



HUDSON RIVER PARK TRUST
Minutes of a
Meeting of the Board of Directors
Spector Hall, 22 Reade Street
New York, New York 10007
May 31, 2018 4:00 PM

Directors Present:

Diana L. Taylor, Chair
Thomas Berkman, NYS Department of Environmental Conservation
Alyssa Cobb-Konan, NYC Department of Parks and Recreation
Douglas Durst
Pamela Frederick
Lawrence Goldberg
Jon Halpern
Leslie Wright, NYS Office of Parks, Recreation and Historic Preservation
Michael Kuh
Tom Pegues
Carl Weisbrod

Appearances:

For the Hudson River Park Trust:

Madelyn Wils, CEO and President
Daniel Kurtz, CFO and Executive Vice President, Finance & Real Estate
Noreen Doyle, Executive Vice President
Kevin Quinn, Senior Vice President, Design & Construction
William Rettig, Director of Facilities
Christine Fazio, Acting General Counsel

Also Present:

Dan Miller, Chair, Hudson River Park Advisory Council

The Press

The Public

With a quorum being present Chair Diana L. Taylor called the meeting to order at 4:00 p.m. Chair Taylor noted that all the members of the Board of Directors (the “Directors” or the “Board”) of the Hudson River Park Trust (the “Trust”) had received the Board meeting materials in advance, and may ask questions or give comments in reference to the items on the agenda. Chair Taylor instructed the audience that questions would not be entertained.

Chair Taylor directed attention to the first item on the agenda, which was the approval of the minutes of the March 29, 2018 meeting of the Board of Directors.

There being no questions, 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 March 29, 2018 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 March 29, 2018 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.

Chair Taylor subsequently directed attention to the second item on the agenda: Authorization to contract with Gilbane Building Company (“Gilbane”) for Pier 26 Construction Management Services.

President Wils presented this item. Since completion of the Pier 26 marine structure in 2009, the Trust has advanced construction of the new esplanade and park finishes in the Hubert Street to Laight Street area, as well as the Pier 26 Café Boathouse building. The Trust is currently advancing design of the ecological platform/waterfront structures, upland park, and landscape materials to support the park development of the remaining Pier 26 area. Construction of the

ecological platform/waterfront structures is anticipated to start in August 2018, with upland park construction and landscape construction anticipated to follow in late Fall 2018.

In support of this work, the Trust requires the services of a construction management firm (“CM”) to provide comprehensive phased construction management services. The CM will perform all project services as required. The proposed contract period is 26 months.

President Wils explained that the Trust followed its procurement guidelines and on May 3, 2018, four firms submitted proposals with proposal fees that ranged from a low of \$2,214,182 by Hudson Meridian Construction Group to a high of \$2,685,698 by Skanska USA Building Inc. A selection committee comprised of the Trust’s design and construction staff reviewed the submissions and evaluated each firm for responsiveness and capacity to perform. All four firms were also interviewed on May 8, 2018. Following presentations, the evaluation committee determined that Gilbane was the most qualified firm to perform the services. Gilbane has extensive experience managing similar reconstruction projects, and is currently providing Park-wide Construction Management services for Chelsea Waterside Park Construction, LGBT Memorial Construction, HRPT Signage and Wayfinding, and other projects Park-wide.

Gilbane proposed a price of \$2,436,120 for the services specified in the scope of work. Trust staff determined that Gilbane, as the most qualified firm, offered a fee and cost proposal that was fair and reasonable and thus presented the “best value” to the Trust. Gilbane has committed to meet the Trust’s 30% combined M/WBE and 6% SDVOB participation goals for this contract. Funding for this contract is currently available within the existing Pier 26 project budget.

President Wils then requested Board authorization to enter into a contract with Gilbane Building Company for Pier 26 Construction Management Services for a 26-month term in the

amount of \$2,436,120, plus a 10% contingency, for a total Board Authorization Amount of up to \$2,679,732.

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

HUDSON RIVER PARK TRUST - Authorization for Hudson River Park Trust to Contract with Gilbane Building Company for Pier 26 Construction Management Services in the Base Contract Amount of \$2,436,120 plus a 10% Contingency, for a total Board Authorization Amount of up to \$2,679,732

RESOLVED, based upon the materials presented to the Board of Directors at its meeting of May 31, 2018, a copy of which is ordered filed with the records of Hudson River Park Trust, the Board hereby authorizes Hudson River Park Trust to enter into a contract with Gilbane Building Company for Pier 26 Construction Management Services for a 26-month term in the amount of up to \$2,436,120, plus a 10% contingency, for a total Board Authorization Amount of up to \$2,679,732; 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.

Chair Taylor then introduced the next item before the Board: Authorization to amend the contract with Olin Partnership, Ltd. (“Olin”) for Pier 26 Landscape Architect Services. President Wils presented this item. She explained that the contract was approved at the May 28, 2015 Board meeting in the amount of \$2,236,165 for professional design, construction documentation and phased construction administration services associated with Pier 26. Since then, Olin and its subconsultants, in consultation with the Board’s Design Committee and Trust staff, have advanced the pier’s design in a manner that reflects community input. The resulting design, which received positive support from Community Board 1, includes an “ecological get down” with wetland plantings and an elevated walkway that will provide views to the new get down. Pier 26’s design

will also enhance environmental programming at the future “estuarium” planned for the nearby Pier 26 upland.

To accomplish design of the ecological get down, Olin was required to retain the services of a marine engineering firm as part of its design team. Such marine engineering services were not originally included in the scope of Olin’s base contract due to the extent of additional marine components not then known. The Trust now proposes to increase the contract with Olin by \$519,477 to subcontract with a marine engineering services firm, which increase is in excess of 20% of the original contract amount; thus, the Trust’s Procurement Guidelines require the Trust to make a determination as to why employing a competitive process was not in the best interests of the Trust in such circumstance.

To make certain that the cost of the additional services was reasonable, Olin obtained proposals from three marine engineering services firms in order to provide the best value to the Trust. Three firms submitted proposals in response and, following a review of the proposals, Olin, in consultation with the Trust, determined that Mueser Rutledge Consulting Engineers (“MRCE”) was the most qualified firm to undertake the marine engineering services. MRCE has relevant experience on major projects in Hudson River Park, including Piers 55, 62, 63, and 64.

Olin negotiated the MRCE fee and presented the revised lump sum fee proposal of \$519,477 for the Trust’s review and approval. Trust staff determined that the revised fee was fair and reasonable and that MRCE should be awarded the subcontract for the Pier 26 marine services.

Funding for this amendment is available from within the existing Pier 26 project budget, for which funding sources include the City of New York, Lower Manhattan Development Corporation, and a donation from Citigroup.

Accordingly, President Wils requested Board authorization to amend the contract with Olin Partnership, Ltd. for Pier 26 Landscape Architect Services in the amount of \$519,477 in order for Olin to retain a marine engineering firm subconsultant, for a Total Board Authorization Amount of up to \$2,755,642.

Director Goldberg asked how did the MRCE proposal compare to the other two proposals and Kevin Quinn explained that all three bids were within 10 percent of each other.

