

**VIRTUAL MEETING OF THE
BOARD OF DIRECTORS
January 28, 2021 at 4:00 pm
Electronic ZOOM Call**

MINUTES

Directors Present:

Basil Seggos, Chair
Vicki Been
Erik Kulleseid
Michael Kuh
Rose Harvey
Alyssa Cobb
Aloysee Heredia Jarmoszuk
Jeffrey Kaplan
Purnima Kapur
Lowell Kern
Pamela Frederick
Lawrence Goldberg

Appearances:

Hudson River Park Trust
Madelyn Wils, CEO and President
Daniel Kurtz, CFO and Executive Vice President, Finance & Real Estate
Noreen Doyle, Executive Vice President
Christine Fazio, General Counsel

Also present:

Connie Fishman, Hudson River Park Friends
Jeffrey LeFrancois, Advisory Council Chair

With a quorum being present, Chair Seggos called to order the January 28, 2021 meeting of the Hudson River Park Trust Board of Directors. He explained that due to the coronavirus pandemic and consistent with Governor Cuomo's Executive Order 202.1 issued on March 12, 2020, this meeting is being held remotely via a Zoom teleconference enabling participation of the Directors and the general public.

Chair Seggos noted that all Directors have received the Agenda materials in advance of this meeting and are free to ask questions or comment at any time on the action items submitted for approval today. He explained that questions or comments from the audience will not be entertained at this meeting but that the Board memos and resolutions on today's agenda have been posted on the Trust website in the link entitled Board Meetings, Bylaws and Other Materials under Board Agendas and Minutes and thus are available to the public.

Chair Seggos then stated that there are five items on the Consent Agenda for the meeting today: 1) Approval of Minutes and Ratification of the Actions Taken at the December 3, 2020 Meeting of the Hudson River Park Trust Board of Directors; 2) Authorization to Amend Contract with Russell Reid Waste Hauling and Disposal Services for Parkwide Portable/Temporary Restrooms; 3) Authorization to Amend Contract with Thornton Tomassetti, Inc. for Anti-Ram Consulting Services; 4) Adoption of 2021 Procurement Guidelines; and 5) Appointment and Ratification of Board Committee Members.

Chair Seggos then asked if there were any questions; there being none, upon a properly called motion, the following consent agenda items were unanimously approved.

HUDSON RIVER PARK TRUST - Approval of Minutes of and Ratification of the Actions Taken at the December 3, 2020 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 December 3, 2020 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 the Hudson River Park Trust.

HUDSON RIVER PARK TRUST – Ratification of and Authorization to Amend Contract with Russell Reid Waste Hauling & Disposal Service Co., Inc. d/b/a Mr. John, Inc. for Parkwide Portable/Temporary Restrooms

RESOLVED, based upon the materials presented to the Board of Directors at its meeting on January 28, 2021, a copy of which is ordered filed with the records of the Hudson River Park Trust, the Directors hereby ratify and authorize the Hudson River Park Trust to amend the contract with Russell Reid Waste Hauling & Disposal Service Co., Inc. d/b/a Mr. John, Inc. for Parkwide Portable/Temporary Restrooms for an additional \$2,710.48 for a Total Board Authorization of \$27,710.48; 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.

HUDSON RIVER PARK TRUST – Authorization to Amend the Contract with Thornton Tomasetti, Inc. for Anti-Ram Consulting Services

RESOLVED, based on the materials presented to the Board of Directors at its meeting on January 28, 2021, a copy of which is ordered filed with the records of the Hudson River Park Trust, the Board of Directors hereby authorizes the Hudson River Park Trust to amend the contract with Thornton Tomasetti, Inc. for Anti-Ram Consulting Services by an additional \$14,900 for a Total Board Authorization Amount of up to \$49,900 and to extend the term of the contract to December 31, 2021; 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.

HUDSON RIVER PARK TRUST - Approval of the Hudson River Park Trust 2021 Procurement Guidelines

RESOLVED, based upon the materials presented to the Board of Directors at its meeting on January 28, 2021, a copy of which is ordered filed with the records of the Hudson River Park Trust, the Board hereby approves the Hudson River Park Trust 2021 Procurement 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.

