



Hudson River Park Trust

HUDSON RIVER PARK TRUST

Minutes of a

Meeting of the Board of Directors

at 22 Reade Street

Spector Hall, New York, New York

July 27, 2017 4:20 PM

Directors Present:

Leslie Wright
Karen Mintzer
Lawrence B. Goldberg
Michael Kuh
Jeffrey Kaplan
Alyssa Cobb-Konon
Joe Rose
Tom Pegues

Appearances:

For the Hudson River Park Trust:

Madelyn Wils, President
Daniel P. Kurtz, Executive Vice President of Financial and Real Estate & CFO
Noreen Doyle, Executive Vice President
Kate Yarhouse, Director of Human Resources
Nicole Cuttino, Deputy General Counsel & Assistant Secretary
Alexander Mezzatesta, Director of Operations
Tom Lindon, Vice President of Marketing & Events
Chris Downey, CMMS Implementation Manager

Also Present:

Connie Fishman, Friends of Hudson River Park

The Press

The Public

Board Member Wright called the meeting to order at 4:20 PM and without a quorum present, President Wils began the President's Report as follows: In your packets today is a summary of the Parkwide public safety statistics. I would like to commend our PEP officers and Operations staff for all the excellent work they do to keep the Park a safe and friendly environment. Also included in your packets are the year-end audit of the Trust's financials, which were reviewed by the Trust's Audit Committee at its meeting on June 29, 2017. Hudson River Park's Summer of Fun 2017 is in full swing. Hudson RiverFlicks continues to draw thousands of people to both Big Hit Wednesdays at Pier 63, and Family Fridays at Pier 45. The inaugural Jazz at Pier 84 began with two well-attended performances and we look forward to the final show of the series on August 3rd. Sunset Salsa attracts record numbers of dancers to Pier 45. Families are flocking to Hudson RiverKids with performances at both Pier 25 in Tribeca, and Pier 62 in Chelsea. Our sports fields are booked with amateur teams and summer camps, and the Canal Street tennis courts recently welcomed LPGA pro golfer Michelle Wie and professional tennis pro Genie Bouchard who both took part in a Nike Promotion. Summer public programming continues to grow, with record numbers joining us in the Park. New this year, Community EcoPaddles have been particularly successful, allowing participants to engage in activities to support the Park's oyster restoration efforts, followed by paddling on the Hudson.

Community members and students have been supporting the Pier 32 Community Oyster Project by building and monitoring a series of oyster wraps. The wraps were installed this July as part of a scientific study of the ecological benefits of oysters in the pile field. The new lease of the Passenger Ship Terminal at Pier 88 and 90 has been executed. Under the terms of the new lease, EDC will pay the Trust \$125,000 at the start of the lease on July 1, 2017, and \$125,000 quarterly thereafter, for a total of \$500,000 annually until the 2006 arrangement expires at the end of 2025. From 2026 onward, the City will pay the Trust 20% of gross revenue rather than net revenue received. I want to thank the Deputy Mayor and her staff for aiding us in this matter.

Next, President Wils introduced the Director of Operations Alex Mezzatesta. Mr. Mezzatesta presented the Cartegraph report, showcasing the Trust's implementation and transition to Cartegraph, and the new Computerized Maintenance Management System. Chris Downey, the CMMS Implementation Manager, worked together with Mr. Mezzatesta to manage

the transition from the former CMMS platform and will continue to manage the Cartegraph in the future.

Board Member Wright then noted that a quorum was present and introduced the first item on the agenda, a resolution to approve the minutes of the June 8, 2017 meeting of the Board of Directors of the Trust.

Upon a properly called motion, the following resolution passed unanimously.

HUDSON RIVER PARK TRUST - Approval of Minutes of and Ratification of the Actions Taken at the June 8, 2017 Meeting of the Hudson River Park Trust Board of Directors

RESOLVED, that the Minutes of the Meeting of the Hudson River Park Trust Board of Directors held on June 8, 2017 are hereby approved by the Board of Directors, and all actions taken by the Directors present at such meeting, as set forth in the Minutes, are hereby in all respects, approved and ratified as actions of the Hudson River Park Trust, and a copy of such approved Minutes are hereby ordered filed with the records of Hudson River Park Trust.