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

HUDSON RIVER PARK TRUST - Authorization for Hudson River Park Trust to Amend the Contract with Olin Partnership, Ltd. (“Olin”), for Pier 26 Landscape Architect Services in the Amount of \$519,477 in order for Olin to Retain a Marine Engineering Firm Subconsultant, for a Total Board Authorization Amount of up to \$2,755,642

RESOLVED, based upon the materials presented to the Board of Directors at its May 31, 2018 meeting, a copy of which is ordered filed with the records of Hudson River Park Trust, the Board hereby authorizes Hudson River Park Trust to amend the contract with Olin Partnership, Ltd., for Pier 26 Landscape Architect Services in the amount of \$519,477 in order for Olin to retain a marine engineering firm subconsultant, for a Total Board Authorization Amount of up to \$2,755,642; 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.

Chair Taylor introduced the next item before the Board: Authorization to contract with Trevcon Construction Company, Inc. (“Trevcon”) for the Pier 26 Ecological Platform – Waterfront Structures Construction. President Wils presented the item. Planned work for Pier 26, as an ecologically-themed pier, and the upland area includes installation of a marine deck that will serve as the base for an intertidal wetland and aerial walkway, both at the western end of the pier. This

marine construction will precede all other work to be procured and then performed under a separate contract expected to be presented to the Board late summer.

President Wils explained that the Trust followed its procurement guidelines and a pre-bid meeting was held on April 17, 2018. Six bids were submitted and publicly opened on May 17, 2018, with the lowest bid received by Trevcon at \$11,814,000 and the highest bid received by Phoenix Marine Company at \$18,765,000.

A selection committee comprised of the Trust's design and construction staff evaluated the bid for responsiveness. Based on this review and a post-bid meeting, Trust staff determined that Trevcon was the lowest responsive and responsible bidder, and that Trevcon has successfully provided similar and satisfactory marine construction work for the Trust in the past. This includes the Bloomfield to West 14th Street Waterfront Structures and Pier 97 Waterfront Structures Phase II projects. Trevcon attempted but was unable to meet the Trust's 30% M/WBE goals and has proposed an M/WBE utilization rate of 13% --Trevcon's utilization rate is higher than any of the five other bidders. Therefore a waiver will be sought from New York State and contract execution will be subject to approval of the waiver.

Funding for this contract will be made available through the City of New York, Lower Manhattan Development Corporation, and a donation by Citigroup.

Accordingly, President Wils requested Board authorization to contract with Trevcon Construction Company, Inc. for the Pier 26 Ecological Platform – Waterfront Structures Construction Work in an amount of \$11,814,000, plus a 10% contingency, for a Total Board Authorization Amount of up to \$12,995,400.

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

HUDSON RIVER PARK TRUST - Authorization for Hudson River Park Trust to Contract with Trevcon Construction Company, Inc. for the Pier 26 Ecological Platform – Waterfront Structures Construction Work in the Base Contract Amount of \$11,814,000, plus a 10% Contingency, for a Total Board Authorization Amount of up to \$12,995,400

RESOLVED, based upon the materials presented to the Board of Directors at its meeting on May 31, 2018, a copy of which is ordered filed with the records of the Hudson River Park Trust, the Board hereby authorizes the Hudson River Park Trust to contract with Trevcon Construction Company, Inc. for the Pier 26 Ecological Platform – Waterfront Structures in an amount of \$11,814,000, plus a 10% contingency, for a Total Board Authorization Amount of up to \$12,995,400; 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.

Chair Taylor then introduced the next item before the Board: Authorization to contract with Phoenix Marine Co. DE, LLC (“Phoenix”) for the Pier 40 CSO Removal Work. President Wils presented the item. In 2014, the Trust commissioned an underwater inspection of Pier 40's existing steel pile infrastructure. The report confirmed that the pier was in overall “poor” structural condition, with a combined 57% of the steel piles having either “severe” or “major” damage. The report also noted that a collapsed City of New York combined sewer outfall pipe lay under Pier 40. At its January 25, 2018 meeting, the Board approved construction contracts with Weeks Marine, Inc. and Trevcon Construction Company, Inc. for Phase 1 and Phase 2 of the Pier 40 repair project. Work is currently ongoing for both phases.

The next phase of the project concerns the removal of the 800 feet Combined Sewer Outfall, or referred to as CSO. The CSO, which has deteriorated over time and currently lies on the river bottom, blocks access to certain piles designated for future phases of pile repair.

Accordingly, the Trust seeks Board authorization to enter into a contract for the CSO removal so that construction operation can begin in June 2018.

President Wils explained that the Trust followed its procurement guidelines. Nine bids were submitted and publicly opened on May 8, 2018, with the lowest bid from Phoenix at \$1,130,330.00 and the highest bid from D'Onofrio General Contracting Corp. at \$6,473,000.00. A selection committee comprised of the Trust's design and construction staff and the project's construction manager evaluated the lowest apparent bidder, Phoenix, for responsiveness, including the contractor's relevant experience on similar projects. Trust staff determined that Phoenix was the lowest responsive and responsible bidder for the proposed Pier 40 CSO Removal Work. As there are relatively few M/WBE marine subcontractors, Phoenix is unable to meet the Trust's 30% combined M/WBE goal for this contract and can achieve approximately 11% M/WBE participation. Consequently, execution of the contract will be subject to receipt of a waiver from the Governor's office. Funding for this contract is available from capital maintenance/reconstruction funds held by the Trust in connection with the sale of air rights to the developer of the St. John's property in 2017.

President Wils then requested Board authorization to contract with Phoenix Marine Co. DE, LLC for the Pier 40 CSO Removal Work in a base contract amount of \$1,130,330 plus a 10% contingency, for a Total Board Authorization Amount of up to \$1,243,363.

Director Berkman asked if the CSO is no longer used and whether the City has approved its removal. President Wils explained that the CSOs that operate are from the bulkhead and the pipe that is defunct is being removed as required by the Trust's permit. Director Goldberg asked what is the timetable for the removal. President Wils explained immediately and Keven Quinn stated that the removal should take a maximum of three months. Director Weisbrod asked why

there was such a wide spread in bid amounts for such a short-term contract. Kevin Quinn explained it probably has to do with the availability of equipment.

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

HUDSON RIVER PARK TRUST - Authorization for Hudson River Park Trust to Contract with Phoenix Marine Co. DE, LLC for the Pier 40 CSO Removal Work in a Base Contract Amount of \$1,130,330 plus a 10% contingency, for a Total Board Authorization Amount of up to \$1,243,363

RESOLVED, based upon the materials presented to the Board of Directors at its meeting on May 31, 2018, a copy of which is ordered filed with the records of the Hudson River Park Trust, the Board hereby authorizes the Hudson River Park Trust to contract with Phoenix Marine Co. DE, LLC for the Pier 40 CSO Removal Work in a base contract amount of \$1,130,330 plus a 10% contingency, for a Total Board Authorization Amount of up to \$1,243,363; 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.