HUDSON RIVER PARK TRUST- Appointment of New Member and Ratification of the Hudson River Park Trust Board of Directors' Design and Sanctuary Committees

RESOLVED, based on the materials presented to the Board of Directors at its meeting on January 28, 2021, a copy of which is ordered filed with the records of the Hudson River Park Trust, the Directors hereby appoint Director Rose Harvey as a member of the Hudson River Park Trust Board's Design Committee and ratify the membership of the Design Committee to include Directors Pamela Frederick, Erik Kulleseid, Basil Seggos, Mitchell Silver, Lowell Kern, and Rose Harvey; and be it further

RESOLVED, the Directors hereby appoint Director Rose Harvey as a member of the Hudson River Park Trust Board's Sanctuary Committee and ratify the membership of the Sanctuary Committee to include Directors Basil Seggos, Erik Kulleseid, Pamela Frederick, Mitchell Silver and Rose Harvey; 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 resolutions.

Chair Seggos then proceeded with the corporate actions, introducing the first item: Request for authorization to contract for the Gansevoort Peninsula Surcharge Program.

President Wils began by explaining that the Gansevoort Peninsula Surcharge Program is the first construction contract of the larger Gansevoort Peninsula Project. The selected surcharge contractor will deliver and install certified virgin fill material to the site for the purpose of preloading the peninsula. This is being done in order to prevent future settlement that may occur due to weak soils. The fill will remain in place on the site for a number of months before the start of the larger construction contracts.

Ms. Wils stated that in accordance with the Trust Procurement Guidelines, an advertisement to the Gansevoort Peninsula Surcharge Program RFP was published in the New York State *Contract Reporter* and on the Trust's website from the period of December 7 through January 11, 2021. The Trust received 13 proposals on the submission deadline. A selection committee comprised of the Trust Design Construction staff reviewed the submissions and evaluated each company according to the identified selection criteria in the RFP. Three of the highest ranked firms were invited for interviews and Trust staff determined C. A. C. Industries to

be the highest ranked proposer. Funding for this contract will be with funds allocated by the City. President Wils then requested Board approval to contract with CAC Industries for the Gansevoort Peninsula Surcharge Program in an amount not to exceed \$1,809,000, plus ten percent contingency for a Total Board Authorized Amount of \$1,989,000.

Chair Seggos thanked President Wils and asked the Board if there were any questions or comments. There being none, upon a properly called motion, the following resolution passed unanimously.

HUDSON RIVER PARK TRUST – Authorization for Hudson River Park Trust to Contract with C.A.C. Industries Inc. for the Gansevoort Peninsula Surcharge Program in an Amount Not To Exceed \$1,809,000 Plus a 10% Contingency for a Total Board Authorized Amount of \$1,989,000

RESOLVED, based upon the materials presented to the Board of Directors at its meeting on January 28, 2021, 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 C.A.C. Industries Inc. for the Gansevoort Peninsula Surcharge Program in an amount not to exceed \$1,809,000 plus a 10% contingency for a Total Board Authorized Amount of \$1,989,000; 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.

Chair Seggos then directed the Directors to the second item before the Board: a request for Authorization to Amend Contract with Dennis L. Cunning for Pier 40 garage operations, auditing and overnight services.

President Wils explained that public parking at the Pier 40 garage is one of the largest resources of operating revenues for the Trust. For fiscal year 2020, parking revenue net of taxes was approximately \$7.66 million, or 24 percent of the Trust's operating revenue. The proper administration of this complex operation requires specialized knowledge of the parking industry standards, practices and procedures, as well as familiarity with Pier 40, inclusive of its typical physical condition, repair program and operations. On April 1st, 2011, the Trust entered into a one-year contract with Dennis L. Cunning for auditing and oversight services in connection with garage operations in an amount not to exceed \$75, 000. The Trust has continued to require the services of Dennis Cuning and thus the Board has approved the Trust extending his contract each year at his

annual fee of \$75,000. The Trust continues to require the services of Dennis Cuning, particularly to support the transition of the Pier 40 parking garage operator from SP Plus to Manhattan Parking roof that the Board approved at the Board's last meeting.

Similar to the last extension approved by the Board, the Trust seeks to add an additional \$150,000 for an additional two-year term as a single-source procurement as described in more detail in the memo to the Directors. The Trust also seeks an additional \$30,000 as contingency for services that may be needed during the two-year period for any additional time needed to work on the new management statements and, also, help lay out the 500 new parking spaces on the roof once this phase of the roof is completed. The Trust has found Dennis Cuning's parking garage knowledge and commitment to Pier 40 to be extremely helpful to the Trust staff that are involved in overseeing the operations. Funding for this contract is available from the Trust operating budget.

