

LOWER MANHATTAN DEVELOPMENT CORPORATION

Meeting of the Directors

Conducted Via Teleconference

March 31, 2020

MINUTES

**In Attendance
Directors**

Holly Leicht, Chair
Alicia Glen
Catherine McVay Hughes
Thomas Johnson
Pedram Mahdavi
Mehul Patel
Carl Weisbrod
Dominic Williams

Staff Attending:

**For Lower Manhattan Development
Corporation:**

Daniel Ciniello, President
Stephen Konopko, Vice President, Internal Audit
Debbie Royce, Corporate Secretary

The meeting of the Lower Manhattan Development Corporation (“LMDC”) was called to order at 9:10 a.m. It was noted for the record that notice to the public and news media of the time and place of the meeting had been given in compliance with the New York State Open Meetings Law.

The Chair noted for the record that due to the public health concerns and as authorized by an Executive Order of Governor Cuomo, this meeting will be conducted by teleconference. The Chair also noted for the record that the public was given the opportunity to comment on the Agenda items by submitting written comments on or before 4:00 p.m. yesterday to

publiccomment@renewnyc.com and that no comments were submitted regarding today's Agenda.

Before beginning with the substantive portion of the meeting the Chair asked the Directors whether anyone had any potential conflict of interest with respect to any of the items on the proposed Agenda.

Director Weisbrod advised that he will recuse himself regarding the Jackie Robinson and Battery Park City Authority items and Director McVay Hughes advised that she would recuse herself regarding the Battery Park City item on the Agenda.

The Chair acknowledged the Directors' recusals and called on Audit Committee Chair, Director Tom Johnson, to report on the Audit and Finance Committee, with no vote required.

Committee Chair Johnson reported that at its March 18th meeting, the Audit and Finance Committee (the "Committee") reviewed the material presented today to the Board for consideration. He advised the Committee discussed the emergency action taken regarding the website services contract extension and it supports the ratification of these actions. He further advised that the Committee reviewed LMDC's budget variance report that reflected year to date actual spending through February and the projected spending through March 31, 2020, which would be the end of the fiscal year. He noted that administrative spending for the fiscal year is expected to continue to be within the approved budget.

Committee Chair Johnson noted the Committee also reviewed the proposed administrative budget for fiscal year ending March 31, 2021 and fully supports this budget. On behalf of the Committee, Committee Chair Johnson complimented LMDC's President, Daniel Ciniello and its staff for managing the administrative finances of the Corporation.

It was further noted by the Committee Chair that the Committee supports the Jackie Robinson Museum funding request and the additional funding needed for the bridge project as well as the related action plan amendments. He also noted the Committee supports the zero-dollar time extension for the advertisement placement contract and recommends full Board approval of all of these actions.

Committee Chair Johnson then noted the Committee met with the Corporation's Internal Auditor and is pleased to report that no significant irregularities or findings were identified.

The Chair thanked Committee Chair, Director Johnson and asked if there were any further questions or comments. Hearing none, the Chair requested the Board to ratify the emergency actions taken in accordance with LMDC's emergency contract authorization policy to amend the website services contract.

The Chair asked if there were any comments or questions, and hearing none, upon motion duly made and seconded, the following resolution was unanimously adopted:

Ratification of Website Services Contract Amendment and Extension

RESOLVED, that the Corporation is hereby authorized to amend the agreement increasing the contract value by \$63,000, to \$163,000, and extending the agreement for one year through March 31, 2022, with NGenious Solutions LLP for website hosting, maintenance, support and content management services, as described in the materials presented to this meeting; and be it

FURTHER RESOLVED, that the expenditures approved hereby shall be allocated from funds included in the appropriate LMDC FYE 2021 and anticipated FYE 2022 Budgets for Planning and Administration; and be it

FURTHER RESOLVED, that the proper officers of the Corporation are hereby authorized to take any such action and to execute such instruments as may be necessary or appropriate to effect the foregoing; and be it

FURTHER RESOLVED, that all such actions previously taken in furtherance of the foregoing by the Corporation’s employees, Officers or Directors are hereby ratified and approved in all respects.

* * *

The Chair then called on Mr. Ciniello to present the next item on the Agenda, a request to execute a Settlement Funds Subrecipient Agreement with Jackie Robinson Foundation for the Jackie Robinson Museum work.

Mr. Ciniello reported that \$1 million is being requested for the construction portion of this South Street Seaport Museum project. This money was previously allocated as part of the Settlement Funds projects and is the last Settlement Fund subrecipient. They are ready to move forward with construction and LMDC is providing under ten percent of the total project costs.

