

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

October 6, 2021

MINUTES

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

Stephen Merkel, Acting Chair
Peter Aschkenasy
Henry B. Gutman
Martin Connor
Stephen Levin¹
Martin Maher
Andrea Phillips
Susannah Pasquantonio
William Vinicombe
Joshua Kraus
Ali Davis
Tucker Reed²

Also present were the staff of Brooklyn Bridge Park Corporation (“BBP”), and a member of the public.

In the absence of the Chairperson and Vice-Chairperson, BBP President Eric Landau asked the directors to approve Director Merkel as Acting Chair for the purposes of this meeting, in accordance with BBP’s By-Laws. Upon such authorization, Acting Chair Merkel called the meeting to order at approximately 10:07 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, Acting Chair Merkel welcomed the Board and BBP staff. Eric Landau, BBP’s President, welcomed new BBP Director Joshua Kraus, said this meeting was being held as a videoconference, and explained the ground rules.

1. Approval of Minutes

Upon motion duly made and seconded, the minutes of the June 2, 2021 Board of Directors meeting were unanimously approved.

2. Presentation of the President’s Report (Non-Voting Item), Annual Report and Annual Audit Report (Non-Voting Item), and Approval of Audited Fiscal Year 2021 Financial Statements and Investment Report

Mr. Landau provided park updates, including: (i) the return of park concessions and programming this past summer, including NY PopsUp musical performances, Photoville, Public Art Fund, an Ed Sheeran

¹ Director Levin joined the meeting during Item #2.

² Director Reed joined the meeting before Item #1

performance broadcast live at the MTV Video Music Awards, and core Brooklyn Bridge Park Conservancy programming, such as Movies with a View, music performances, education programs, and fitness classes; (ii) the upcoming Brooklyn Nets open practice in the park, which will be a public, free, ticketed event (iii) plans to issue an RFP for the cultural space at One John Street (previously used by Brooklyn Children's Museum and Brooklyn Public Library) later this month, and (iv) progress of the preventative maintenance projects in the park and the status of construction and planned signage at Emily Warren Roebling Plaza, which has an expected completion date of December 2021; (v) planned improvements at the Northwest Corner of Pier 6; and; and (vi) plans to release an RFP for architectural services for the Pier 1 Entrance this month.

Director Gutman asked if the park suffered any damage during recent storms, and Mr. Landau responded that the only issue was the temporary flooding of the Pier 6 volleyball courts, which has since been resolved. Director Phillips praised BBP for keeping the park safe and a haven for the City and Director Aschkenasy reiterated that the park is in great condition.

Jelani Watkins, BBP's Chief Financial Officer, presented the Fiscal Year 2021 Annual Report and Audit Report, and the Fiscal Year 2021 Financial Statements and Investment Report, noting that the audit was "clean", with no adverse findings or recommendations.

Acting Chair Merkel, Chair of the Audit & Finance Committee, confirmed that the Audit & Finance Committee had reviewed the materials and was comfortable proceeding with the authorization. Director Phillips informed the Board and all present that the auditors specifically praised Mr. Watkins and his team during their presentation to the Audit & Finance Committee.

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

3. Annual Approval of Policies Relating to the Public Authorities Accountability Act of 2005, as amended by the Public Authorities Reform Act of 2009 ("PAAA")

Ms. Lojek presented eleven PAAA policies for annual review and approval by the Board of Directors, recommending that the Board of Directors ratify the BBP policies in their existing form.

Director Gutman, Chair of the Governance Committee, confirmed that the Governance 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.

4. Authorization to Enter into an Amendment with Jacobs Engineering Group Inc. Relating to Maritime Engineering Services

David Lowin, BBP's Executive Vice President, presented a proposed amendment to the agreement with Jacobs Engineering Group Inc. for resident engineering services for the parkwide preventative maintenance program, design services for Fulton Ferry Landing, and routine inspection services at the Pier 4 Beach.

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

5. Authorization to Enter into an Amendment with Michael Van Valkenburgh Associates, Inc. Relating to Design and Construction Administration Services

Lindsey Ross, BBP's Assistant Vice President for Capital Projects, presented a proposed amendment to the agreement with Michael Van Valkenburgh Associates, Inc. to provide landscape design and construction administration services for the reconstruction of the Pier 1 Entrance.