President Wils thus requested authorization by the Board to amend the contract with Dennis L. Cuning, d/b/a DLC Consulting, for Pier 40 garage operations, auditing and oversight services for an amount of \$150,000 plus a \$30,000 contingency, for a Total Board Authorization Amount of up to \$968,000 and to extend the contract term an additional two years through March 31st, 2023.

Chair Seggos thanked President Wils and asked the Board if there were any questions or comments. There being none, upon a properly called motion, the following resolution passed unanimously.

HUDSON RIVER PARK TRUST – Authorization to Amend the Contract with Dennis L. Cuning (d/b/a DLC Consulting) for Pier 40 Garage Operations - Auditing and Oversight Services

RESOLVED, based on the materials presented to the Board of Directors at its meeting on January 28, 2021, a copy of which is ordered filed with the records of the Hudson River Park Trust, the Board of Directors hereby authorizes the Hudson River Park Trust to amend the contract with Dennis L. Cuning (d/b/a DLC Consulting) for Pier 40 Garage Operations – Auditing and Oversight Services by an amount of \$150,000, plus a \$30,000 contingency, for a Total Board Authorization Amount of up to \$968,000, and to extend the term for an additional two years through March 31, 2023; 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 Seggos stated that concluded the corporate actions before the Board and asked President Wils to provide her President's Report.

President Wils began with the Preliminary Budget for fiscal year 2022. A Joint Audit and Finance Committees meeting was held on January 25, 2021 to discuss the Preliminary Budget. For the current fiscal year budget, completed last March, the Trust had already reduced the expected revenues from last January's preliminary budget, yet hoped to receive approximately \$30 million of revenue. Ms. Wils explained that at that time, no one could have predicted the extent of the effect of Covid and the Trust is now projected to end the year with about \$25.4 million. The preliminary budget for fiscal year 2022 anticipates the Trust will receive about \$27.2 million in revenue with the impacts due to COVID continuing at least through the first quarter of the 2022 fiscal year. Thus the Preliminary Budget shows about a 10 percent reduction in revenues for FY 22 as compared to the approved FY 2021 budget. The Trust expects that while some programming and education will be in person this coming year, a large amount will still be virtual, keeping a check on Trust expenses. Given the enormous demands on the park during the pandemic and with the opening of Pier 26 and the imminent opening of Little Island, followed by Pier 57 in the fall of 2021, the Preliminary Budget has included an increase in park operations, janitorial, sanitation and security services expenses for FY 2022. However, the total expenses other than personal services in the Preliminary Budget shows a reduction of 3 percent as compared to the approved FY 21 budget. A copy of the Preliminary Budget has been shared with all Directors and will be posted on the Trust website and at locations in the Park on or before February 1. A separate narrative Financing Plan has also been shared with all Directors. The final budget will be reviewed by the Audit Committee in March and then with all Directors at the March 25, 2021 Board meeting as the new budget must be in place for the next fiscal year April 1.

President Wils then addressed Design and Construction. She began by explaining that, in addition to commencing the Gansevoort Peninsula Surcharge Program that will involve bringing in 30,000 cubic yards of clean fill to support the construction of the synthetic turf field that the Board just approved, the Trust is proceeding with the construction of Gansevoort Peninsula. Specifically, two weeks ago, the Trust released three RFPs, including for the Gansevoort Peninsula General Construction, Marine Construction and Electrical Construction with proposals due back

in mid-February. The Trust intends to have the selections made for each of these RFPs for Board approval at the March meeting with the goal that construction work commence in late April or early May.

President Wils continued that the Trust has a lot to look forward to with all the groundbreaking and openings in 2021. The installation of David Hammond's Day's End on the southern end of Gansevoort Peninsula at the location of the former Pier 52 pier shed is now scheduled to occur in late April. The Trust will keep the Directors informed of any plans the Whitney Museum may have to celebrate the completion of this monumental piece of public art. Construction of Pier 55, known now as Little Island - is also nearing completion with plans to open to the public this May. More information on this opening will be forthcoming.