The Chair asked if there were any comments or questions. Director Glen asked if this was the last of the money remaining from the settlement funds and Mr. Ciniello responded that yes, this is the last of the 14 approved projects to enter into an agreement. He further noted that all of the settlement funds would be obligated after this action. Additionally, he noted LMDC may have future reallocations with available funds that were not spent on some of the other projects.

The Chair asked if there were any other comments or questions and hearing none, upon motion duly made and seconded, the following resolution was unanimously adopted, noting that Director Weisbrod recused himself from the vote:

Authorization to Enter into a Subrecipient Agreement with Jackie Robinson Foundation for the Jackie Robinson Museum

RESOLVED, that upon completion of all environmental review, and following HUD's approval of LMDC's request for release of funds and certification, if required, the Corporation is hereby authorized to enter into a subrecipient agreement with Jackie Robinson Foundation from the slate of the 14 Settlement Funds projects approved by the Board on March 18, 2016, in an amount not to exceed \$1,000,000, as described in the materials presented to this meeting; and be it

FURTHER RESOLVED, that the expenditures approved hereby shall be allocated from funds included in the Settlement Funds activity in Partial Action Plan S-2; and be it

FURTHER RESOLVED, that the proper officers of the Corporation are hereby authorized to take any such action and to execute such instruments as may be necessary or appropriate to effect the foregoing; and be it

FURTHER RESOLVED, that all such actions previously taken in furtherance of the foregoing by the Corporation's employees, Officers or Directors are hereby ratified and approved in all respects.

* * *

The Chair called on Mr. Ciniello, to present the next item for consideration, a request to amend Partial Action Plans and the contract with Battery Park City Authority for the West Thames Street Bridge Project.

Mr. Ciniello stated that the Bridge opened for use in September 2019 for the first day of school and that the bridge was substantially completed with the temporary stairs replaced and everything on the bridge permanent since January 2020. He noted that there is signage to be done and that the dedication planned for May 8th may be subject to change due to the current environment.

Mr. Ciniello stated that the bridge was completed albeit with multiple delays that have been well documented and discussed. He noted that these changes and delays resulted in additional costs above and beyond what LMDC had already authorized and advised that LMDC is now requesting \$800,000 in additional funding. He explained that the funding would come from Partial Action Plan 2 and the Final Action Plan. He stated the Board is being asked to approve the Partial Action Plan amendments and add the additional funding to the subrecipient agreement.

The Chair asked if there were any comments or questions and hearing none, upon motion duly made and seconded, the following resolution was unanimously adopted, noting that Director Weisbrod and Director McVay Hughes recused from the vote:

Authorization to Amend the Subrecipient Agreement with the Battery Park City Authority for the West Thames Street Pedestrian Bridge, and Authorization to Amend Partial Action Plan 2 and the Final Action Plan

RESOLVED, that the Corporation is hereby authorized to increase the Battery Park City Authority subrecipient agreement for West Thames Street Pedestrian Bridge project by up to \$940,000, to an amount not to exceed \$33,940,000, as described in the materials presented to this meeting; and be it

FURTHER RESOLVED, that up to \$283,000 of the \$940,000 shall be allocated from funds already included in the West Thames Street Pedestrian Bridge and related legal and environmental activities in the Final Action Plan; and be it

FURTHER RESOLVED, that the Corporation is hereby authorized to amend Partial Action Plan 2 and the Final Action Plan, to reduce the Partial Action Plan 2 allocation for the Job Creation and Retention Program activity, and increase the West Thames Street Pedestrian Bridge activity in the Final Action Plan by up to \$657,000, as described in the materials presented to this meeting; and be it

FURTHER RESOLVED, that up to \$657,000 shall be allocated from funds to be included in the West Thames Street Pedestrian Bridge activity in the Final Action Plan; and be it

FURTHER RESOLVED, that the proper officers of the Corporation are hereby authorized to submit for public comment and review by the federal Department of Housing and Urban Development (“HUD”) the Amended Action Plans, as may be required; and be it

FURTHER RESOLVED, that the President of the Corporation or his designee shall be authorized to make such changes to the Amended Action Plans as may be necessary or appropriate to comport with applicable HUD requirements and to reflect any public comments solicited and received thereon; and be it

FURTHER RESOLVED, that the proper officers of the Corporation are hereby authorized to take any such action and to execute such instruments as may be necessary or appropriate to effect the foregoing.