Chair Taylor then introduced the next item before the Board: Approval to Amend the Contract with SP Plus Corporation (“SP Plus”) for Management and Operation of the Pier 40 Parking Garage Contract. President Wils presented this item. On February 11, 2015, the Trust entered into a Management and Operating agreement with SP Plus for a three-year term, with the option to renew for two additional years (the “Agreement”), subject to Board approval of the pricing for each renewal term. The amount of the initial three-year contract approved by the Board was \$3,304,358. The Trust now seeks Board approval to amend the Agreement for an additional amount of \$3,143,386 over the remaining two-year extension period, through March 31, 2020.

President Wils explained that the Trust is satisfied with the performance of SP Plus and has established a good working relationship with all levels of management at the company.

The existing Agreement with SP Plus provides for reimbursement by the Trust for all approved operating costs and payment by the Trust of an annual management fee and incentive fee of equal to 10% of achieved net operating income in excess of budget. The capital expenditures for the next two years will focus on upgrades to garage technology such as license plate recognition, pre-paid tickets, security cameras and hardware and software upgrades.

The two years' projected reimbursements for operating expenses and management fees are \$1,540,177 in FY 2019 and \$1,317,447 in FY 2020. To account for unanticipated maintenance, operation or programming needs, and the incentive fee, Trust staff request Board authorization for a 10% contingency of \$285,762. Funding for the Agreement with SP Plus will be from the Trust's annual operating budget.

President Wils then requested Board authorization to amend the Agreement with SP Plus Corporation for Pier 40 Parking Garage--Maintenance and Operations for an annual management fee in the first extension year of \$1,540,177 and \$1,317,447 in the second extension year, plus a 10% contingency, or a total extension amount of \$3,143,386, for a Total Board Authorization Amount of up to \$6,447,744.

Director Weisbrod asked why isn't the contract on a net basis (expenses taken out by contractor) so that Trust does not have to expend funds. Dan Kurtz explained that this arrangement gives the Trust more control. The Trust has a garage auditor who reviews all monthly expenses so the Trust has tighter control on controlling costs. Director Goldberg asked how much does the Trust make each month. Dan Kurtz explained that the Trust's net after capital expenditures was about \$5 million last year. Director Halpern asked if the renewal option is for two years or is two one-year renewal options and President Wils answered two years.

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

HUDSON RIVER PARK TRUST – Authorization To Amend Agreement with SP Plus Corporation for Pier 40 Parking Garage--Maintenance and Operations for an Annual Management Fee in the First Extension Year of \$1,540,177 and \$1,317,447 in the Second Extension Year, Plus a 10% Contingency, or a Total Extension Amount of \$3,143,386, for a Total Board Authorization Amount of up to \$ 6,447,744

RESOLVED, based on the materials presented to the Board of Directors at its meeting on May 31, 2018, a copy of which is ordered filed with the records of the Hudson River Park Trust, the Board hereby authorizes the Hudson River Park Trust to amend the Agreement with SP Plus Corporation for Pier 40 Parking Garage--Maintenance and Operations for an annual management fee in the first extension year of \$1,540,177 and \$1,317,447 in the second extension year, plus a 10% contingency, or a total extension amount of \$3,143,386, for a Total Board Authorization Amount of up to \$6,447,744; 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.

Chair Taylor introduced the next item before the Board: Authorization to amend the contract with Interphase Electric Corp. for the Pier 40 Fire Alarm Restoration Work (“Interphase”). President Wils presented the item. On September 30, 2014, the Board of Directors approved a competitively procured contract with Interphase for Hurricane Sandy related repairs to the Pier 40 fire alarm system in the amount of \$921,049 (including contingency). At its meetings on July 28, 2015 and July 28, 2016 the Board approved increases of \$785,000 and \$120,580, respectively, in order to perform upgrade work as required by the New York City Fire Department and replace systems in the south tenant space of Pier 40 to bring the entire pier to code (“Compliance Work”).

The final cost of the Compliance Work exceeds the contract amount authorized by the Board on July 28, 2016. Accordingly, the Trust seeks additional Board authorization for an

amendment to the contract in the amount of \$27,663 to complete the Compliance Work. The Trust intends to seek reimbursement for the maximum allowable percentage of project costs from FEMA and New York State for this work, and to the extent such costs are not reimbursed by FEMA and New York State, funding will be from the Trust's capital maintenance budget.

President Wils then requested Board authorization to amend the contract with Interphase Electric Corp. for the Pier 40 Fire Alarm Restoration work in the amount of \$27,663, for a total Board authorization amount of up to \$1,854,292.

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

HUDSON RIVER PARK TRUST - Authorization to Amend the Contract with Interphase Electric Corp. for the Pier 40 Fire Alarm Restoration Work in the Amount of \$27,663, for a Total Board Authorization Amount of up to \$1,854,292

RESOLVED, based upon the materials presented to the Board of Directors at its May 31, 2018 meeting, 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 amend the contract with Interphase Electric Corp. for the Pier 40 Fire Alarm Restoration Work in the amount of \$27,663 for a total Board authorization amount of up to \$1,854,292; 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.

Chair Taylor introduced the next item which was for discussion purposes only. The item before the Board for discussion was the proposed Amendment No. 2 ("Second Amendment") to the lease agreement ("Lease") with Pier55, Inc. ("P55") for the Pier 55 Project ("Project"). President Wils proceeded by directing the Board to the materials which contained a draft Second Amendment to the Lease. President Wils said both the Trust and P55 hope to finalize the Second Amendment in June for ratification by the Board at its next meeting in July.

As background, at the February 11, 2015 meeting, the Board of Directors authorized the Trust to enter into the Lease with P55. The Lease called for expenditure by the Trust of \$17.5 million for various hard and soft cost items, with funds provided primarily by the City of New York. At its January 26, 2017 meeting, the Board authorized an amendment to the Lease (“First Amendment”) to address increases in costs, particularly related to the placement of utilities on off-premises locations. Under the First Amendment, project funding from the Trust increased by \$2.732 million and P55 increased its funding commitment by \$45.5 million.

President Wils stated that the Trust has been tasked by the Governor’s Office to expedite the Project and the State has indicated the availability of certain re-appropriated New York State funds to help offset some of the cost increases incurred as a result of the litigation and associated Project delays.

The Trust has been negotiating the Second Amendment with P55 to provide approximately \$969,000 in additional funding under terms substantially similar to the First Amendment. This represents a 4.8% increase in total funding from the Trust, which would then stand at \$21.2 million. While several details are still being finalized, the form of the Second Amendment has been provided to the Directors for informational purposes, and the Trust may seek to enter into the Second Amendment prior to the next scheduled Board meeting. The final Second Amendment would then be presented to the Board for ratification on July 10, 2018. A portion of the increased funding under the Second Amendment would be applied to the next contract under consideration with the balance used for future work either on the Pier or for additional off-premises improvements.

Director Goldberg asked when did the Board receive the draft amendment and whether it is still under review. Acting General Counsel Christine Fazio stated that the draft was sent to the

Directors last night and it is still a draft and under review. Directors Halpern and Goldberg asked for a recap on what the Trust will get reimbursed. President Wils explained that the additional costs are being picked up by the Trust but there are other costs that P55 is picking up, and any reimbursement of the Trust's additional funding only happens if the Pier 55 Project does not move forward. There being no further comments, the Chair of the Board called the next agenda item to be reviewed.