President Wils continued that completing the plan for the marketplace and restaurants at Pier 57 had been delayed by the pandemic and the effect it has had on the hospitality industry. The Trust had hoped to be able to make announcements about these operators earlier this spring. However, RXR and Google are now on their way to putting the final touches on the plan, and hopefully will be ready to update Community Board 4 and the rest of the HRP community on the final make-up of the market, restaurant and public spaces, within the next couple of months. Once in place, construction will resume and Pier 57 should open in the latter part of this year.

!melk Landscape Architecture submitted 100% construction documents for Pier 97 this week, including for the Toshiko Mori designed comfort, concession, maintenance building. Staff is in the process of completing their review. An RFP for fabrication and installation of the custom Shade Structures at Pier 97 was issued on December 20, 2020 and proposals are due January 29. These Shade Structures are being procured ahead of the Pier construction which will save time and money and allow for better quality control. The Trust is planning to release an RFP for Structural Concrete Construction soon. This scope of work is limited to concrete work at the perimeter of the existing pier to accommodate the proposed park assembly above. The Trust along with the construction manager believe that procuring this limited scope ahead of the General Pier Construction will benefit the overall project schedule. RFPs for Pier 97 General and Electrical Construction are being developed now and the Trust intends to issue those RFP's in mid-February to achieve a late spring groundbreaking.

Chelsea Waterside Park Phase 2 is in the construction document phase, with plans to release the RFP's for construction of the expanded dog run, picnic area and lawns, bathroom and maintenance building this spring.

Ms. Wils concluded that staff from State Parks and its contractors have begun inspecting Pier 76 in order to determine the scope of work for demolition of the Tow Pound. The Trust arranged for divers from Moffat and Nichols to perform a limited underwater inspection to determine whether pile conditions have materially changed since the last underwater inspection performed for New York City. The Trust is pleased to report that although there is some pile damage, based on the inspection, the pier is still able to support interim public open space uses while the pier awaits its long-term use as a park/commercial pier. NYPD has spent the month of January removing cars and other items from the pier in order to turn it over to New York State Parks. State Parks' design team is developing the scope of work for the demolition inclusive of any testing and remediation needed to dispose of any hazardous materials that may be on site, such as asbestos, lead or oil. State Parks also plans to oversee removal of the building and other improvements on the pier. Staff from the Trust are working closely with State Parks to advance the Governor's goal of creating interim public open space as a high priority.

As discussed at the December Board meeting, Community Board 4 supports the prospect of an interim park use for Pier 76 and on December 15 sent a letter to the Trust recognizing the opportunity that the pier provides to start contributing to meeting the community's open space needs. CB4's support of interim uses is partially based on the promise that interim uses be truly interim and that when the pier is re-developed, the permanent landscaped park be of the caliber of other piers. The Trust has previously provided this assurance, with the knowledge that the 6500 timber piles below Pier 76 have started to deteriorate because of marine borer activity and the pier will likely need to be completely reconstructed in order to support both permanent park uses and park-compatible commercial development intended to help support the overall park's care and maintenance.

The letter received from Community Board 4, which was provided to the Directors, proposed a number of preliminary ideas for interim uses, such as a track around the perimeter, locations for kids to ride bikes, experimental space for performances and theater, a location for event and celebrations like Heritage of Pride along with a food and drink concession and tables, chairs, and lighting, as well as a space that connects the community to the Hudson River for

educational and recreational uses. The Trust is looking forward to working with State Parks, Community Board 4, its Advisory Council and other stakeholders on proceeding with the opening of this 6-acre open space to the public. Meanwhile, the Trust will also continue to work with the Board of Directors, in coordination with the City and State on the planning for the permanent pier. The Trust knows that many people will be eager for this phase of the discussion, but the Trust is also cognizant of the economic realities and planning uncertainties that the pandemic has created for the City and State, as well as the private sector. Opening the pier for the public to start using and enjoying at long last will be an immediate benefit that can be enjoyed while such conversations about the long-term uses occur. In addition, interim uses can inform the long-term park plan as well. Some of the park program elements on permanently landscaped piers that are loved emerged after the piers originally hosted simpler versions of those programs as interim uses in earlier days.