* * *

The Chair called on Mr. Ciniello to present the next item for consideration, a request to approve the LMDC 2020/2021 administrative Budget.

Mr. Ciniello stated that the budget being requested is 6.5 percent less than the prior fiscal year budget and for the upcoming fiscal year; staff is requesting \$1.07 million.

The Chair asked if there were any comments or questions, and hearing none, upon motion duly made and seconded, the following resolution was unanimously adopted:

Approval of the Lower Manhattan Development Corporation Budget for Fiscal Year 2020 – 2021

RESOLVED, that the budget of the Corporation for fiscal year 2020-2021 is hereby adopted as presented to this meeting; and be it

FURTHER RESOLVED, that the proper officers of the Corporation are authorized and directed to implement and carry out said budget for the Corporation and are directed to inform the Board of material variances from the budget; and be it

FURTHER RESOLVED, that all such actions previously taken in furtherance of the foregoing by the Corporation's employees, Officers or Directors are hereby ratified and approved in all respects.

* * *

The Chair again called on Mr. Ciniello to continue to the next item for consideration, a request to extend the contract for advertising and placement services.

Mr. Ciniello reported that LMDC is extending this contract for advertising placements and that no additional funds are requested. He explained that LMDC still needs to make public notices for environmental issues, partial action plan amendments and/or other legal notices. He requested the Board to approve the extension of this contract for two more years, until March 2022.

The Chair asked if there were any comments or questions, and hearing none, upon motion duly made and seconded, the following resolution was unanimously adopted:

Authorization of Advertising Services Contract Extension

RESOLVED, that the Corporation is hereby authorized to extend its contract for advertising placement services with Miller Advertising for two years through March 31, 2022, as described in the materials presented to this meeting; and be it

FURTHER RESOLVED, that the expenditures approved hereby shall be allocated from funds included in the appropriate LMDC FYE 2021 and anticipated FYE 2022 Budgets for Planning and Administration or relevant Partial Action Plan; and be it

FURTHER RESOLVED, that the proper officers of the Corporation are hereby authorized to take any such action and to execute such instruments as may be necessary or appropriate to effect the foregoing; and be it

FURTHER RESOLVED, that all such actions previously taken in furtherance of the foregoing by the Corporation's employees, Officers or Directors are hereby ratified and approved in all respects.

* * *

There being no further business, the meeting was adjourned at 9:27 a.m.

Respectfully submitted,

Debbie Royce
Corporate Secretary

LOWER MANHATTAN DEVELOPMENT CORPORATION

Meeting of the Directors

Conducted Via Teleconference

March 31, 2020

MINUTES

**In Attendance
Directors**

Holly Leicht, Chair
Alicia Glen
Catherine McVay Hughes
Thomas Johnson
Pedram Mahdavi
Mehul Patel
Carl Weisbrod
Dominic Williams

Staff Attending:

**For Lower Manhattan Development
Corporation:**

Daniel Ciniello, President
Stephen Konopko, Vice President, Internal Audit
Debbie Royce, Corporate Secretary

The meeting of the Lower Manhattan Development Corporation (“LMDC”) was called to order at 9:10 a.m. It was noted for the record that notice to the public and news media of the time and place of the meeting had been given in compliance with the New York State Open Meetings Law.

The Chair noted for the record that due to the public health concerns and as authorized by an Executive Order of Governor Cuomo, this meeting will be conducted by teleconference. The Chair also noted for the record that the public was given the opportunity to comment on the Agenda items by submitting written comments on or before 4:00 p.m. yesterday to

publiccomment@renewnyc.com and that no comments were submitted regarding today's Agenda.

Before beginning with the substantive portion of the meeting the Chair asked the Directors whether anyone had any potential conflict of interest with respect to any of the items on the proposed Agenda.

Director Weisbrod advised that he will recuse himself regarding the Jackie Robinson and Battery Park City Authority items and Director McVay Hughes advised that she would recuse herself regarding the Battery Park City item on the Agenda.

The Chair acknowledged the Directors' recusals and called on Audit Committee Chair, Director Tom Johnson, to report on the Audit and Finance Committee, with no vote required.

Committee Chair Johnson reported that at its March 18th meeting, the Audit and Finance Committee (the "Committee") reviewed the material presented today to the Board for consideration. He advised the Committee discussed the emergency action taken regarding the website services contract extension and it supports the ratification of these actions. He further advised that the Committee reviewed LMDC's budget variance report that reflected year to date actual spending through February and the projected spending through March 31, 2020, which would be the end of the fiscal year. He noted that administrative spending for the fiscal year is expected to continue to be within the approved budget.