Chair Taylor introduced the next item before the Board: Authorization to Amend the Contract with Deborah Bradley Construction & Management Services, Inc. ("DBCM") for the Bloomfield Street to West 14th Street Upland Park Construction Work. On February 9, 2017, the Board of Directors authorized the Trust to enter into a contract with DBCM to complete the fifth and final phase of the Pier 54 Connector, which is a widened pedestrian esplanade, and other transportation improvements in the area between Bloomfield Street and 14th Street for a Total Board Authorization of up to \$6,468,506 ("Esplanade Contract"). The improvements are part of the Federal Congestion Mitigation and Air Quality Improvement Program. At its March 28, 2018 meeting, the Board authorized the Trust to enter into a separate contract with DBCM in the amount of \$1,323,335 plus a 10% contingency for the installation of Pier 55 project utilities below the surface of the pedestrian esplanade ("Utility Contract").

Both the Esplanade Contract and the Utility Contract have been impacted by Pier 55 project delays caused by the project litigation. The esplanade work was originally scheduled to be complete by April 27, 2018. However, due to the on-going litigation, the Trust put the esplanade

construction work on hold in June 2017 due to both the Trust and P55's reticence to proceed with the utilities' installation.

After September 2017, and during the period that the Pier 55 project was understood to be abandoned, gravel fill was placed and a concrete sub-base for the paving was installed per the Esplanade Contract. That work must now be partially removed to accommodate the utility infrastructure for Pier 55 being performed under the Utility Contract, and then re-installed after the utility work is complete. In addition, P55 has now finalized the foundation designs for their signage to be placed within the esplanade area. Given the location of the proposed work, the existing concrete slab must be saw cut and removed at these locations. DBCM is best positioned to efficiently perform this work as a change order under the Esplanade Contract.

Other than the change orders included in this proposed authorization, DBCM is to be compensated for increased costs resulting from the 2017 delays.

The total increase cost for these items is estimated to be \$907,853.58. DBCM has been directed and has agreed to perform the construction work keeping careful track of time and materials' costs. The Trust will seek funding from the State of New York to pay for this contract amendment work.

President Wils then requested Board authorization to amend the contract with Deborah Bradley Construction & Management Services, Inc. for Bloomfield Street to West 14th Street Upland Park Construction Work to include additional work and to increase the authorized contract amount by \$907,853.58 for a Total Board Authorization Amount of up to \$7,376,359.58.

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

HUDSON RIVER PARK TRUST - Authorization for Hudson River Park Trust to amend the contract with Deborah Bradley Construction & Management Services, Inc. to include

additional work and to increase the Base Contract Amount by \$907,853.58 for a Total Board Authorization Amount of up to \$7,376,359.58

RESOLVED, based upon the materials presented to the Board of Directors at its meeting on May 31, 2018, a copy of which is ordered filed with the records of the Hudson River Park Trust, the Board hereby authorizes the Hudson River Park Trust to amend the contract with Deborah Bradley Construction & Management Services, Inc. to include additional work and to increase the Base Contract Amount of \$907,853.58 for a Total Board Authorization Amount of \$7,376,359.58; 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

Chair Taylor then introduced the next item before the Board: Authorization to Contract with Steven Dubner Landscaping, Inc. (“Dubner”) for Pier 55 Site Construction Work. President Wils presented the item. Under the terms of the Trust’s original lease with Pier55, Inc. (“P55”), the Trust is to perform approximately \$8.5 million in construction work on the Pier. This contract is for P55 site construction work and anticipates a construction start date in July 2019.

President Wils explained that the Trust followed its procurement guidelines. The Trust held a pre-bid meeting on February 21, 2018. Three bids were submitted and publicly opened on March 26, 2018, with the lowest bid received from Dubner. A selection committee comprised of the Trust’s design and construction staff evaluated the bids for responsiveness. Dubner has successfully completed similar site construction work at Four Freedoms Park on Roosevelt Island, The Highline (Section 3), and Grace Farms in New Canaan, Connecticut. Trust staff determined that Dubner was the lowest responsive and responsible bidder for the proposed work based upon this evaluation.

Dubner is a full service firm capable of self-performing most of the work in this contract. As a result, Dubner is unable to meet the Trust’s 30% combined M/WBE goal for this contract.

Consequently, execution of the contract will be subject to receipt of a waiver from the Governor's office with respect to this requirement. Funding for this proposed contract is available from the Trust's capital budget with funds provided by the City of New York.

Accordingly, President Wils requested Board authorization to contract with Steven Dubner Landscaping, Inc. for the Pier 55 Site Construction Work in the amount of \$5,208,703 plus a 10% contingency, for a Total Board Authorization Amount of up to \$5,729,573.30.

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

HUDSON RIVER PARK TRUST - Authorization for Hudson River Park Trust to Contract with Steven Dubner Landscaping, Inc. for the Pier 55 Site Construction Work in the Amount of \$5,208,703, plus a 10% Contingency, for a Total Board Authorization Amount of up to \$5,729,573.30

RESOLVED, based upon the materials presented to the Board of Directors at its meeting on May 31, 2018, a copy of which is ordered filed with the records of the Hudson River Park Trust, the Board hereby authorizes the Hudson River Park Trust to contract with Steven Dubner Landscaping, Inc. for the Pier 55 Site Construction Work in the amount of \$5,208,703, plus a 10% contingency, for a Total Board Authorization Amount of up to \$5,729,573.30; 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.

Chair Taylor then introduced the next item before the Board: Authorization to Amend Contract with Deborah Bradley Construction & Management Services, Inc. ("DBCM") for the Chelsea Waterside Park Playground Construction. President Wils presented the item. In September 2017, the Board of Directors authorized the Trust to contract with DBCM to restore the Chelsea Waterside Park Playground for the amount of \$2,248,469 plus a 10% contingency, for a total authorized amount of up to \$2,473,316. On January 25, 2018, the Board authorized the Trust

to amend this contract to include additional scope elements, including sub-grade irrigation work, sourcing of plant materials from nurseries and contracting for plant installation, for a total amount of \$2,483,151.41 plus a 10% contingency. Construction work under this contract is now approximately 65% complete.

Trust staff now seeks Board authorization to amend the base contract by an additional \$88,303.15 to address previously unknown site conditions and necessary modifications to customized play features. This work was not part of the prior scope.

Funds for this amendment are available through a combination of funds from New York State, New York City Council, and Hudson River Park Friends. It is possible that the Trust will need to cover some portion of the costs from its capital maintenance budget once all contract amounts are known.

President Wils then requested Board authorization to amend the contract with DBCM for the Chelsea Waterside Park Playground Construction by \$88,303.15 such that the amended base contract is \$2,571,454.56, plus a 10% contingency, for a total board authorization amount of up to \$2,828,600.20.

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

HUDSON RIVER PARK TRUST - Authorization for Hudson River Park Trust to Amend the Contract with Deborah Bradley Construction & Management Services Inc. for the Chelsea Waterside Park Playground Construction by \$88,303.15 such that the Amended Base Contract is \$2,571,454.56, plus a 10% contingency, for a Total Board Authorization Amount of up to \$2,828,600.20.

