Avenue ArtWalk on Pier 6. Ms. Myer stated that the Brooklyn Bridge Park Conservancy provides playground associates and activities in the playgrounds in the Park, including Pier 6. Ms. Balboza also raised a concern regarding tour buses in the Park. Ms Myer stated that the roads driven by the buses are open to the public and that there had been no problems with vehicles to date.

Nancy Webster, on behalf of the Brooklyn Bridge Park Conservancy, thanked BBP for the momentum in the Park and stated that the Conservancy was enjoying its partnership with BBP and were excited about the re-opening of the Empire Fulton Ferry and additional section of Pier 6. Ms. Webster provided an overview on upcoming events and programs.

John Dew, co-chair of the Community Advisory Council (“CAC”) announced that the CAC would be holding a meeting to discuss the Bay Area Economics report. Mr. Dew also announced that the CAC had formed several committees: a by-laws committee chaired by David Reiss, a development sites and concessions committee chaired by Peter Flemming, a membership committee chaired by Howard Kolins and a park operations committee being chaired by Bill Orme. He also stated that the CAC intends to form a park design and construction committee over the next several months.

In response to a question from Judi Francis of the Brooklyn Bridge Park Defense Fund, Ms. Klein stated that the first floor of Building 50 was 7,000 square feet. In response to an additional question from Ms. Francis, Ms. Myer indicated that security equipment discussed would come out of a portion of the budget that had not yet been identified. In response to additional questions from Ms. Francis, Mr. Sandgrund indicated that no vehicles had been purchased for the security officers, that there was no plan to purchase vehicles this year as the security officers had sufficient transportation for their needs, including an electric vehicle donated to BBP by the Conservancy. In response to additional questions from Ms. Francis, Mr. Sandgrund indicated that the PEP officers have their own SUV provided by the City as part of BBP’s contract with the City for PEP services.

Ms. Doreen Gallo, executive director of DUMBO Neighborhood Alliance and advisor to the Historic Districts Council, requested that the board review the plans for the former Empire Fulton Ferry State Park. Ms. Gallo raised concerns about the placement of Jane’s Carousel and about historic preservation. Ms. Gallo urged a reconsideration or opening of the general project plan.

In response to questions from Barbara Brookhart, Ms. Myer stated that all funds have been transferred to the Brooklyn Bridge Park Corporation and that the Brooklyn Bridge Park Development Corporation has no funds.

Ms. Paula Menzies from the Brooklyn Public Library asked that people spread the word that the library is having a “support our shelves” campaign and asked people to contribute.

There being no further business, Chairperson Steel asked for a motion to adjourn the meeting and upon the motion being duly made and seconded, the meeting was adjourned at 2:15 PM.

Jennifer Klein, Secretary

Dated: _____