Committee Chair Johnson noted the Committee also reviewed the proposed administrative budget for fiscal year ending March 31, 2021 and fully supports this budget. On behalf of the Committee, Committee Chair Johnson complimented LMDC's President, Daniel Ciniello and its staff for managing the administrative finances of the Corporation.

It was further noted by the Committee Chair that the Committee supports the Jackie Robinson Museum funding request and the additional funding needed for the bridge project as well as the related action plan amendments. He also noted the Committee supports the zero-dollar time extension for the advertisement placement contract and recommends full Board approval of all of these actions.

Committee Chair Johnson then noted the Committee met with the Corporation's Internal Auditor and is pleased to report that no significant irregularities or findings were identified.

The Chair thanked Committee Chair, Director Johnson and asked if there were any further questions or comments. Hearing none, the Chair requested the Board to ratify the emergency actions taken in accordance with LMDC's emergency contract authorization policy to amend the website services contract.

The Chair asked if there were any comments or questions, and hearing none, upon motion duly made and seconded, the following resolution was unanimously adopted:

Ratification of Website Services Contract Amendment and Extension

RESOLVED, that the Corporation is hereby authorized to amend the agreement increasing the contract value by \$63,000, to \$163,000, and extending the agreement for one year through March 31, 2022, with NGenious Solutions LLP for website hosting, maintenance, support and content management services, as described in the materials presented to this meeting; and be it

FURTHER RESOLVED, that the expenditures approved hereby shall be allocated from funds included in the appropriate LMDC FYE 2021 and anticipated FYE 2022 Budgets for Planning and Administration; and be it

FURTHER RESOLVED, that the proper officers of the Corporation are hereby authorized to take any such action and to execute such instruments as may be necessary or appropriate to effect the foregoing; and be it

FURTHER RESOLVED, that all such actions previously taken in furtherance of the foregoing by the Corporation’s employees, Officers or Directors are hereby ratified and approved in all respects.

* * *

The Chair then called on Mr. Ciniello to present the next item on the Agenda, a request to execute a Settlement Funds Subrecipient Agreement with Jackie Robinson Foundation for the Jackie Robinson Museum work.

Mr. Ciniello reported that \$1 million is being requested for the construction portion of this South Street Seaport Museum project. This money was previously allocated as part of the Settlement Funds projects and is the last Settlement Fund subrecipient. They are ready to move forward with construction and LMDC is providing under ten percent of the total project costs.

The Chair asked if there were any comments or questions. Director Glen asked if this was the last of the money remaining from the settlement funds and Mr. Ciniello responded that yes, this is the last of the 14 approved projects to enter into an agreement. He further noted that all of the settlement funds would be obligated after this action. Additionally, he noted LMDC may have future reallocations with available funds that were not spent on some of the other projects.

The Chair asked if there were any other comments or questions and hearing none, upon motion duly made and seconded, the following resolution was unanimously adopted, noting that Director Weisbrod recused himself from the vote:

Authorization to Enter into a Subrecipient Agreement with Jackie Robinson Foundation for the Jackie Robinson Museum

RESOLVED, that upon completion of all environmental review, and following HUD's approval of LMDC's request for release of funds and certification, if required, the Corporation is hereby authorized to enter into a subrecipient agreement with Jackie Robinson Foundation from the slate of the 14 Settlement Funds projects approved by the Board on March 18, 2016, in an amount not to exceed \$1,000,000, as described in the materials presented to this meeting; and be it

FURTHER RESOLVED, that the expenditures approved hereby shall be allocated from funds included in the Settlement Funds activity in Partial Action Plan S-2; and be it

FURTHER RESOLVED, that the proper officers of the Corporation are hereby authorized to take any such action and to execute such instruments as may be necessary or appropriate to effect the foregoing; and be it

FURTHER RESOLVED, that all such actions previously taken in furtherance of the foregoing by the Corporation's employees, Officers or Directors are hereby ratified and approved in all respects.

* * *

The Chair called on Mr. Ciniello, to present the next item for consideration, a request to amend Partial Action Plans and the contract with Battery Park City Authority for the West Thames Street Bridge Project.

Mr. Ciniello stated that the Bridge opened for use in September 2019 for the first day of school and that the bridge was substantially completed with the temporary stairs replaced and everything on the bridge permanent since January 2020. He noted that there is signage to be done and that the dedication planned for May 8th may be subject to change due to the current environment.