RESOLVED, based upon the materials presented to the Board of Directors at its meeting on May 31, 2018, a copy of which is ordered filed with the records of the Hudson River Park Trust, the Board hereby authorizes the Hudson River Park Trust to amend the contract with Deborah Bradley Construction & Management Services Inc. for the Chelsea Waterside Park Playground

Construction by \$88,303.15 such that the Amended Base Contract is \$2,571,454.56, plus a 10% contingency, for a Total Board Authorization Amount of up to \$2,828,600.20; 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.

Chair Taylor then introduced the next item before the Board: Authorization to Contract with Kelco Construction, Inc. (“Kelco”) for the Morton Street Upland Park Restoration Work. President Wils presented the item. At its July 2014 meeting, the Board of Directors authorized the Trust to enter into the first of several contracts related to repairing vertical and lateral failures along approximately 350 feet of historic bulkhead near Morton Street. Repairs to the bulkhead are currently underway.

Once the bulkhead stabilization is accomplished, a second phase of construction contract will be required to restore all the upland park elements in the affected areas to its original design. The proposed contract, which was procured in the form of a lump sum bid for all work, has an anticipated completion date of late spring 2019.

President Wils explained that the Trust followed all of its procurement guidelines. Four firms responded to the advertisement and picked up bid packages. A pre-bid meeting was held on May 1, 2018. Four bids were submitted and publicly opened on May 18, 2018. The lowest bid was TDI Construction, Inc. (“TDI”) for \$1,498,078 and the highest was Steven Dubner Landscaping, Inc. at \$4,479,940. A selection committee comprised of the Trust’s design and construction staff evaluated the bids for responsiveness. TDI, the apparent lowest bidder, withdrew its bid on May 21, 2018 and the remaining bidders were deemed responsive.

Thereafter, the Trust performed a responsibility determination for the next lowest apparent bidder, Kelco, and determined that Kelco was the lowest responsive and responsible bidder for the proposed work based upon this evaluation.

Kelco is a full service firm capable of self-performing most of the work in this contract. As a result, Kelco is unable to meet the Trust's 30% combined M/WBE goal for this contract. Consequently, execution of the contract will be subject to receipt of a waiver from the Governor's office. Funding for this proposed contract will be made available from State of New York appropriations.

President Wils then requested Board authorization to contract with Kelco Construction Inc. for the Morton Street Upland Park Restoration Work in a base contract amount of \$2,041,764.31 plus a 10% contingency, for a total Board authorization amount of up to \$2,245,940.75.

Director Goldberg asked if any of the firms were able to meet the M/WBE goals and Kevin Quinn stated that only Deborah Bradley but she was \$500,000 more. There being no further comments, upon a properly called motion, the following resolution passed unanimously by those present.

HUDSON RIVER PARK TRUST - Authorization to Contract with Kelco Construction, Inc. for the Morton Street Upland Park Restoration Work in a Base Contract Amount of \$2,041,764.31 plus a 10% Contingency, for a Total Board Authorization Amount of up to \$2,245,940.75

RESOLVED, based upon the materials presented to the Board of Directors at its meeting on May 31, 2018, a copy of which is ordered filed with the records of the Hudson River Park Trust, the Board hereby authorizes the Hudson River Park Trust to contract with Kelco Construction, Inc. for the Morton Street Upland Park Restoration Work in a base contract amount of \$2,041,764.31 plus a 10% contingency, for a total Board authorization amount of up to \$2,245,940.75; 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.

Chair Taylor then introduced the next item before the Board: Authorization to Extend the Term and Increase the Retainer Agreement with Sive, Paget & Riesel, P.C. (“Sive Paget”) for Additional Environmental Law Services. President Wils presented the item. At its June 8, 2017 meeting, the Board of Directors authorized the Trust to increase its retainer agreement with Sive Paget by an additional \$850,000 largely to cover litigation expenses related to the various lawsuits and related legal actions in connection with the Pier 55 project. While the Pier 55 project litigation matters have since been resolved, Sive Paget continues to provide environmental law services on an as-needed basis, including assisting the Trust on environmental review and permitting related to Piers 26, 55, 57 and Gansevoort Peninsula. Sive Paget has demonstrated, through its prior work with the Trust, its ability to provide excellent and efficient environmental legal services. The Trust anticipates that the additional costs of Sive Paget’s representation beyond that previously authorized by the Board will not exceed \$175,000. There will be no change to Sive Paget’s billing rate, which is currently capped at \$500 per hour. The Trust also seeks to extend the retainer agreement with Sive Paget by up to two years.

Because the amendment amount exceeds 20% of the original contract, under the Trust’s Procurement Guidelines, the Trust has determined that a competitive process is not in the best interests of the Trust at this time for the following reasons: (1) Sive Paget is uniquely able to represent the Trust at this juncture given its intimate knowledge of the Hudson River Park Act and the regulatory permits issued for various park elements; (2) introducing new counsel in ongoing permitting matters would be disruptive and inefficient and therefore not in the Trust’s interest; and (3) Sive Paget’s cost is reasonable and there will be no change to its billing rates, which are well below market.

Funding for the amendment to the existing retainer agreement will be available through the Trust's approved operating budget.

Based on the foregoing, President Wils requested Board authorization to increase the retainer agreement with Sive, Paget & Riesel, P.C. for additional environmental law services in the amount of \$175,000, for a total Board authorization amount of up to \$4,275,000 and to extend the retainer agreement for up to an additional two years.

Director Berkman asked the basis for the Trust to indicate their costs are reasonable. President Wils explained that the Trust had called other state agencies and authorities to determine that \$500 per hour was lower than some of the rates paid. There being no further comments, upon a properly called motion, the following resolution passed unanimously by those present.

HUDSON RIVER PARK TRUST –Authorization to Increase the Retainer Agreement with Sive, Paget & Riesel, P.C. for Additional Environmental Law Services in the Amount of \$175,000.00, for a Total Board Authorization Amount of up to \$4,275,000.00 and to Extend the Retainer Agreement for up to an Additional Two Years

RESOLVED, based upon the materials presented to the Board of Directors at its meeting on May 31, 2018, a copy of which is ordered filed with the records of Hudson River Park Trust, the Board hereby authorizes the Hudson River Park Trust to increase the retainer agreement with Sive, Paget & Riesel, P.C. for Additional Environmental Law Services in the amount of \$175,000.00, for a total Board authorization amount of up to \$4,275,000.00 and to extend the retainer agreement for up to an additional two years; 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.

Chair Taylor then introduced the next item before the Board: Authorization to Amend the Contract with the New York State Industries for the Disabled, Inc. (“NYSID”) for Parkwide Interior Cleaning Services. President Wils presented the item. On June 2014, the Trust entered into a three-year contract with NYSID. At its September 28, 2017 meeting, the Board of Directors

approved a new one-year contract with NYSID beginning on October 1, 2017 through September 30, 2018 in a total Board authorization amount of up to \$529,988.80, which included a 10% contingency for additional cleaning services. However, due to late submission of invoices by NYSID, the Trust incorrectly calculated the amount of the unspent Board-approved funds available to pay the balance of the month-to-month invoices due for the June through September 2017 period. Accordingly, the Trust now seeks Board authorization to amend the contract in the amount of \$80,301.26 to pay the remaining balance of the outstanding invoices equal to two months of service. Funding for this amendment is currently available through the Trust's approved operating budget.

