

Brooklyn Bridge Park Corporation d/b/a
Brooklyn Bridge Park
Meeting of the Directors
Held at 334 Furman Street
Brooklyn, NY

June 5, 2019

MINUTES

The following members of the Board of Directors were present:

Vicki Been – Chair
Joanne Witty – Vice Chair
Peter Aschkenasy
Martin Connor
Matt Wing*
Henry B. Gutman
James Katz
Stephen Merkel
Rebecca Miller
Susannah Pasquantonio
Mitchell J. Silver*
William Vinicombe
Edna Wells Handy

* Directors Wing and Silver were not present at all times

Also present was the staff of Brooklyn Bridge Park Corporation (“BBP”), the Mayor’s Office, and members of the press and public.

Chair Been called the meeting to order at approximately 11:02 a.m. Amy Lojek, BBP’s General Counsel, served as secretary of the duly constituted meeting and confirmed that a quorum was present. Prior to proceeding with the agenda items, Chair Been stated that this was her first Board meeting and she was excited to be here. She welcomed the Board, BBP Staff, and members of the public.

1. Approval of Minutes

Upon motion duly made and seconded, the minutes of the December 5, 2018 Board of Directors meeting were unanimously approved.¹

2. Approval of Amy Lojek as Secretary of BBP

Upon motion duly made and seconded, the resolutions electing Amy Lojek as Secretary of BBP, attached hereto as **Schedule A**, were unanimously adopted.¹

¹ Director Wing was not present for this vote, but entered the meeting immediately after.

3. Presentation of the President's Report (Non-Voting Item) and Approval of the Fiscal Year 2020 Operating Budget, Capital Budget, and PAAA Budget Report (Voting Item)

Eric Landau, BBP's President, updated the Board on the Park's accomplishments during the past year, which included the completion and opening of Pier 3, the last pier to be converted to parkland bringing the Park to 90% complete, and the ribbon cutting on Parcel B of the Pier 6 project, with the anticipated completion of Parcel A later this summer. He reported that BBP had completed and opened the first phase of the Pier 2 Uplands construction, namely the parking, in time for Memorial Day.

Mr. Landau then reviewed Park programming from the past year and described returning programming this upcoming season, including, (i) Brooklyn Bridge Park Conservancy's educational and fitness programming, and outdoor movie series on Pier 1, Movies With a View; (ii) Brooklyn Nets open practice; (iii) Photoville; and (vi) Public Art Fund exhibits.

Mr. Landau provided updates on: (i) the soon-to-be-opened visitor center at the Boathouse; (ii) the returning concessions in the Park; and (iii) the new concessions at Fulton Ferry Landing. He also noted that BBP continues to collaborate with several non-profits in addition to Brooklyn Bridge Park Conservancy, including: (i) Brooklyn Children's Museum with SPARK in Dumbo; (ii) Jane's Carousel; (iii) St. Ann's Warehouse; and (iv) Brooklyn Historical Society in Empire Stores.

Mr. Landau reported on: (i) the upcoming July 4th fireworks on the East River between the Brooklyn Bridge and Pier 6; (v) the planned Greenway reconstruction; (vi) proposed preventative pier maintenance throughout the Park; and (vii) the replacement of Squibb Park Bridge, which is on schedule for a summer 2020 opening.

Mr. Landau then presented the Fiscal Year 2020 Operating and Capital Budget, noting that the operating budget had increased by seven percent, due to projected increases in the costs of insurance, security, and custodial services; and the allocation of funds for July 4th. Jelani Watkins, BBP's Chief Financial Officer, presented the PAAA budget report.

Director Merkel confirmed that the BBP 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.

In response to a question from Chair Been about what preparations were being made or expenditures anticipated for Pride the weekend before July 4th, Mr. Landau indicated that BBP would be ready for both events.

4. Authorization to Enter into Agreements Relating to Maritime Maintenance Projects

David Lowin, BBP's Executive Vice President, presented several proposed maritime maintenance agreements for consideration and approval by the Board of Directors, and provided details on the benefits of using the preventative maintenance approach for maritime projects.

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

In response to a question from Director Wells Handy about preventative maintenance, Mr. Lowin responded that the epoxy is expected to last 50 years and BBP will continue to inspect the piers and piles every three to four years. Director Silver commented that the pile sections were quite beautiful, and that they should be retained for educational purposes and possibly for sale.

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

5. Authorization to Enter into Agreements Relating to Capital Restoration and Special Projects

Mr. Lowin presented proposed agreements for consideration and approval by the Board of Directors, including a new contract for Greenway restoration work and an amendment to an existing contract for scaffolding.