Mr. Ciniello stated that the bridge was completed albeit with multiple delays that have been well documented and discussed. He noted that these changes and delays resulted in additional costs above and beyond what LMDC had already authorized and advised that LMDC is now requesting \$800,000 in additional funding. He explained that the funding would come from Partial Action Plan 2 and the Final Action Plan. He stated the Board is being asked to approve the Partial Action Plan amendments and add the additional funding to the subrecipient agreement.

The Chair asked if there were any comments or questions and hearing none, upon motion duly made and seconded, the following resolution was unanimously adopted, noting that Director Weisbrod and Director McVay Hughes recused from the vote:

Authorization to Amend the Subrecipient Agreement with the Battery Park City Authority for the West Thames Street Pedestrian Bridge, and Authorization to Amend Partial Action Plan 2 and the Final Action Plan

RESOLVED, that the Corporation is hereby authorized to increase the Battery Park City Authority subrecipient agreement for West Thames Street Pedestrian Bridge project by up to \$940,000, to an amount not to exceed \$33,940,000, as described in the materials presented to this meeting; and be it

FURTHER RESOLVED, that up to \$283,000 of the \$940,000 shall be allocated from funds already included in the West Thames Street Pedestrian Bridge and related legal and environmental activities in the Final Action Plan; and be it

FURTHER RESOLVED, that the Corporation is hereby authorized to amend Partial Action Plan 2 and the Final Action Plan, to reduce the Partial Action Plan 2 allocation for the Job Creation and Retention Program activity, and increase the West Thames Street Pedestrian Bridge activity in the Final Action Plan by up to \$657,000, as described in the materials presented to this meeting; and be it

FURTHER RESOLVED, that up to \$657,000 shall be allocated from funds to be included in the West Thames Street Pedestrian Bridge activity in the Final Action Plan; and be it

FURTHER RESOLVED, that the proper officers of the Corporation are hereby authorized to submit for public comment and review by the federal Department of Housing and Urban Development (“HUD”) the Amended Action Plans, as may be required; and be it

FURTHER RESOLVED, that the President of the Corporation or his designee shall be authorized to make such changes to the Amended Action Plans as may be necessary or appropriate to comport with applicable HUD requirements and to reflect any public comments solicited and received thereon; and be it

FURTHER RESOLVED, that the proper officers of the Corporation are hereby authorized to take any such action and to execute such instruments as may be necessary or appropriate to effect the foregoing.

* * *

The Chair called on Mr. Ciniello to present the next item for consideration, a request to approve the LMDC 2020/2021 administrative Budget.

Mr. Ciniello stated that the budget being requested is 6.5 percent less than the prior fiscal year budget and for the upcoming fiscal year; staff is requesting \$1.07 million.

The Chair asked if there were any comments or questions, and hearing none, upon motion duly made and seconded, the following resolution was unanimously adopted:

Approval of the Lower Manhattan Development Corporation Budget for Fiscal Year 2020 – 2021

RESOLVED, that the budget of the Corporation for fiscal year 2020-2021 is hereby adopted as presented to this meeting; and be it

FURTHER RESOLVED, that the proper officers of the Corporation are authorized and directed to implement and carry out said budget for the Corporation and are directed to inform the Board of material variances from the budget; and be it

FURTHER RESOLVED, that all such actions previously taken in furtherance of the foregoing by the Corporation's employees, Officers or Directors are hereby ratified and approved in all respects.

* * *

The Chair again called on Mr. Ciniello to continue to the next item for consideration, a request to extend the contract for advertising and placement services.

Mr. Ciniello reported that LMDC is extending this contract for advertising placements and that no additional funds are requested. He explained that LMDC still needs to make public notices for environmental issues, partial action plan amendments and/or other legal notices. He requested the Board to approve the extension of this contract for two more years, until March 2022.

The Chair asked if there were any comments or questions, and hearing none, upon motion duly made and seconded, the following resolution was unanimously adopted:

Authorization of Advertising Services Contract Extension

RESOLVED, that the Corporation is hereby authorized to extend its contract for advertising placement services with Miller Advertising for two years through March 31, 2022, as described in the materials presented to this meeting; and be it

FURTHER RESOLVED, that the expenditures approved hereby shall be allocated from funds included in the appropriate LMDC FYE 2021 and anticipated FYE 2022 Budgets for Planning and Administration or relevant Partial Action Plan; and be it

FURTHER RESOLVED, that the proper officers of the Corporation are hereby authorized to take any such action and to execute such instruments as may be necessary or appropriate to effect the foregoing; and be it

FURTHER RESOLVED, that all such actions previously taken in furtherance of the foregoing by the Corporation's employees, Officers or Directors are hereby ratified and approved in all respects.