President Wils then requested Board authorization to amend the contract with the New York State Industries for the Disabled, Inc. for Parkwide Interior Cleaning Services in an amendment amount of \$80,301.26, for a total Board authorization amount of up to \$610,290.06.

Director Weisbrod asked if this is an amendment to the current contract. Dan Kurtz explained that this is an existing contract but Trust staff is reviewing their services to determine options for a new contract in September 2018. He explained this is a New York Preferred Source contract for indoor cleaning. The Doe Fund, next on the agenda, is for outdoor cleaning, and is not a Preferred Source. There being no further comments, upon a properly called motion, the following resolution passed unanimously by those present.

HUDSON RIVER PARK TRUST - Authorization for Hudson River Park Trust to Amend the Contract with the New York State Industries for the Disabled, Inc. for Parkwide Interior Cleaning Services in an Amendment Amount of \$80,301.26, for a Total Board Authorization Amount of up to \$610,290.06

RESOLVED, based upon the materials presented to the Board of Directors at its meeting on May 31, 2018, a copy of which is ordered filed with the records of the Hudson River Park Trust, the Board hereby authorizes the Hudson River Park Trust to amend the contract with the New York State Industries for the Disabled, Inc. for Parkwide Interior Cleaning Services in an amendment

amount of \$80,301.26, for a Total Board Authorization Amount of up to \$610,290.06; 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.

Chair Taylor then introduced the next item before the Board: Ratification of, and Authorization to, Contract with The Doe Fund, Inc. (“The Doe Fund”) for Park Outdoor Litter Collection and Related Services. President Wils presented the item. The Trust began contracting with The Doe Fund in 2001 for indoor and outdoor maintenance services. As discussed earlier, in May 2014 the Trust executed a new contract with The Doe Fund for outdoor cleaning only. The Doe Fund outdoor cleaning services contract was subsequently amended and new contracts were entered into, the term for the last of which extended through March 2018. The Trust could not seek authorization by the Board of Directors at the March 2018 meeting because The Doe Fund needed additional time to prepare the proposed fee schedule for outdoor litter collection and related services based on new minimum wage rates and additional services requested by the Trust.

The Trust now seeks Board ratification and authorization to enter into a new one year contract with The Doe Fund for outdoor maintenance services on a single source basis. Under the Trust’s Procurement Guidelines, the proposed contract with The Doe Fund meets the requirements for a single source contract. The Doe Fund has performed outdoor park maintenance work for the Trust for over seventeen years, and the Trust’s experience with The Doe Fund supervisors and trainee workers has been positive. Similar agencies such as Brooklyn Bridge Park rely on The Doe Fund’s “Ready, Willing and Able” program participants to provide outdoor maintenance services of a consistently high quality.

In several instances, graduates of the “Ready, Willing and Able” program have become

valued full time employees of the Trust. The Trust is satisfied that its cost in connection with the program for the services it receives is reasonable because the Trust does not pay for profit and overhead ordinarily associated with private maintenance firms contracting for such services.

Over the one year term, the total contract cost is proposed to be \$1,165,597.00, plus a 5% allowance for additional on-call maintenance services of \$58,280.00, for a total Board authorization amount of up to \$1,223,877.00. Funding is currently available through the Trust's approved operating budget.

President Wils then requested Board ratification of and authorization to contract with The Doe Fund, Inc. for Park outdoor litter collection and related services in the amount of \$1,165,597.00 plus a 5% allowance of \$58,280.00, for a total Board authorization amount of up to \$1,223,877.00 for a one year term from April 1, 2018 to March 31, 2019.

Director Goldberg asked about putting this work out to bid as discussed in the past. President Wils explained that The Doe Fund is remarkably well priced and there is the benefit of the social implications. William Rettig stated that the employees are paid minimum wage so it would be very difficult to find someone that can do the work at a lower cost. And their administration fee is very competitive at 8% over the salaries that the Trust pays. President Wils stated that the Trust can look at other opportunities and get rates and overhead fees to share with the Board. Director Cobb Konon asked how many acres are they doing the work on and President Wils stated it probably is about 80 acres and sometimes they pick up trash in the road medians that is billed to New York State Department of Transportation. Director Wright asked if they get stuff out of the trees. William Rettig answered only if within reach with a step ladder. Anything higher is done by the Trust's horticulture staff. There being no further comments, upon a properly called motion, the following resolution passed unanimously by those present.

HUDSON RIVER PARK TRUST – Ratification of, and Authorization to, Contract with The Doe Fund, Inc. for Park Outdoor Litter Collection and Related Services in the Amount of \$1,165,597.00 Plus a 5% Allowance of \$58,280.00, for a Total Board Authorization Amount of up to \$1,223,877.00

RESOLVED, based upon the materials presented to the Board of Directors at its meeting on May 31, 2018, a copy of which is ordered filed with the records of the Hudson River Park Trust, the Board hereby ratifies and authorizes the Hudson River Park Trust to contract with The Doe Fund, Inc. for Park outdoor litter collection and related services, \$1,165,597.00 plus a 5% allowance of \$58,280.00, for a total Board authorization amount of up to \$1,223,877.00; 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 foregoing resolution.

Chair Taylor then introduced the next item before the Board: Adoption of 2018 Investment Guidelines. President Wils explained that New York State Public Authorities Law (“NYPAL”) requires that the Trust adopt comprehensive investment guidelines that set forth the Trust’s policy and instructions to officers and staff regarding the investing, monitoring and reporting of the Trust’s funds. State law requires annual review and approval of these guidelines by the Trust’s Board of Directors.

The Trust staff has reviewed the 2017 Investment Guidelines and has modified them to include language that addresses the new role of an investment advisor firm. In addition, staff has modified the guidelines to include: a) standard of prudence; b) conflict of interests; and c) security downgrades. Trust staff is satisfied that the proposed 2018 Investment Guidelines, with the proposed changes provided to the Board in redline, fulfill the goals of preserving the Trust’s principal, ensuring liquidity, and the ability to realize a reasonable market rate of return on investments given the restrictions on eligibility set forth therein.

President Wils requested Board of Director’s adoption of the 2018 Investment

Guidelines.

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

HUDSON RIVER PARK TRUST – Adoption of 2018 Investment Guidelines for Hudson River Park Trust pursuant to New York State Public Authority Law Section 2925 and the New York State Comptroller’s Investment Guidelines for Public Authorities

RESOLVED, based upon the materials presented to the Board of Directors at its meeting on May 31, 2018, a copy of which is ordered filed with the records of Hudson River Park Trust, the Board hereby adopts the Hudson River Park Trust 2018 Investment Guidelines; 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.