Board Member Wright introduced the second item on the agenda, the authorization to contract with the lowest responsive and responsible bidder for the Chelsea Waterslide Park playground constructive work. President Wils proceeded, stating after almost 15 years of intensive use, the Chelsea Waterside Park Playground has fallen into a state of disrepair. Several pieces of play equipment have worn out, and some items are now marked “off-limits” to the public. Safety surfacing is in need of replacement and many of the original water features are in dire need of repair. During the past year, an effort has been made by Friends of Hudson River Park, working with the Trust, to restore and reimagine the CWP Playground. Numerous well-attended community scoping meetings were held to help address concerns such as visibility and shade, and to plan for a rebuilt park.

The redesign of the CWP Playground has now been prepared by Michael Van Valkenburgh Associates, the landscape architect for the Chelsea Cove area of the Hudson River Park. MVA has been working in coordination with the Trust but under a direct contract with FoHRP. The redesign contemplates (1) additional and/or relocated benches with deep sight lines

so that adults can better monitor children at play, and (2) new plantings to complement the existing trees lines and increase the footprint of shade areas. In addition, the redesigned playground will incorporate large, repurposed, sculpted animal heads salvaged from a W. 39th St. slaughterhouse which will be transformed into spray fountains. The centerpiece of the remodeled playground is a “pipefish tower” -- a large, spiraling wooden play structure designed by the Denmark-based firm “Monstrum”. The pipefish tower would offer a range of play options, including climbing, sliding, and balancing. The tower’s location would serve as a sizable buffer zone between play areas dedicated to the younger and older children. The MVA redesign recently advanced to the construction document phase and has been released for public bid.

Because of the need to substantially complete the CWP Playground construction work by spring 2018, there is a need to expedite the bidding and contracting timetable for this important project. Accordingly, the Trust seeks to proceed with CWP Playground construction work procurement and contract as a lump sum bid, with work to the awarded contractor scheduled to begin immediately after Labor Day. Limited Board authorization is sought to start the contract work with a “To Be Determined” lowest responsive and responsible low bidder selected in August. The full Board authorization with the named contractor would then be sought at the September meeting.

In accordance with the Trust’s Procurement Guidelines, an advertisement and a Request for Proposals for the Services was published. Advertisements were also transmitted to M/WBE consultants certified to perform the services. Bids will be publicly opened on August 15, 2017 and reviewed promptly thereafter. The Trust proposes to award a contract to the lowest responsive and responsible bidder. The Trust will limit expenditures under the contract to \$350,000, which the Trust estimates should be sufficient to cover the costs of pre-engineering services, including site mobilization, maintenance and protection of traffic measures, insurance, and other costs necessary to begin the work. The Trust would thereafter submit a follow-up item to the Board for review and approval at its September 2017 meeting detailing the completed procurement process, the selected contractor, and the final contract amount associated with this work. The requested funding will allow the Trust to select and enter into contract with a contractor to maximize the amount of work that can be performed during the warm weather months. This will help assure a spring 2018 completion.

The full CWP Playground restoration project will include the construction project currently before the Board, play equipment and landscape contracts to be held by FoHRP, and construction management services to be performed by the Trust under a contract previously approved by the Board. The total project budget at this juncture, inclusive of design services, is estimated at \$2.31 million.

NYC Council Member Corey Johnson has allocated \$905,000 of City Council funding, State Assembly Member Richard Gottfried has pledged \$500,000 of NYS funding, and FoHRP has successfully raised \$879,379, all for this project. The total amount of currently committed funds is \$2.28 million. It is possible that the Trust will be called up to cover some costs from its capital maintenance budget once all contract amounts are known. It is contemplated that funding for the construction contract before the Board today will be made available entirely from the City Council, NYS sources and FoHRP.

There being no further comments, upon a properly called motion, the following resolution passed unanimously.

HUDSON RIVER PARK TRUST - Authorization for the Hudson River Park Trust to Contract with the Lowest Responsive and Responsible Bidder for the Chelsea Waterside Park Playground Construction Work in an Amount of up to \$350,000.00

RESOLVED, based upon the materials presented to the Board at its meeting on July 27, 2017, a copy of which is ordered filed with the records of the Hudson River Park Trust, the Board hereby authorize the Hudson River Park Trust to contract with the lowest responsive and responsible bidder for the Chelsea Waterside Park Playground Construction Work in an amount of up to \$350,000.00; and be it further

RESOLVED, that the President or her designee(s) be, and each of them is hereby authorized to take such actions as the President or her designee(s) may deem necessary or appropriate in order to implement the forgoing resolution.