Director Kern stated that while an op-ed piece suggested that the State should abandon the idea of a temporary park use and that the permanent development should proceed now was fatally flawed; the community believes it is better off having an interim park use and then when the economy recovers, issuing an RFP for a further development of the pier. Chair Seggos stated that the Governor is committed to staying the course with the plan outlined with Community Board 4. Director Kulleseid thanked the City for its cooperation in moving all the NYPD vehicles out of the site, working on the transfer of the property, and allowing consultants to start assessing the site to support the demolition plan.

President Wils then informed the Directors of a project that the Battery Park City Authority has been planning some time, which is likely to have an impact on Hudson River Park. Specifically, Battery Park City Authority is undertaking four resiliency projects including on the south, west and north sides of Battery Park City and the Battery Park City ballfields. The north Battery Park City Resiliency proposal is the one that would most affect Hudson River Park as it involves potential use of Hudson River Park property along its southern boundary and a flood wall system with some deployable flip up gates along the Route 9A bikeway directly along Hudson River Park up to Harrison Street and perhaps as far north as North Moore Street. Some of the potential impacts to the Park are the visual effect of the permanent portion of the wall, proposed to be 5 feet high and once deployed 10 feet high, which will permanently obstruct views both in and out of the park. Other concerns are the safety of bikers and other park users due to obstructed sightlines and its effect on the park's security, operations, Park utilities, construction logistics, etc.

The Trust had requested a coastal modeling study and one was performed by Battery Park City's engineer Aecom, which showed a small increase in flood waters in the park, but was not clear whether a storm surge or hurricane with heavy rain was studied in this model. There are many unanswered questions, so President Wils recommended that the Trust hire its own consultant engineer do a peer review of Battery Park City's study as a follow up. President Wils also suggested that the Trust staff and Board focus on Battery Park City's north resiliency project in the near future and in coordination with both City and State DOT and Community Board 1.

In response to requests by several of the Directors, President Wils stated that the staff will send the Directors materials on the BPCA plans. In response to questions, President Wils also stated that the Trust is awaiting a proposal from its marine engineer of a scope of work for the peer review and that the Trust and Battery Park City Authority and other interested entities need to be more coordinated as the planning continues. The Directors all agreed this was an important topic and many wished to participate and share experiences with other resiliency projects in New York City.

President Wils then reported on the Park's River Project initiatives. The Hyde and Watson Foundation has funded a project to install wildlife live streaming cameras in the Park. The River Project team has been working this winter to identify locations and infrastructure needed in order to install these devices, with hopes of having one feature the Pier 26 Tide Deck. Additionally, the Park's River Project also was a recipient of the Cantina Pro-Bono Innovate with Impact Program. Cantina is a human-centered design firm based in Boston, Massachusetts and will be supporting a project which will improve data sharing and visualizations for the Park's water quality monitoring. River Project staff will work with Cantina to implement a project in early 2021. The Trust is also finalizing a \$500,000 grant from the Ocean's Family Foundation which will help support classroom and exhibit space at Pier 57.

Following a successful virtual season of environmental education and science programming in 2020, the Park's River Project's science and education team looks to build upon this with a 2021 programming season that offers both virtual and in-person events. Starting in Spring 2021, the Park's educators will offer a series of virtual field trip programs for local schools to experience the Hudson River in their classrooms. These programs will be offered via Zoom with a focus on offering fee waivers for Title I schools and feature themes including native wildlife, community science, environmental justice and sustainability.

The Park's website has also become a hub for digital education resources which are free and available to download. The popular STEM Activity of the Week and Virtual Wetlab provide ways for teachers, students and families to engage with the Sanctuary from home. To date, there are 25 publicly-accessible lessons that include hands-on experiments and activities to teach fish ecology, plankton, pollution, human impacts and more. The Virtual Wetlab is an online field guide that showcases native wildlife typically found in the Wetlab aquarium and in the Hudson River Estuary. Additionally, the River Project team hopes to reopen the Pier 40 Wetlab – a flow-through aquaria showcasing native Hudson River fishes – for socially-distant public and student tours.

The Trust's Public Programs Department is also busy planning for this summer's programming, which is expected to be a mix of in-person and virtual events. The Trust's public programs were a virtual hit last summer and fall and were followed by viewers from all over the country and South America. The Trust will have more to report in the spring. In response to a question by Director Been on who does the programming for Little Island, President Wils explained that Little Island develops its own programming and under the Lease is to share the plan with the Trust about six months before each season begins. River Project is also offering programs on Little Island this summer.