Chair Taylor then introduced the next item before the Board: Annual Confirmation of the Hudson River Park Trust Mission Statement and Performance Measures. President Wils explained that in accordance with the New York Public Authorities Law (“NYPAL”), 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 accordance with NYPAL and subsequent policy guidance issued by the New York State Authorities Budget Office, in 2010, the Trust adopted a mission statement and developed performance measures to evaluate the Trust’s fulfillment of its mission annually.

President Wils then requested confirmation by the Board of Directors of the Trust Mission Statement and the 2018 performance measures that have been provided to the Board.

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

HUDSON RIVER PARK TRUST – Confirmation of Hudson River Park Trust Mission Statement and 2018 Performance Measures

RESOLVED, based on the materials presented to the Board of Directors at its meeting on May 31, 2018, 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 2018 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.

Chair Taylor then introduced the next item before the Board: Appointment of Christine Fazio as General Counsel and Secretary. President Wils explained that the Hudson River Park Act authorizes the Trust to appoint such officers as it may require for the performance of its duties, including a General Counsel to serve as the Trust's chief legal officer. The prior General Counsel, Petra Maxwell, left the Trust last month.

Christine Fazio joined the Trust as Acting General Counsel on May 1, 2018. Prior to accepting this position, Ms. Fazio worked as a partner of the Litigation Group and Co-Director of the Environmental Practice Group at Carter Ledyard & Milburn LLP, where she worked with both public and private clients on environmental reviews under federal, state and local laws, assisted with compliance issues under a number of environmental laws, and prepared easements, leases, licenses, access agreements and other real estate agreements for new development projects. She has served as outside environmental counsel to the Long Island Power Authority since 2004, and has also worked on environmental matters for New York Power Authority, Battery Park City Authority, and the Lower Manhattan Development Corporation. She was also most recently Carter Ledyard's Managing Partner before coming to the Trust. A copy of her resume has been provided to the Board.

Chris has been working for the Trust as Acting General Counsel for the last month and already her knowledge and expertise has been value added. President Wils then requested approval by the Board of Directors of the appointment of Christine Fazio as General Counsel and Secretary, to hold that position in accordance with the By-Laws of the Trust. The Board welcomed Christine Fazio to the Hudson River Park Trust and, upon a properly called motion, the following resolution passed unanimously by those present.

HUDSON RIVER PARK TRUST – Appointment of Christine Fazio as General Counsel and Secretary

RESOLVED, based upon the materials presented to the Board of Directors at its meeting on May 31, 2018, a copy of which is ordered filed with the records of the Hudson River Park Trust, the Board hereby approves the appointment of Christine Fazio to hold the office of General Counsel and Secretary in the manner provided for in the Hudson River Park Act and the By-Laws of the Hudson River Park Trust; 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.

After concluding with the Agenda items, President Wils was then invited to present the President’s Report.

First, President Wils commended the Trusts PEP officers and operations staff for all the excellent work they do to keep the Park a safe and friendly environment.

President Wils directed the Directors to the Board packets which were distributed at the start of the meeting. She informed the Board that the Park’s 20th Anniversary Summer of Fun season started last week, kicking off more than 400 events and outdoor programs all summer long. To celebrate the Park’s “20 Years of Piers,” a full day of free, celebratory events and activities is planned for Saturday, June 2nd on Pier 45, presented by Citi. President Wils stated that there would

be activities for the whole family, Healthy on the Hudson workouts, a magic show, an evening with music and Sunset Salsa dancing, followed by the 20th anniversary screening of the movie *The Wedding Singer*.

Next, President Wils updated the Board on the Trusts financials. Operating revenue for the first month was \$2.2 million while the operating expenses were \$1.7 million resulting in an operating surplus of \$470,000.

President Wils explained the marketing efforts for this spring and summer which would call out the entire season as a celebration of everything that the Park has to offer, promoting the 20th Anniversary and launching the new brand. President Wils thanked and acknowledged Pentagram for their fantastic pro bono services on all marketing materials for the Park.

Next, President Wils introduced a new name to the park brand: Hudson River Park's Estuary Lab. Each year the Hudson River Park Trust's environmental education and estuary-science focused initiatives continued to expand. In addition to the 27,000 people that visited the Park last year for place-based environmental education, over the past five years HRPT has made great strides in expanding its marine science and research initiatives. To help shed light on the breadth and depth of all that is done in this regard, the Trust decided to take on the name Estuary Lab to represent the full portfolio of environmental education, estuary research and public stewardship activities offered in the park.

Families will have loads of opportunities to discover, explore, and even help to restore the Park's 400-acre estuarine sanctuary this summer. Programs include old favorites like Big City Fishing to "Shell-ebrate" Oysters, Community Eco-paddle and a new addition this year - Science Saturdays.

President Wils then provided a quick update on Pier 57. The Trust is still negotiating the amendment to the lease with RXR/Young Woo. There are no significant sticking points to report at this time and the Trust will update the Finance committee on this project at the next meeting. The Trust hopes to start the significant action process this summer, and plans will be posted on the Trust's website and the Trust will meet with Community Board 4.

She further explained that the Trust is also working with the Whitney Museum to finalize the donation agreement for the David Hammons art work, *Day's End*. Again, there are no particular issues in that agreement and the Trust hopes to be able to start the Significant Action process this summer as well.

President Wils then discussed Pier 40 and the initiatives to amend the Hudson River Park Act to allow for a longer lease and the inclusion of office use as a permissible use at Pier 40. President Wils reminded the Board that the Trust came very close to having this happen in 2013. Since then, the Trust has been working with the community board, elected officials and the public to conclude the air rights transfer so that the Pier 40 piers can be repaired and the Trust is now turned its attention to finding a long term solution. She explained that the Trust spent 9 months last year working closely with the Community Board 2 ("CB2") task force to provide responses to its detailed questions about the Trust's current finances, sources of income, projections for the future, and any other information requested. In December 2017, CB2 adopted a white paper that supported commercial office use and a longer lease term, but only in the context of a pier that respected many community priorities, such as more and better open space including but not limited to ballfields, no towers or mega development, respect for green design and minimizing traffic.

President Wils continued by explaining that, last week, CB2 passed another Pier 40 resolution that included restrictions beyond those previously discussed with the public and Trust

during the Task Force process, which resolution stated that no legislation for Pier 40 be considered this year. CB2 prepared the resolution out of concern that there would be a rush to create legislation they have not been able to consider. Unfortunately, this leaves the Trust unsure about where it stands, particularly since the resolution also seems to ask elected officials to reconsider the overall assumption that Pier 40 be a revenue generating pier. The CB2 resolution has taken the Trust by surprise, and challenges the basis of Pier 40 contributing to the operations of the park. However, the Trust is committed to Pier 40 being a mecca for sports, as well as an asset for maintaining the park. To that end, the Trust will work as constructively as possible with everyone involved, to resolve the future of this most important asset.

President Wils also explained that the Block 675 ULURPs were winding their way through the City Council. The Trust looks forward to bringing the final Purchase and Sale Agreements to the Board in July, should the City Council vote favorably.

Given the lengthy agenda, Hudson River Park Friends did not provide a report. However, there was a brief report by Dan Miller for the Hudson River Park Advisory Council.