* * *

There being no further business, the meeting was adjourned at 9:27 a.m.

Respectfully submitted,

Debbie Royce
Corporate Secretary

**RATIFICATION OF EMERGENCY AUTHORIZATION REQUEST TO EXECUTE
LMDC OFFICE SPACE AGREEMENT****Proposed Budget and Contract**

LMDC staff is requesting Board authorization to enter into an agreement with The Council of State Governments, LTD. (CSG), for use of a portion of its office space located at 22 Cortlandt Street, 22nd Floor. The Agreement is for a one-year term, with a six-month option beginning July 2020. Annual rent will be \$112,050 the same as what we paid for the prior year. Our request is for \$40,000 of new funds, which along with previously approved office space funds, will allow us to meet our office space obligations for the next year.

Funding for this agreement is provided for in LMDC's Fiscal Year End (FYE) 2021 Administration Budget and our anticipated FYE 2022 Budget.

Background

LMDC has been operating at 22 Cortlandt Street, on the 11th floor since March 2016 but was notified in May that the space shared with former licensor, Door3, had to be vacated because Door3 was terminating their lease with the landlord. After an exhaustive search, LMDC Staff identified similar and appropriate office space located in the same building at 22 Cortlandt Street on the 22nd Floor.

Scope of Services

LMDC will occupy approximately 1,800 sq. ft. of CSG's current office space, located on the 22nd floor of 22 Cortlandt Street, pursuant to an agreement with the company. The Agreement is for a fixed term of one year, with the option for six additional months. Monthly rent will be approximately \$9,340 and will include all costs for LMDC's use, electricity, real estate taxes, maintenance, internet connectivity, and water.

Selection Process

LMDC management established the following criteria to guide the selection process for office space: (1) price per square foot could be no more than 10% above the current price per square foot paid; (2) the commitment request had to be 18 months or less; and (3) up-front build-out costs must be minimal as LMDC does not plan to occupy the space for a long period of time.

LMDC began its search by contacting the building management at 22 Cortlandt Street, to inquire about a similar office space within the building. The building is owned by Mayore Estates LLC and 80 Lafayette Associates LLC. We also contacted three other brokers and received assistance from community leaders in lower Manhattan who identified available office space and potential space sharing opportunities.

The brokers identified some office spaces in lower Manhattan that were too large or required long-term leases. They also identified high-end space on and around the World Trade Center that were out of our price range. Some of the more reasonably priced spaces identified would have required significant fit out costs and or longer commitments.

During the process, Newmark Grubb Knight Frank, a private broker identified a tenant, CGS, who was offering a portion of their office space on the 22nd floor of 22 Cortlandt Street. The 22nd floor space is similar in size to our previous office space and is more suited for LMDC's operations than any of the other properties identified in the search.

**RATIFICATION OF EMERGENCY FUNDING REQUEST FOR
9/11 MEMORIAL AND MUSEUM TRIBUTE IN LIGHT EVENT****Proposed Budget and Contract**

LMDC staff requests Board authorization to enter into a \$250,000 subrecipient agreement with the 9/11 Memorial and Museum (“9/11 MM”), for the 2020 annual September 11 commemoration Tribute in Light program. Funds for this agreement already exist in the “WTC Memorial” activity within Partial Action Plan S-2. This action designates these funds for the Tribute in Light program.

Background

The Board has previously approved initial and amended allocations totaling \$5,150,000 for Tribute in Light from various Action Plans through subrecipient agreements with the Municipal Arts Society of New York (“MAS”) and the 9/11 MM. Each year on the anniversary of the 9/11 attacks, the Tribute in Light installation of lights evokes the Twin Towers in the New York City skyline. The project has become an iconic symbol of remembrance commemorating those who lost their lives in the September 11, 2001 attacks. Tribute in Light was first displayed on March 11, 2002, marking the six-month anniversary of the attacks and has been displayed on the 9/11 anniversary every year since. The City of New York, MAS, and Creative Time were the founding organizers and sponsors of Tribute in Light while LMDC has been a key supporter of Tribute in Light beginning in the period immediately following the attacks.