Acting Chair Merkel confirmed that the Audit & Finance Committee had reviewed the materials 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 Agreement with Commodore Construction Corp. Relating to a Capital and Capital Restoration Project

Ms. Ross presented a proposed agreement with Commodore Construction Corp. for upgrades and improvements to the northwest corner of Pier 6.

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

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

7. Public Comment

A member of the public, Elisa Pupko, a local parent and the founder/owner of Treasure Trunk Theatre, a children's program on Atlantic Avenue, asked BBP to update its policy regarding permits for commercial activity in the park.

8. Adjournment

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

Hearing none, and there being no further business, Acting Chair Merkel requested a motion to adjourn the meeting, and upon the motion being duly made and seconded, the meeting was adjourned at approximately 10:43 a.m.

Respectfully submitted,

/s/ Amy Lojek

Amy Lojek

Secretary

SCHEDULE A

October 6, 2021

APPROVAL OF FISCAL YEAR 2021 ("FY 2021") AUDITED FINANCIAL STATEMENTS AND INVESTMENT REPORT AND AUTHORIZATION TO TAKE RELATED ACTIONS

BE IT RESOLVED that the FY 2021 Audited Financial Statements of Brooklyn Bridge Park Corporation ("BBP") attached hereto as Exhibit A and as certified as accurate by the President and Chief Financial Officer of BBP as set forth in Exhibit B are hereby approved; and be it further

RESOLVED, that the FY 2021 Investment Report attached hereto as Exhibit C is hereby approved; and be it further

RESOLVED, that the President of BBP or their designee(s) be authorized to present the above-referenced audited financial statements, certification, and investment report to the Members of BBP; and be it further

RESOLVED, that the President of BBP or their designee(s) be authorized to report the audited financial statements and investment report and post them on its website in accordance with the provisions of PAAA; and be it further

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

* * *

SCHEDULE B

October 6, 2021

ANNUAL APPROVAL OF POLICIES RELATING TO THE PUBLIC AUTHORITIES ACCOUNTABILITY ACT OF 2005, AS AMENDED BY THE PUBLIC AUTHORITIES REFORM ACT OF 2009 AND AUTHORIZATION TO TAKE RELATED ACTIONS

BE IT RESOLVED that the policies set forth below are hereby approved:

- Mission Statement, adopted on October 3, 2019;
- Contracts by the Corporation - Procurement Policy, adopted on October 3, 2019;
- Investment Guidelines, adopted on July 21, 2010;
- Salary, Compensation, Travel, Reimbursements, Time and Attendance Policy, adopted on October 10, 2018;
- Code of Ethics for Members, Directors and Officers, adopted on September 22, 2010;
- Policy on the Acquisition and Disposition of Real Property, adopted on February 29, 2012;
- Policy on the Disposition of Personal Property, adopted on February 29, 2012;
- Policy on Protection for Whistleblowers, adopted on December 5, 2011;
- Policy on Indemnification and Defense of Members, Directors and Officers, adopted on December 5, 2011;
- Policy on Extension of Credit to Officers, Directors and Employees, adopted on December 5, 2011; and
- Policy on Discretionary Spending, adopted on September 30, 2020.

and be it further

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

* * *

SCHEDULE C

October 6, 2021

AUTHORIZATION TO ENTER INTO AN AMENDMENT WITH JACOBS ENGINEERING GROUP INC. RELATING TO MARITIME ENGINEERING SERVICES AND AUTHORIZATION TO TAKE RELATED ACTIONS

BE IT RESOLVED, that Brooklyn Bridge Park Corporation (“BBP”) is hereby authorized to enter into the amendment 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.

* * *

SCHEDULE D

October 6, 2021

AUTHORIZATION TO ENTER INTO AN AMENDMENT WITH MICHAEL VAN VALKENBURGH ASSOCIATES, INC. RELATING TO DESIGN AND CONSTRUCTION ADMINISTRATION SERVICES AND AUTHORIZATION TO TAKE RELATED ACTIONS

BE IT RESOLVED, that Brooklyn Bridge Park Corporation (“BBP”) is hereby authorized to enter into the agreement 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.

* * *

SCHEDULE E

October 6, 2021

**AUTHORIZATION TO ENTER INTO AN AGREEMENT WITH COMMODORE CONSTRUCTION CORP.
RELATING TO A CAPITAL RESTORATION PROJECT AND AUTHORIZATION TO TAKE RELATED ACTIONS**

BE IT RESOLVED, that Brooklyn Bridge Park Corporation (“BBP”) is hereby authorized to enter into the agreement 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.

* * *