President Wils then stated that on January 15, 2021, the Trust commenced the Significant Action process for the proposed lease agreement between the Trust and the Intrepid Museum Foundation. The Trust and the Intrepid Museum Foundation also provided a presentation of the proposed lease to Community Board 4's Waterfront, Parks & Environmental Committee on January 14. A virtual public hearing is scheduled for February 17 at 4:00 pm and written comments are due March 19. Julie has sent the Directors a copy of the detailed public notice that also provides a summary of key terms related to the proposed lease, and the proposed lease is posted on the Trust's website.

Under the proposed lease, the Intrepid may continue to occupy and use Pier 86 only for the operation of the museum and related ancillary uses. The primary museum exhibit is the U.S.S. Intrepid, an aircraft carrier listed on the National Register of Historic Places and a designated National Historic Landmark. Under the Proposed Lease, the Intrepid would be required to maintain free public access, subject only to security screening, to the open space located on the surface deck of Pier 86 during museum hours. The Intrepid would be obligated to maintain all public improvements upon the pier deck, the marine structures within the premises including piles

and bulkheads, the welcome center and the vessels docked at the pier, including the U.S.S. Intrepid. As the Intrepid is a non-profit Museum which educational, cultural and historic preservation activities advance the mission of the Trust, rental under the Proposed Lease is \$1 per year. President Wils then encouraged the Directors to watch or participate on the February 17 virtual hearing, and if any Director would like to discuss the proposed lease, to reach out to Dan Kurtz. Director Kern stated that the questions were raised at the Community Board 4 meeting about why the Intrepid only pays \$1 rent.

President Wils informed the Directors that the Trust had filed its annual MWBE and SDVOB goal plans with the State on January 15. The Trust has seen continued improvements in reaching out to both MWBE and SDVOB certified firms during the procurement processes and the result has been that the Trust has more MWBE and SDVOB firms serving as prime contractors as compared to past years. The Trust is on track to meet its annual MWBE 30 percent goal this fiscal year and has seen improvement in getting closer to achieving the SDVOB six percent goal. Due to some recent staffing changes, Sean Singh, the Trust's Procurement Coordinator and Capital Contracts Administrator, is overseeing the Trust's compliance with both programs and is very eager to continue to expand the Trust's use of MWBE and SDVOB vendors as he takes on this new role. The Trust is very pleased to have Sean in this new role in addition to the other duties he performs for the Design and Construction Department.

President Wils then informed the Directors that in the Board packet are the PEP statistics, a list of all contracts between \$100,000 and \$200,000, and the financials for the first nine months of fiscal year FY20-21. Ms. Wils stated that total operating revenues were \$20,267,642 and operating expenses, including capital maintenance and equipment, were \$17,107,499, which are both lower than anticipated, but within expectations given Covid.

President Wils then acknowledged the passing of two people important to the history of Hudson River Park. George McDonald the co-founder of The Doe Fund and Ross Graham, the original co-chair of Friends of Hudson River Park. The Trust was an early supporter and client of The Doe Fund's Ready Willing and Able program and have been employing the men in blue in the park for 20 years. Ross was a Board member of The Hudson River Park Conservancy and was a sage advocate for the park for decades. Ms. Wils stated that both George and Ross will be missed.

President Wils then concluded on a more personal note to thank the Directors for their wisdom, trust and support throughout her nine and half years serving as the President and CEO of

the Trust. She stated that the Park is in her DNA and had been involved since 1995 when first serving as the Chair of the Conservancy's Advisory Board and later appointed as a founding member of the Trust and as a member of the Design team for the Master Plan. Since back here as President, her focus has been on both finishing the park and placing it on financially sound footing. Ms. Wils stated that she is both grateful and very proud of the work we have done together, breaking molds to create private/public partnerships through the creation of the Hudson River Park Special District, which has allowed the Trust to succeed in selling air rights from the commercial piers, to working with Friends to develop a cohesive fundraising strategy, to working with Barry Diller to secure the largest private donation for a park in New York State, to creating partnerships with Citigroup, Bloomberg Philanthropies, The Whitney, RXR and Google, which along with public funds have enabled the Trust to design and create current and future iconic piers throughout the Park.