Scope of Services

The proposed amendment would specifically designate the funding for the 2020 Tribute in Light production. Over \$200,000 of privately raised funds will also be used for the upcoming productions. LMDC would sign a subrecipient agreement with the 9/11 MM to fund production costs, including site preparation, installation, maintenance, security and operation. Ongoing support of this installation is consistent with LMDC’s mission to honor those lost.

Subrecipient Description

The 9/11 MM is the not-for-profit corporation created to oversee the design, fundraising, programming, and operations of the Memorial and Museum at the World Trade Center. The Memorial opened on the 10th anniversary of the 9/11 attacks and has since welcomed millions of visitors from across the country and around the world. The Museum opened in May 2014.

**BOARD REQUEST TO AMEND THE SUBRECIPIENT AGREEMENT WITH
9/11 MEMORIAL AND MUSEUM FOR THE TRIBUTE IN LIGHT EVENT****Proposed Budget and Contract**

LMDC staff requests Board authorization to amend its subrecipient agreement with the 9/11 Memorial and Museum (“9/11 MM”), to provide \$250,000 for the 2021 annual September 11 commemoration Tribute in Light program. Funds for this agreement already exist in the “WTC Memorial” activity within Partial Action Plan S-2. This action designates these funds for the 2021 Tribute in Light program.

Background

The Board previously approved funding totaling \$5,150,000 for Tribute in Light from various Action Plans through subrecipient agreements with the Municipal Arts Society of New York (“MAS”) and the 9/11 MM and has been asked to ratify an emergency action that authorized an additional \$250,000 for the 2020 event. This request proposes to bring the total of Tribute in Light funding from LMDC to \$5,650,000. Each year on the anniversary of the 9/11 attacks, the Tribute in Light installation of lights evokes the Twin Towers in the New York City skyline. The project has become an iconic symbol of remembrance commemorating those who lost their lives in the September 11, 2001 attacks. Tribute in Light was first displayed on March 11, 2002, marking the six month anniversary of the attacks and has been displayed on the 9/11 anniversary every year since. The City of New York, MAS, and Creative Time were the founding organizers and sponsors of Tribute in Light while LMDC has been a key supporter of Tribute in Light beginning in the period immediately following the attacks.

Scope of Services

The proposed amendment would specifically designate funding for the 2021 Tribute in Light production. Nearly \$200,000 of privately raised funds will also be used for the 20th anniversary production. LMDC would amend its proposed subrecipient agreement with the 9/11 MM to fund production costs, including site preparation, installation, maintenance, security and operation. Ongoing support of this installation is consistent with LMDC’s mission to honor those lost.

Subrecipient Description

The 9/11 MM is the not-for-profit corporation created to oversee the design, fundraising, programming, and operations of the Memorial and Museum at the World Trade Center. The Memorial opened on the 10th anniversary of the 9/11 attacks followed by the Museum opening in May 2014. The Memorial and Museum have since welcomed millions of visitors from across the country and around the world.

**REQUEST TO AMEND PARTIAL ACTION PLANS 2 AND 10, AND
THE SUBRECIPIENT AGREEMENT WITH HUDSON RIVER PARK TRUST**

LMDC staff requests Board authorization to prepare and issue amendments to Partial Action Plan 2 and 10 for public comment with later review by LMDC and submission for approval by the U.S. Department Housing and Urban Development (HUD), to the extent necessary. The proposed amendments will provide an additional \$1,500,000 for Hudson River Park Trust (HRPT) to complete Segment 3 work in 2020. The proposed amendments would increase the *Hudson River Park Segment 3* allocation in Partial Action Plan (PAP) 10 by \$1,500,000 to \$71,500,000 and reduce the Job Creation & Retention activity budget in PAP 2 to \$138,500,000.

The following table details the current action plan allocations and the proposed changes:

| PAP | Activity | Current Allocation | Proposed Reallocation | Proposed Revised Allocation |
|------------|----------------------------------|---------------------------|------------------------------|------------------------------------|
| 2 | Job Creation & Retention Program | \$140,000,000 | (\$1,500,000) | \$138,500,000 |
| 10 | Hudson River Park Segment 3 | \$70,000,000 | \$1,500,000 | \$71,500,000 |

In 2006 the LMDC Board allocated \$70,000,000 for the Hudson River Park Segment 3 project based on preliminary pre-design estimates. Segment 3 runs from Chambers Street to the northern boundary of Pier 40. HRPT and LMDC staff identified the following scope elements to be funded with LMDC's initial allocation: reconstructing Piers 25 and 26, installing finishes and furnishings on Pier 25, constructing the platform between Piers 25 and 26, building the upland park from Laight Street to the southern boundary of Pier 40, and constructing 3 park buildings (N. Moore Street Building, Pier 26 Utility Building, and Pier 25 Park Building).