Board Member Wright introduced the next Board item, the annual confirmation of Hudson River Park Mission Statement and Performance Measurement Standards. President Wils proceeded, stating in accordance with the requirements of the Public Authorities Law, State and local public authorities are required to develop and adopt a mission statement and related performance measures to assist the authority in determining how well it is carrying out its mission. In 2010 the Trust adopted a mission statement and developed performance measures to evaluate the Trust's fulfillment of its mission.

NYS Authorities Budget Office guidance requires that the Trust annually review and publish its Mission Statement and measure its performance in carrying out its mission, and that the Trust's Board of Directors annually review the Mission Statement and performance results to ensure that its mission has not changed and that the Trust's performance goals continue to support its mission.

There being no further comments, upon a properly called motion, the following resolution passed unanimously.

HUDSON RIVER PARK TRUST – Confirmation of Hudson River Park Trust Mission Statement and 2017 Performance Measures

RESOLVED, based on the materials presented to the Board of Directors at its meeting on July 27, 2017, a copy of which is ordered filed with the records of the Hudson River Park Trust, the Directors hereby confirm the Hudson River Park Trust Mission Statement and 2017 Performance Measures; and be it further

RESOLVED, that the President or her designee(s) be, and each of them is hereby authorized to take such actions as the President or her designee(s) may deem necessary or appropriate in order to implement the foregoing resolution.

Board Member Wright introduced the next Board item, the adoption of Hudson River Park Trust Bylaws. President Wils proceeded, stating the By-Laws of the Trust were adopted on May 6, 1999, and thereafter amended on September 29, 2016.

The current proposed revisions to the Trust By-Laws include updates to reflect the ability of the Board to use email for notice purposes and videoconference for meetings in compliance with New York State Open Meetings Law; to provide clarification between the terms “Board” and “Trust” as referenced throughout the By-Laws; to provide authority for the President and Chief Executive Officer to call a special meeting and appoint and remove certain officers and delegate the duties of certain officers, subject to Board approval. Additional language was also added to reflect the current practice of the Board, which was not specifically stated in the By-Laws previously (i.e., Directors and Officers are not compensated, quorum requirements, etc.).

The attached copy of the Trust’s By-Laws is marked to show all proposed changes thereto. Trust staff met with the Trust’s Governance Committee on July 10th, 2017, at which time the By-Laws were reviewed and agreed upon.

There being no further comments, upon a properly called motion, the following resolution passed unanimously.

HUDSON RIVER PARK TRUST – Revisions of Hudson River Park Trust By-Laws

RESOLVED, based upon the materials presented to the Board of Directors (“Board”) at its meeting on July 27, 2017, a copy of which is ordered filed with the records of the Hudson River Park Trust, that the revisions to the By-Laws of the Trust be adopted; and be it further **RESOLVED**, that the President or her designee(s) be, and each of them is hereby authorized to take such actions as the President or her designee(s) may deem necessary or appropriate in order to implement the foregoing resolution.

Board Member Wright introduced the next Board item, the adoption of the 2017 Hudson River Park Trust Employee Handbook. President Wils proceeded, stating the Trust Employee Handbook was last modified in 2013, following approval by the Board of Directors. Over the past several months, staff has completed a comprehensive review of the Handbook to ensure that

it reflects current employment law, and to address certain questions and observations that have arisen since 2013.

Aside from assorted minor language changes to make the Handbook more user-friendly, to reflect current internal procedures, or to eliminate unnecessary information, staff is recommending the following substantive changes:

Pages 10&11 – Definition of the Introductory Period and use of leave time during that period

Page 11&12 – Clarifying language regarding employment classifications

Page 20-22 – Clarification on alcohol policy

Page 36 – Clarification regarding ability to use Comp-time

Pages 38-42 – Modifications to the annual, personal and sick leave schedules for “Tier 2” employees. Tier 2 employees are employees hired on or after October 1, 2011. The charts on the following pages highlight the proposed changes. Modifications to earning of personal time for seasonal/temporary employees.