In response to a question from Director Silver about the process for the Greenway restoration work, Mr. Landau explained that the existing surface would be milled before laying down asphalt and the work would be phased to minimize disruption to park users.

Director Witty then asked about the scaffolding impacts on the rock-climbing concession underneath the Manhattan Bridge, and Chair Been and Directors Witty and Connor discussed the possibility of working with the Metropolitan Transportation Authority (“MTA”) and New York City Department of Transportation (“DOT”) to minimize the impact of falling debris, and the possibility of one or both of those entities paying for the scaffolding. Mr. Landau explained that BBP was in conversation with DOT and MTA about resolving the issue. Mr. Lowin explained the scaffolding impacts on the rock-climbing concession have been minimal.

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 D** were unanimously adopted.

6. Authorization to Enter into an 18th Amendment to the Funding Agreement with the City of New York

Lindsey Ross, BBP’s Director of Capital Projects and Restoration, presented a proposed amendment to the existing Funding Agreement, namely increasing the City’s total funding commitment, 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 E** were unanimously adopted.

7. Authorization to Enter into Agreements Related to Park Operations

Jamie Warren, BBP’s Assistant Vice President of Operations, presented proposed extensions to contracts for consideration and approval by the Board of Directors, including a contract for the security services in the Park and a contract for maintenance and sanitation services in the Park.

Director Aschkenasy confirmed that the Budget and Operations Committee had reviewed and was comfortable proceeding with the authorization. In response to a question from Director Witty regarding why BBP is thinking of obtaining a new provider of sanitation and maintenance services in the Park, Mr. Landau explained that the Doe Fund is encouraged to submit a proposal, but the anticipated Request for Proposals was simply good practice to check the market. Director Wells Handy asked about the current status of the Doe Fund contract, and BBP staff explained that it was month to month, and the RFP would be released shortly.

Upon motion duly made and seconded, the resolutions attached hereto as **Schedule F** were unanimously adopted.²

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8. Public Comment

Linda DeRosa of Willowtown Association asked that BBP and/or the City explore moving the July 4th fireworks for next year north of the Brooklyn Bridge, to avoid the crush of crowds using Joralemon Street to access the Park.

9. Adjournment

Chair Been 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, Chair Been requested a motion to adjourn the meeting, and upon the motion being duly made and seconded, the meeting was adjourned at approximately 11:58 p.m.

Respectfully submitted,

/s/ Amy Lojek

Amy Lojek
Secretary

Dated: July 31, 2019

² Director Silver recused himself from voting on this item.

SCHEDULE A

June 5, 2019

AUTHORIZATION TO ELECT SECRETARY OF THE BOARD OF DIRECTORS

RESOLVED that the Board of Directors of Brooklyn Bridge Park Corporation (“BBP”) hereby elects Amy Lojek as Secretary until the election or appointment and qualification of her successor or until her prior death, resignation, or removal; 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 of BBP or their designee(s) may deem necessary or proper to effectuate this resolution.

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SCHEDULE B

ATTACHMENT A

June 5, 2019

APPROVAL OF THE FISCAL YEAR 2020 OPERATING BUDGET, CAPITAL BUDGET, AND PAAA BUDGET REPORT

RESOLVED, that the proposed Operating Budget for the Brooklyn Bridge Park Corporation (“BBP”) for the period from July 1, 2019 through June 30, 2020 in the total sum of \$13,356,634 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 proposed Capital Budget for BBP for the period from July 1, 2019 through June 30, 2020 in the total amount of \$9,803,148, 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; and be it further

RESOLVED, that the President of BBP, or their 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 Fiscal Year 2020 Operating Budget and Capital Budget; and be it further

RESOLVED, that the proposed Budget and Financial Plan of BBP be submitted to the New York State Authorities Budget Office in accordance with PAAA; and be it further

RESOLVED, that the President of BBP, or their designee(s), be, and each of them hereby is, authorized and directed to cause BBP to undertake the tasks to be in compliance with PAAA; and be it further

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

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SCHEDULE C

June 5, 2019

**AUTHORIZATION TO ENTER INTO AGREEMENTS RELATING TO MARITIME MAINTENANCE PROJECTS
AND AUTHORIZATION TO TAKE RELATED ACTIONS**

BE IT RESOLVED, that Brooklyn Bridge Park Corporation (“BBP”) is hereby authorized to enter into the agreements described on Exhibit A attached hereto; 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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Exhibit A
MARITIME MAINTENANCE PROJECT AGREEMENTS