However, once a design was developed and construction documents and the environmental review process were completed it became clear that the costs for the work would be significantly higher than anticipated, due to refined cost estimates as design progressed, construction cost escalation, and the fact that the early cost estimates did not include construction of the western end of Pier 26, which was included in the environmental review.

LMDC and HRPT identified other unfunded elements required to complete Segment 3 that included the development of the public esplanade with pedestrian railings and lighting, the completion of Pier 26 including a Restaurant/Boathouse building, a developed south upland area between Chambers St. and Pier 25, and landscaping north of Pier 26 to Laight Street.

Work on all of these elements, including the Pier 26 pier structure, was completed by 2013. However, the Pier 26 pier finishes, as well as an ecologically themed tide deck at the west end of the pier, remained unfunded.

In July 2015, the Board allocated \$10,000,000 of the Litigation Settlement Funds for HRPT towards completing the Pier 26 pier finishes and tide deck, then supplemented this amount with \$5,200,000 in 2018 due to construction bids that were significantly higher than previous project cost estimates.

The \$30,000,000 project budget increased to \$36,200,000, which was partially funded with \$10,000,000 each from the City of New York and CitiGroup, as well as design related grants from the New York State Office of Recreation, Parks, and Historic Preservation, New York State Department of State, and New York State Department of Environmental Conservation.

Now, with the project near completion, late design and construction changes, as well as recent scheduling issues have resulted in a \$1,500,000 shortfall. The proposed additional funding will cover construction management fees, overhead and other construction costs associated with:

- the inclusion of a floating dock near the entrance of Pier 26 to be used for collecting water samples and performing other research
- modifications to ecological get-down platform, boulders and PET planting media to increase resiliency
- enhanced park paving protection and site access modifications to ensure user public safety during Pier 26 construction
- modifications to concrete, site furnishings and sports court elements to increase durability and/or resiliency; and
- the inclusion of interpretive and wayfinding signage

LMDC staff is seeking Board authorization to amend the existing Subrecipient Agreement with Hudson River Park Trust (HRPT) by increasing the contract value by \$1,500,000, from \$15,200,000 to \$16,700,000. The additional funding is needed to cover costs associated with late design and construction changes and higher construction fees and overhead due to the project extending beyond its anticipated schedule. The overall project is now expected to cost \$37,700,000 and the use of these funds will be subject to the general terms and conditions of the existing subrecipient agreement.

Through LMDC's funding, following Pier 26 completion, the Hudson River Park Trust will have completed over 600,000 square feet, or almost 14 acres, of vital open space in the Segment 3 area of Hudson River Park.

Scope of the Amendment to the Partial Action Plans

The amendments to Partial Action Plan 2 and 10 are intended to sweep available funds from an activity and program that is sufficiently funded to the *HRPT* activity to provide funds needed to offset project completion costs. We propose to reallocate \$1,500,000 of unexpended available *Job Creation and Retention Program* funds from PAP 2 to the PAP 10 *Hudson River Park Segment 3* activity.

Scope of Amendment to the Subrecipient Agreement

The current \$15,200,000 Hudson River Park Trust Subrecipient Agreement is for activities including planning, administration, design and construction associated with the completion of unfinished areas of Pier 26, the platform between Piers 25 and 26 and improvements to the upland park area adding a new deck and landscaping. CitiGroup and the City of New York are also providing additional project funding in the amounts of \$10,000,000 each. A series of design, construction and schedule-related issues have resulted in a funding shortfall of \$1,500,000, which is needed to complete this project. The proposed amendment would bring this contract balance to \$16,700,000. The use of these funds will be subject to the general terms and conditions of the Subrecipient Agreement.

Subrecipient Description

HRPT was created in 1998 to design, build, and operate a public park along the Hudson River waterfront. Hudson River Park is a 550-acre park in Manhattan created by New York State Legislation (the “Hudson River Park Act,” Chapter 592 of the Laws of 1998). The park includes the area generally bounded by Battery Place at the south and 59th Street at the north. The western boundary is the U.S. Pierhead Line and the eastern boundary is generally the westernmost point of Route 9A. In total, the park includes approximately 150 acres of upland and pier area, and 400 water acres, all of which are further designated as part of the Hudson River Park Estuarine Sanctuary, which was also created by the Hudson River Park Act.