Page 44 – Expanding sick-leave cash-in option to include Citi-bike membership

Page 47 – Modification regarding availability of floating holidays for Tier 2 employees

Page 49&56 – Payment for medical insurance during unpaid leave

Page 59 – Expanding medical insurance coverage for seasonal and temporary staff who work for more than 30 hours a week for 6 months (ACA)

Page 60&61 – Modification to allow Dental and Vision coverage to start on first day of employment, consistent with primary health benefit

Page 61 – Updated language to comply with NYS requirements regarding availability of retirement plan

Page 62 – Elimination of long-term health care as a benefit since NYS no longer offers this program

Page 63 – Modification to allow employees to deduct for dependent care through a flexible spending program on first day of hire, consistent with healthcare option

Page 64&65 – Clarification regarding eligibility for the Transitchek program

Page 67 – Limitation regarding use of annual leave upon termination of employment

Additionally, we have updated the Trust’s anti-discrimination policy to include familial status & gender (including actual or perceived biological sex, gender, gender identity and gender expression) consistent with NYS law.

Finally, we are recommending that certain routine employee practices and protocols be moved from the Handbook to the “Employee Bulletins” implemented in 2009. At the recommendation of the Board, the Employee Bulletins were created to address such issues as children at work, office hours and the like that are primarily a matter of office procedure. The changes that would occur in this category are:

Page 22-24 – Edits to the Dress Code

Page 31 – Allowing full time staff access to direct deposit immediately upon hire

We are also recommending that the Whistleblower Policy, previously included in the “Employee Bulletin” be moved to the Employee Handbook as Appendix 5 where we believe it to belong.

Leave Time/Time-Off Benefits

Employees subsequent to October 1, 2011 are considered “Tier 2” employees and currently accrue leave in accordance with the following schedule:

HRPT Tier Two					
	Vacation	Holiday	Personal	Sick	Total
Year One	10	10	3	6	29
Year Two	12	10	3	6	31
Year Three	14	10	3	8	35
Year Four	15	10	3	8	36
Year Five	16	10	3	8	37
Year Six	17	10	3	10	40
Year Seven	18	10	3	10	41
Year Eight	19	10	3	10	42
Year Nine	20	10	3	10	43
Year Ten	20	10	3	10	43

Staff has had difficulty recruiting and retaining staff with this schedule, and is recommending increases in the rate of accruals, as follows:

HRPT Tier Two (2017)					Total
	Vacation	Holiday	Personal	Sick	
Year One	10	12	5	6	33
Year Two	13	12	5	8	38
Year Three	15	12	5	8	40
Year Four	15	12	5	10	42
Year Five	17	12	5	10	44
Year Six	20	12	5	10	47
Year Seven	20	12	5	10	47
Year Eight	20	12	5	10	47
Year Nine	20	12	5	10	47
Year Ten	20	12	5	10	47

The proposed accrual schedule accelerates the rate of accruals from the existing, but is still substantially slower than for Tier 1 employees, as shown below:

HRPT Tier 1 Schedule		
Type of Leave	During 1st Year	After 1st Year
Vacation (Annual) Leave	10 days	20 days
Sick Leave	6 days	13 days
Personal Leave	3 days	5 days
Paid Holidays	12 days per year	12 days per year

Trust staff met with the Governance Committee on July 10th, 2017 to review the proposed changes and Committee members had no concerns with the proposed changes. There being no further comments, upon a properly called motion, the following resolution passed unanimously.

HUDSON RIVER PARK TRUST - Authorization to Make Proposed Changes to HRPT Employee Handbook

RESOLVED, that based upon the materials presented to the Board at its meeting on July, 27, 2017, a copy of which is ordered filed with the records of the Hudson River Park Trust, the Directors hereby authorize the Hudson River Park Trust to make proposed changes to the Employee Handbook; and it be further

RESOLVED, that the President or her designee(s) be, and each of them is hereby authorized to take such actions as the President or her designee(s) may deem necessary or appropriate in order to implement the foregoing resolution.

The Pier 26 Olin Studio presentation was next. The presentation featured the architectural design of Pier 26, while showcasing multi-faceted aspects and functions planned for the Pier.

Connie Fishman gave the Friends of Hudson River Park report, addressing events and financial donations Friends received for the playground.

There being no further approval items for the meeting, Board Member Wright asked for a motion for the Board to have, as permitted by Open Meetings Law, an Executive Session and the motion was approved by the Board at 5:00PM.

At 6:15 PM, the Executive Session of the Hudson River Park Trust was adjourned and the Public Meeting reconvened. There being no further business, and on a properly-called motion, the meeting was adjourned at 6:15 PM.