

ATTACHMENT A

July 21, 2010

BROOKLYN BRIDGE PARK CORPORATION – Authorization to Enter Into Agreements Regarding and Relating to the Transfer of Financial and Operational Responsibility for and Control of the Brooklyn Bridge Park Civic and Land Use Improvement Project (the “Project”), including execution and delivery of a Master Ground Lease, Administration Agreement, Project Agreement, Bill of Sale and all other agreements, documents and papers necessary to effectuate the transfer

WHEREAS, the City of New York (the “City”), the State of New York (the “State”) and The New York State Urban Development Corporation doing business as the Empire State Development Corporation (“ESDC”) have entered into a non-binding term sheet which contemplates the transfer to Brooklyn Bridge Park Corporation (“BBP”), a not-for-profit entity formed and controlled by the City of New York, of all financial and operational responsibility for and control of the Project, including, without limitation, the funding, planning, construction, operation and maintenance of the project; now, therefore

BE IT RESOLVED, that BBP will assume, and the Brooklyn Bridge Park Development Corporation (“BBPDC”) will be relieved of, all financial and operational responsibility for and control of the project; be it further

RESOLVED, that BBP hereby approves the lease from BBPDC of certain properties that BBPDC owns or leases, and BBP will assume full financial and operational responsibility and control of those properties and receive all revenues from those properties; be it further

RESOLVED, that BBP hereby approves an administration agreement (the “Administration Agreement”) with BBPDC pursuant to which BBP will assume full financial and operational responsibility for and control of the property known as 360 Furman Street, and retain and use all revenues from that parcel; be it further

RESOLVED, that BBP hereby approves an agreement regarding the Project, (“the “Project Agreement”) with BBPDC, the City and ESDC that sets forth mutual understandings of the parties and numerous requirements of the transfer; be it further

RESOLVED, that BBP hereby is authorized and empowered to execute such documents necessary to carry out the transfer of financial and operational responsibility for and control of the Project, including execution and delivery of a Master Ground Lease, Administration Agreement, Project Agreement, Bill of Sale and all other agreements, documents and papers necessary to effectuate the transfer; and be it further

RESOLVED, that all actions heretofore and hereafter taken in furtherance of the foregoing be and they hereby are ratified, confirmed and approved as the acts and deeds of BBP.

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BROOKLYN BRIDGE PARK CORPORATION

Resolutions Regarding Administrative Matters to be Adopted
by the Directors at a Meeting on July 21, 2010

I. Approval of Minutes from Meeting on June 30, 2010.

RESOLVED, that the Board of Directors hereby approves the minutes of the Board of Directors meeting held on June 30, 2010, as distributed to the Board of Directors in advance of the meeting.

II. Approval of Member's Nomination for President.

RESOLVED, that the Board of Directors hereby appoints Regina Myer, nominated by the Member by written consent on July 15, 2010 to serve as President of the Corporation.

III. Approval to File Internal Revenue Service Form 1023.

RESOLVED, that the Board of Directors hereby authorizes the President, Treasurer or Secretary of the Corporation to sign and file all necessary documents and forms relating to the application for federal and state tax exemptions and authorizations, including Internal Revenue Service Form 1023.

IV. Approval for President to Develop Procurement Policy.

RESOLVED, that the Board of Directors hereby directs the President to develop a procurement policy for the Corporation and to present such policy at the next regular meeting of the Board of Directors for adoption.

BROOKLYN BRIDGE PARK CORPORATION

Resolutions Regarding Committees to be Adopted
by the Directors at a Meeting on July 21, 2010

I. Audit and Finance Committee.

RESOLVED, that the Board of Directors hereby designates an Audit and Finance Committee from among its members to have the responsibility of recommending to the Board the hiring of a certified independent accounting firm, establishing the compensation to be paid to the accounting firm and providing direct oversight of the performance of the independent audit performed by the accounting firm hired for such purposes.

RESOLVED, that the Board of Directors hereby appoints the following persons to serve on the Audit and Finance Committee at the pleasure of the Board:

[INSERT NAMES OF MEMBERS OF AUDIT AND FINANCE COMMITTEE]

II. Park Budget and Operation Committee.

RESOLVED, that the Board of Directors hereby designates a Park Budget and Operation Committee from among its members to have the responsibility of monitoring the expense and revenue budget projections associated with operating the Park to ensure appropriateness, and keeping the Board of Directors informed of associated activity.

