

Brooklyn Bridge Park Corporation d/b/a
Brooklyn Bridge Park
Meeting of the Board of Directors
The Visitor Center at the Boathouse
Brooklyn Bridge Park

December 14, 2022

MINUTES

The following members of the Board of Directors were present:

Joanne Witty - Chair
Mariana Alexander
James Archer
Henry B. Gutman
Joshua Kraus
Martin Maher
Stephen Merkel
Susannah Pasquantonio
Andrea Philips

Also present were the staff of BBP.

Vice Chair Witty called the meeting to order at approximately 10:20 a.m. Amy Lojek, BBP's Secretary, confirmed that a quorum was present. Vice Chair Witty then welcomed the Board, including new Director Mariana Alexander, and BBP staff.

1. Approval of Minutes

Upon motion duly made and seconded, the minutes of the October 12, 2022 Board of Directors meeting were approved unanimously.

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

Mr. Landau provided park updates, including: (i) upcoming concessions and projects, such as the Smokestack Building and Pier 2 Roller Skating Rink concessions, the Fulton Ferry Landing deck replacement project, and the 99 Plymouth Environmental Center renovation; (ii) ongoing projects, such as the imminent completion of the maritime preventative maintenance projects; and (iii) design progress for the Pier 1 Turnaround project.

In response to questions from Directors, Mr. Landau explained the ADA accessibility of the Pier 1 Turnaround design and community consultation process. The Directors praised BBP staff for the imminent completion of the maritime preventative maintenance project, ahead of schedule and under budget.

3. Appointment of Mariana Alexander to the Budget & Operations Committee

Vice-Chair Witty proposed the appointment of Director Alexander to the Budget & Operations Committee. Upon motion duly made and seconded, the appointment was unanimously approved.

4. Authorization to Amend the By-Laws of Brooklyn Bridge Park Corporation

Ms. Lojek presented the proposed amendments to the By-Laws.

In response to questions from Directors, Ms. Lojek explained recent changes to the Open Meetings Law and the intent behind the proposed amendments. Director Gutman, Chair of the Governance Committee, confirmed that the Committee had reviewed and was comfortable proceeding with the resolutions proposed. Director Merkel, Chair of the Audit & Finance Committee, confirmed that the 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.

5. Approval of Videoconferencing Procedures for Meetings of the Board of Directors

Ms. Lojek presented the proposed videoconferencing procedure.

In response to questions from Directors, Ms. Lojek explained the procedures, why they are required by the Open Meetings Law, and provided examples of when they may be used.

Director Gutman confirmed that the Committee had reviewed and was comfortable proceeding with the resolutions proposed. Upon motion duly made and seconded, the resolutions attached hereto as **Schedule B** were unanimously adopted.

6. Authorization to Enter into an Agreement Related to Decking Replacement at Fulton Ferry Landing

Jeffrey Sandgrund, BBP's Chief Operating Officer, presented a proposed agreement with Alpine Landscaping and Construction Corporation for decking replacement at Fulton Ferry Landing.

In response to questions from Directors, Mr. Sandgrund explained the purpose of phasing the work, and the other entities considered for the work. 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.

7. Authorization to Enter into a License Agreement for a Food and Beverage Concession at the Smokestack Building

David Lowin, BBP's Executive Vice President, presented a proposed concession agreement with Luke's Lobster for a food and beverage concession at the Smokestack Building.

Director Merkel confirmed that the Audit & Finance Committee had reviewed and was comfortable proceeding with the authorization. Vice Chair Witty, as a representative of the Budget & Operations Committee, confirmed that the 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.

8. Authorization to Enter into a License Agreement for a Roller-Skating Concession at the Pier 2 Roller Skating Rink

Mr. Lowin presented a proposed concession agreement with NY Skating for a roller-skating concession at the Pier 2 Roller Skating Rink.

In response to questions from Directors, Mr. Lowin explained NY Skating's safety record, corrected the percentage of Gross Receipts payment offered (11% rather than 10%), explained the other entities considered for the concession, and discussed proposed "learn to skate" programs and hockey league access. Director Merkel confirmed that the Audit & Finance Committee had reviewed and was comfortable proceeding with the authorization. Vice Chair Witty, as a representative of the Budget & Operations Committee, confirmed that the Committee had reviewed and was comfortable proceeding with the authorization. Upon motion duly made and seconded, the resolutions attached hereto as **Schedule E** were adopted.¹

9. Public Comment

No members of the public were present.

10. Adjournment

Prior to adjournment, the Directors engaged in a brief discussion about the BQE project. Vice Chair Witty then 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, 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 11:45 a.m.

Respectfully submitted,

/s/ Amy Lojek
Amy Lojek
Secretary

¹ Director Pasquantonio abstained from voting on Item #8.

SCHEDULE A

December 14, 2022

AUTHORIZATION TO AMEND THE BY-LAWS OF BROOKLYN BRIDGE PARK CORPORATION

BE IT RESOLVED that the By-Laws of Brooklyn Bridge Park Corporation, as amended on December 14, 2022 are hereby approved; 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.

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SCHEDULE B

December 14, 2022

APPROVAL OF VIDEOCONFERENCING PROCEDURES FOR MEETINGS OF THE BOARD OF DIRECTORS

BE IT RESOLVED, that Brooklyn Bridge Park Corporation (“BBP”) is hereby authorized to use videoconferencing in all meetings governed by Chapter 56 of the Laws of 2022 and/or Article 7 of the Public Officers Law (together, “Open Meetings Law”), to the extent consistent with all limitations and requirements of Open Meetings Law; and be it further

RESOLVED, that the Videoconferencing Procedures for Board Meetings are hereby approved; 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.

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SCHEDULE C

December 14, 2022

AUTHORIZATION TO ENTER INTO AN AGREEMENT RELATED TO DECKING REPLACEMENT AT FULTON FERRY LANDING

BE IT RESOLVED, that Brooklyn Bridge Park Corporation (“BBP”) is hereby authorized to enter into an agreement with Alpine Construction and Landscaping Corporation for a not-to-exceed amount of \$270,600, inclusive of a \$24,600 contingency, for decking replacement at Fulton Ferry Landing; 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 agreement.

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SCHEDULE D

December 14, 2022

AUTHORIZATION TO ENTER INTO A LICENSE AGREEMENT FOR A FOOD AND BEVERAGE CONCESSION AT THE SMOKESTACK BUILDING CONCESSION AND AUTHORIZATION TO TAKE RELATED ACTIONS

BE IT RESOLVED, that Brooklyn Bridge Park Corporation (“BBP”) is hereby authorized to enter into a license agreement with Luke’s Lobster for a food & beverage concession at the Smokestack Building; 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 such actions as the President of BBP or their designee(s) may deem necessary or proper to effectuate these foregoing and in connection with the implementation of these resolutions.

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SCHEDULE E

December 14, 2022

AUTHORIZATION TO ENTER INTO A LICENSE AGREEMENT FOR A ROLLER-SKATING CONCESSION AT THE PIER 2 ROLLER SKATING RINK AND AUTHORIZATION TO TAKE RELATED ACTIONS CTIONS

BE IT RESOLVED, that Brooklyn Bridge Park Corporation (“BBP”) is hereby authorized to enter into a license agreement with NY Skating for a recreational concession at the Pier 2 Roller Skating Rink; 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 such actions as the President of BBP or their designee(s) may deem necessary or proper to effectuate these foregoing and in connection with the implementation of these resolutions.

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