Mr. Miller stated that he sat on the CB2 Task Force and the purpose of the resolution was to ensure an Act amendment reflected today's surrounding community and not a last minute Albany deal. He stated that the Task Force also addressed the increasing hazards on the bike lane and the increasing number of students attending school near the park. He also stated that Community Board 4 wanted to see a \$375 per square foot versus the \$300 per square foot price for the air rights transfer proposed from Chelsea Piers.

The Directors then discussed and asked questions of President Wils and Mr. Miller regarding revenue generation from Pier 40 and the increasing congestion on the bike lane, which is provided in verbatim below from the Meeting Transcript.

DIRECTOR WEISBROD: I have a comment on that Community Board 2 resolution, which, at least as expressed by Madelyn, was concern about a review of the fundamental element of Pier 40, that it – questioning whether it should be a revenue-generating use. Just giving – given all of the pressures and factors that you mentioned where the Park has – is going to need revenue to maintain itself and continue to be a high-quality park and without – while there are other nodes in the park that hopefully will also be revenue generating, Pier 40 is certainly key among them.

MR. MILLER: I don't think there's any question that we don't support the CB2 – speaking for CB2, that it needs to be revenue generating, but we want to make sure that it maintains its park feeling to it. And we just – I disagree with Madelyn. I think we reiterated in more succinct language what was in a 20-page report, and we put it into two and a half pages. So we definitely understand that Pier 40 needs to generate revenue. The question is: How much revenue, and at what cost does it need to happen to Community Board 2? We understand 50 percent of the pier is dedicated to revenue-generating uses.

DIRECTOR HALPERN: You were talking about the congestion and motorized vehicles. What can we do about it? It's a real concern. I mean, especially with all the kids in the park, it's getting really dangerous.

MR. MILLER: It's very dangerous. And I think it's the Community Board's responsibility to bring it up at their transportation meetings, of which I'm actually presenting at next Thursday's traffic and transportation meeting. It's on the agenda. And too really – from what we understand, a lot of these decisions aren't the local precincts. It's actually Homeland Security. I think Madelyn

or Noreen told me that. But it's important that Department of Transportation understands they are creating a very unsafe environment. And enforcement has to come from at leadership levels and not precinct levels. And we have to continue – we've written three resolutions at Community Board 2, and there's no traction on it. It's just getting worse and worse.

CHAIRWOMAN TAYLOR: Welcome to the club.

DIRECTOR GOLDBERG: What would you want there to be traction on specifically?

MR. MILLER: We need to slow down the bike lane so it's not a racetrack. We have to make sure that heavy delivery vehicles that can go 40 miles an hour are not allowed, and there has to be enforcement. And until there's any enforcement, those vehicles are going to use it. And now the bollards are going to be placed – they are only 48 inches apart. I don't know what they are now Noreen, but they seem thin. They are 60 inches now, and they are going to be 48 inches apart. And you're going to have cyclists that continue trying to pass pedestrians that use the bikeway as a mode of getting from Point A to B.

DIRECTOR HALPERN: If you try to cross North Moore now with the bollards there, there's really just – there's no place, like if you have kids or stroller, to stand between the bikeway and Route 9A to be ready to cross the street, So you have to stand back on the other side of the bike path, then you get the light to cross, and you have to literally dodge. I mean, it is like a racetrack. And you have these motorized skateboards now or scooters, and they are coming by at like 25, 30 miles an hour. And they don't stop. They just don't care.

PRESIDENT WILS: So, yeah, Jon, you and I, we've discussed this. And I've discussed with you all the intense amount of meetings and discussions we're having. It's very clear that NYPD Counter-Terrorism and the Department of Homeland Security feel that the number one issue is terrorism and preventing another terrorist attack and that colors everything else that happens there. My suggestion is we have continuous meetings with State DOT. NYPD Counter-Terrorism did show up at our last meeting. We have not been able to meet with them for quite some time. And I think that if any members of the Board or even the Advisory Council – it's important to have discussions directly if you are feeling frustrated with State DOT and these other entities, because the bikeway plans are being directed by State DOT with input from Hudson River Park and stakeholders, but more importantly from NYPD and Department of Homeland Security. So if people feel strongly about this, we could try to have you involved in direct conversations with them, but just know that we're doing our very best in a very frustrating situation. As you know, the E-bikes we literally have put additional security on. They actually chase down E-bikes on our bikeway or State DOT's bikeway, running after them. We have been somewhat successful. We ticket them when we can catch them. Obviously, it's not easy to catch them. The new law that's been – that the City passed in terms of allowing these kind of bikes that they call the pedal-assist bikes doesn't help us. We've asked State DOT for – since it's a State DOT bike lane, we've asked them for their opinion about what – is this – do we follow City law? Do we follow State law? Can we still ticket on the bikeway because it's State property? We have not – they are considering this and they have not given us their interpretation yet. But it's – I will say it's not for lack of trying and not for lack of pursuing these issues. But they are complicated.

MR. MILLER: And hopefully it doesn't take another tragedy where the pedestrians are sharing the bike lane.

DIRECTOR GOLDBERG: But this is not the issue that should prevent amendment of the legislation, is it?

MR. MILLER: No. It has nothing to do with it.

DIRECTOR HALPERN: I was changing topic because he touched on something.

DIRECTOR GOLDBERG: I want you to get back to that topic, if I can. What would those issues be that would prevent the amendment of the legislation?

MR. MILLER: The CB2 resolution is online. It's on the website. There were really characterizations of what the task force and the Executive Committee and CB2 thought would meet CB2 approval. So it was a blueprint, in wide strokes, of, Let's make sure we have an RFP that follows these guidelines. It wasn't a 'No'. It was, Let's go as high as the gantry which is what holds up the lights today. We think that would get approval from the Community Board. But no higher. Let's make sure it maintains a park-like view. Let's make sure that we have as much field space if not more, and let's have it on the ground level. All the things that were in there already. Nothing very specific, just five points that we reiterated.

PRESIDENT WILS: Dan, with all due respect, you did not do this in the CB – and it's not you, but you are discussing it. This was not in the task force's resolution of restricting commercial usage. That was prevented, specifically, by task force members during a nine-month process, and then it showed up in the Community Board resolution to our great dismay.

MR. MILLER: There is a difference, which is: In this resolution, there's a request not to have an anchor tenant. Rather than having an anchor tenant, they prefer to have multiple smaller occupancies of commercial and office uses. They feel – the feeling was that one large anchor tenant would – could jeopardize the feeling of the park and that they would take ownership over a certain many years. And it wasn't – we didn't say no to more than 30 years. It was just a caution against one singular anchor tenant coming in and taking over the northern part of the pier. I mean, I don't feel strongly about that. That's what's in the resolution.

PRESIDENT WILS: This was, again, never discussed with the Trust or in public. I just have to say that.

CHAIRWOMAN TAYLOR: We all feel pretty blindsided by this, quite frankly. And it would be nice to be able to work together, because I think we all want to get to the same place, which is a really great park.

MR. MILLER: I think we all agree with that.

President Wils then introduced the new Trust staff members that attended the meeting.

Seeing that there was no further business to discuss, Chair Taylor entertained a motion to adjourn. There was no executive session. As there was no further business the meeting was adjourned at 5:32 p.m.