Contractor Name	Project Site	Agreement/ Amendment	Requested Authorization Amount	Source of Funds	Total Amount under New Agreement	Description of Project
Phoenix Marine Company, Inc.	Pier 2 & Pier 5	New Contract	\$70,127,978 inclusive of a \$1,750,000 contingency.	Maritime Reserve	\$70,127,978	Implementation of a preventative maintenance program for existing timber piles at Pier 2 and Pier 5. Timber piles will be encapsulated in epoxy grout. This contract also includes structural concrete repairs to deteriorated piles, associated caps, edge beams, and underdeck spalls.
Reicon Group, LLC	Pier 3 & Pier 6	New Contract	\$44,647,051 inclusive of a \$2,250,000 contingency.	Maritime Reserve	\$44,647,051	Implementation of a preventative maintenance program for existing timber piles at Pier 3 and Pier 6. Timber piles will be encapsulated in epoxy grout. This contract also includes structural concrete repairs to deteriorated piles, associated caps, edge beams, and underdeck spalls.
Jacobs Engineering Group Inc.	Parkwide	Amendment	\$988,485 inclusive of a \$100,000 contingency.	Maritime Reserve	\$2,613,478	This amendment provides for resident engineering services for the parkwide preventative maintenance program.
Atlantic Engineering Laboratories, Inc.	Parkwide	Amendment	\$244,344 inclusive of a \$25,000 contingency.	Maritime Reserve	\$851,628	This amendment provides for required special inspections for the parkwide preventative maintenance program as well as Squibb Park Bridge reconstruction.
TOTAL			\$116,007,858			

SCHEDULE D

June 5, 2019

AUTHORIZATION TO ENTER INTO AGREEMENTS RELATING TO CAPITAL RESTORATION AND SPECIAL PROJECTS AND AUTHORIZATION TO TAKE RELATED ACTIONS

BE IT RESOLVED, that Brooklyn Bridge Park Corporation (“BBP”) is hereby authorized to enter into the agreements described on Exhibit A attached hereto; 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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Exhibit A
CAPITAL RESTORATION & SPECIAL PROJECTS AGREEMENTS

Contractor Name	Project Site	Agreement/ Amendment	Requested Authorization Amount	Source of Funds	Total Amount under New Agreement	Description of Project
Kelco Construction, Inc.	Parkwide Greenway	New Contract	\$2,550,000	Capital Maintenance Reserve	\$2,550,000 inclusive of a \$230,609.04 contingency.	Repaving of the Parkwide Greenway, which will consist of removal of rumble strips, reorientation of the center cobble divider, repaving, and implementation of new signage for improved visibility and user experience. Scope also includes re-grading of the Pier 1 promenade to mitigate existing drainage issues.
Starr Industries LLC	Main Street	Amendment	\$168,000	Capital Maintenance Reserve	\$777,147	Amendment will allow for an additional 12 months of overhead scaffolding at Main Street Park under the Manhattan Bridge.
TOTAL			\$2,718,000			

SCHEDULE E

ATTACHMENT A

June 5, 2019

AUTHORIZATION TO ENTER INTO AN EIGHTEENTH AMENDMENT TO THE FUNDING AGREEMENT WITH THE CITY OF NEW YORK AND A PROJECT AGREEMENT WITH THE STATE OF NEW YORK

RESOLVED, that Brooklyn Bridge Park Corporation (“BBP”) is hereby authorized to enter into a Eighteenth Amendment to its Funding Agreement with The City of New York (the “City”) for the development of Brooklyn Bridge Park, to increase the funding commitment by the City by \$511,000 for expense funding associated with scaffold erection beneath the Manhattan Bridge, for a total funding commitment by the City of \$290,095,000; 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 of BBP 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 F

ATTACHMENT A

June 5, 2019

AUTHORIZATION TO ENTER INTO AGREEMENTS RELATING TO PARK OPERATIONS

BE IT RESOLVED, that Brooklyn Bridge Park Corporation (“BBP”) is hereby authorized to extend its contract with The Doe Fund, Inc. for a period of up to one year for the performance of maintenance and sanitation services within the Park for a not-to-exceed contract price of \$550,000; and be it further

RESOLVED, that BBP is hereby authorized to enter into a one-year extension of the Park Enforcement Patrol Agreement with the New York City Department of Parks and Recreation for security services for a not-to-exceed contract price of \$1,832,033; 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 of BBP 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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