RESOLVED, that the Board of Directors hereby appoints the following persons to serve on the Park Budget and Operation Committee at the pleasure of the Board:

[INSERT NAMES OF MEMBERS OF PARK BUDGET AND OPERATION COMMITTEE]

III. Governance Committee.

RESOLVED, that the Board of Directors hereby designates a Governance Committee from among its members to have the responsibility of keeping the Board of Directors informed of current best governance practices, reviewing corporate governance trends and updating the Corporation's corporate governance principles.

RESOLVED, that the Board of Directors hereby appoints the following persons to serve on the Governance Committee at the pleasure of the Board:

[INSERT NAMES OF MEMBERS OF GOVERNANCE COMMITTEE]

ATTACHMENT A

June 21, 2010

BROOKLYN BRIDGE PARK CORPORATION –Authorization to Amend the Contract with Skanska USA Building, Inc. to Include the Guaranteed Maximum Price for the Next Construction Phase and Additional Anticipated Project Costs, and Authorization to Take Related Actions

BE IT RESOLVED, that upon the basis of the materials presented to this meeting, a copy of which is hereby ordered filed with the records of BBP, BBP is hereby authorized to amend the agreement with Skanska USA Building, Inc. for a contract limit no greater than \$142,067,446; 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.

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BROOKLYN BRIDGE PARK CORPORATION – Authorization to enter into a Memorandum of Understanding with the New York City Economic Development Corporation

BE IT RESOLVED, that the Brooklyn Bridge Park Corporation (“BBP”) hereby elects to enter into a Memorandum of Understanding with the New York City Economic Development Corporation to provide interim administrative support services on the terms set forth in materials presented to this meeting; 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 the foregoing resolution.

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ATTACHMENT A

July 21, 2010

RESOLUTION

BROOKLYN BRIDGE PARK CORPORATION - Authorization for BBP to enter into an Agreement with the City of New York for the operation and management of the Brooklyn Bridge Park Civic and Land Use Improvement Project

BE IT RESOLVED, that upon the basis of the materials presented to this meeting, a copy of which is hereby ordered filed with the records of BBP, BBP is hereby authorized to enter into an agreement with the City of New York City for the operation and management of the Brooklyn Bridge Park Project; 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.

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ATTACHMENT A

July 21, 2010

RESOLUTION

BROOKLYN BRIDGE PARK CORPORATION – Approval of the capital budget for the remainder of Brooklyn Bridge Park Corporation’s Fiscal Year 2011 (August 2010- June 2011)

RESOLVED, that on upon the basis of the materials presented to this meeting, a copy of which is hereby ordered filed with the records of the Brooklyn Bridge Park Corporation (“BBP”), BBP is hereby authorized to adopt the Fiscal Year 2011 Capital Budget in an amount of \$35,876,187, subject to the availability of funds; be it further

RESOLVED that the President of BBP, or her designee(s), be, and each of them hereby is, authorized and directed to cause BBP to undertake the tasks and incur the expenditures identified in the FY 2011 Capital Budget; and be it further

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

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ATTACHMENT A

July 21, 2010

RESOLUTION

BROOKLYN BRIDGE PARK CORPORATION -- Approval of Operating Budget for Brooklyn Bridge Park Corporation's Fiscal Year 2011 (August 1, 2010 – June 30, 2011)

RESOLVED, that the proposed Operating Budget for the Brooklyn Bridge Park Corporation ("BBP") for the period from August 1, 2010 through June 30, 2011 in the total amount of Three Million Seven Hundred Twenty-Seven Thousand Seven Hundred Seventy-Seven Dollars (\$3,727,777), as presented at this meeting and ordered filed with the records of BBP be, and hereby is, subject to the availability of funds, ratified, approved and adopted in all respects; be it further

RESOLVED, that the President of BBP, or her designee(s), be, and each of them hereby is, authorized and directed to cause BBP to undertake the tasks and incur the expenditures identified in the FY 2011 Operating Budget; and be it further

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

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ATTACHMENT A

July 21, 2010

BROOKLYN BRIDGE PARK CORPORATION - Authorization to Approve the Investment Guidelines and designate a responsible entity.

BE IT RESOLVED, that upon the basis of the materials presented to this meeting, a copy of which is hereby ordered filed with the records of the Brooklyn Bridge Park Corporation (“BBP”), BBP is hereby authorized to implement the attached Investment Guidelines; be it further

RESOLVED, that the New York City Economic Development Corporation (“NYCEDC”) is duly designated as a responsible entity to carry out these guidelines; 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.

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