She continued that the importance of Hudson River Park has been on full view during the pandemic and it was glorious to watch the public's delight as they discovered the recently opened Pier 26. Through the years, the Trust's wonderful staff has worked hard to create beautiful landscapes and Park facilities, and expanding the Park's cultural and educational programming, as well as being a leader in sustainability through reducing single use plastics and composting. Ms. Wils also thanked the Trust staff for their dedication to Hudson River Park, including working under some of the most challenging situations, such as rebuilding the Park in the aftermath of Hurricane Sandy, the terrorist attack of 2017 and the current pandemic. Ms. Wils concluded that she looks forward to enjoying the fruits of our labor with the future openings of Little Island, Gansevoort Peninsula, Days End, Pier 57, Chelsea Waterside Park, Pier 76 and Pier 97.

Chair Seggos then thanked President Wils for her excellent service as President over these past nine-and-a-half years. He stated that President Wils has been an extremely dedicated leader of the Trust and that it has been great to know her personally over those years as well. He stated that President Wils worked long hours and was always available on weekends or when the Park needed her and always had an answer to all questions, whether on the Park's finances, new designs and construction, Park maintenance, educational and cultural programming and Park safety, procurement, revenue generation opportunities for commercial leases, Park concession, the sale of air rights, and the Park's sustainability issues. Even during difficult times, such as the aftermath of Sandy, and the current pandemic as well, President Wils managed to continue to find the revenue

sources that will support the Park maintenance for years to come. He continued with how President Wils is leaving the Park in a strong financial situation and also thanked her for the many environmental features and initiatives that President Wils put into place.

The Directors then took turns thanking Ms. Wils for such a tremendous job as President for the last ten years and congratulate her on her next chapter. Director Been expressed gratitude of the vision and legacy Ms. Wils had in making the Park a beautiful calm haven for so many people. Director Harvey noted that Ms. Wils is a magician in getting so much done. Director Kern thanks Ms. Wils for supporting him as he took on roles at Community Board 4. Director Frederick expressed how Ms. Wils created a culture at the Park that made the community feel like they had ownership of the Park. Director Goldberg stated that Ms. Wils should be very proud of what she accomplished for the Park. Ms. Cobb thanked Ms. Wils for the infrastructure she is leaving behind, leaving a legacy of waterfront projects throughout the City. Director Kulleseid stated that Ms. Wils love for the Park is obvious. Director Kuh stated he was amazed by Ms. Wil's knowledge of every detail of the Park.

After all the Directors had expressed to President Wils their appreciation of her accomplishments, Chair Seggos then moved to have Noreen Doyle serve as the Trust's Acting President and CEO. Upon a properly called motion, the following resolution passed unanimously.

HUDSON RIVER PARK TRUST - APPROVAL OF ACTING CORPORATE OFFICER

RESOLVED, that the Board of Directors of the Hudson River Park Trust at its meeting of January 28, 2021 hereby appoint Noreen Doyle as Acting President and Chief Executive Officer; and it be further

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

Chair Seggos then asked Jeffrey LeFrancois to provide the Advisory Council report. Mr. LeFrancois began by stating that the Advisory Council has been meeting monthly but will resume to meeting every two months in 2021. He stated that the Advisory Council is planning a meeting in February to talk about diversity, equity and inclusion and how it can incorporate efforts to better

diversify and be more inclusive and that the by-laws revisions are also on the agenda. Mr. LeFrancois also thanked President Wils for the backyard that she created for west side residents.

Chair Seggos then asked Connie Fishman to present on behalf of Hudson River Park Friends. Ms. Fishman stated that despite the cutbacks that Friends made in 2020 to deal with COVID, Friends was doing well with fundraising right now. She also thanked President Wils for her decade of service and her list of achievements on behalf of both the Park and the citizens of New York.

Chair Seggos thanked Ms. Fishman for her report and then asked the Directors if there was any other business to discuss. Director Been stated that the Directors should discuss the selection of a committee or subcommittee to conduct the search for a new Executive, including the possibility that the Board should retain an executive search firm. Director Frederick requested that any Director that wishes to be involved should be included in the search. The other Directors agreed and Chair Seggos stated he would schedule another meeting to discuss the membership of the search committee and next steps.

There being no other business, Chair Seggos called for a motion to adjourn and the virtual Board meeting was adjourned at 5:19 pm.