

HUGH L. CAREY BATTERY PARK CITY AUTHORITY

MEMBERS' MEETING

One World Financial Center – 24th Floor

New York, NY 10281

January 11, 2007

Members Present

James F. Gill, Chairman

Charles Urstadt, Vice Chairman

David B. Cornstein, Member (by telephone)

Frank J. Branchini, Member

Robert J. Mueller, Member

Evelyn Rollins, Member

Andy Shenoy, Member

Authority Staff in Attendance: James Cavanaugh, President and Chief Executive Officer

Alexandra Altman, Executive Vice President and General Counsel

Daniel Baldwin, Senior Development Counsel

Debra Bogosian, Controller, Finance

Sidney Druckman, Director, Special Projects

Michael Fragin, Vice President, Strategic Planning

Annette Guarino, Deputy General Counsel

Antigona Hajdaraj, Executive Assistant to the President

Steven E. Harper, Vice President, Safety & Site Management

Robert Holden, Vice President, Human Resources & Administration

Carl Jaffee, Senior Development Counsel and Corporate Secretary

Susan Kaplan, Assistant Director, Construction

Kenneth Lynch, Planning and Design Coordinator

Peter McCourt, Assistant Director, Planning & Design

Leticia Remauro, Vice President, Community Relations, Affirmative Action and Press

Robert M. Serpico, Senior Vice President, Finance and Treasurer/Chief Financial Officer

Roy Villafane, Director, Internal Audit

Antony Woo, Vice President, Construction

Others in Attendance:

Tessa Huxley, Executive Director, Battery Park City Parks Conservancy Corporation

Brian Krapf, George Arzt Communications

Vince McGowan, Battery Park City Parks Conservancy Corporation

The meeting, called on public notice in accordance with the New York State Open Meetings Law, convened at 2:15 p.m.

The first item on the agenda was approval of the minutes of the November 15, 2006 meeting.

Upon a motion made by Ms. Rollins and seconded by Mr. Urstadt, the following resolution was unanimously adopted:

APPROVAL OF MINUTES OF THE NOVEMBER 15, 2006 MEETING

BE IT RESOLVED, that the minutes of the meeting of the Members of the Hugh L. Carey Battery Park City Authority held on November 15, 2006 are hereby approved.

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The next item on the agenda, presented by Mr. Cavanaugh, was a request for authorization to increase the contract approval limit of the Senior Vice President, Operations. Mr. Cavanaugh explained the current limit of \$5,000 under the Authority's Procurement Guidelines is unreasonably below what is appropriate, as that officer is responsible for a number of purchases necessary for the day-to-day operations of the Authority which exceed \$5,000. Mr. Cavanaugh recommended an increase in this limit to \$25,000.

Upon a motion made by Mr. Urstadt and seconded by Mr. Branchini, the following resolution was unanimously approved:

AUTHORIZATION OF INCREASE IN APPROVAL AUTHORITY OF SENIOR VICE PRESIDENT, OPERATIONS AS TO PROCUREMENT CONTRACTS

BE IT RESOLVED, that in accordance with the materials presented to this meeting, Section D.2.e of the Authority's Guidelines Regarding the Use, Awarding, Monitoring and Reporting of Procurement Contracts is hereby amended to provide for the approval of Procurement Contracts for amounts up to and including \$25,000 by the Senior Vice President, Operations as well as by the Senior Vice President, Finance and Treasurer.

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The next item on the agenda, presented by Mr. Woo, was the authorization of a contract with Kelco Construction, Inc., for the relocation of the Site 23/24 Ball fields. The Ball fields are currently located adjacent to the site of the new residential towers being constructed on Site 23/24. These ball fields are being used regularly by various groups and teams for softball, baseball and soccer games Mr. Woo explained, and the pending construction would present safety risks to those persons on the fields. After much consideration among Authority and Parks Conservancy staff, consulting engineers, and community representatives, it was determined to relocate or "flip" the two existing ball fields so the majority of play activities would be on the portion of the ball fields area farthest from construction activities.

The work included in this project includes creating new temporary infields and other measures such as creation of paths and ramps to the fields, and the installation of new bleachers and backstops, fencing and restroom facilities. After the building construction is complete, the fields would be restored to their present locations, Mr. Woo said.

Kelco Construction, Inc., the low proposer for the work, is the original landscaper of the ball fields, Mr. Woo reported. The firm is familiar with the work necessary to “flip” and then restore the ball fields back to their original positions. Mr. Cavanaugh noted that the final allocation of costs for this project between the Authority and Milstein Properties, the Site 23/24 developer, has not yet been established, but that it is necessary to start this project now in order for the ball fields to be ready for play in the spring season, starting in April.

Upon a motion made by Mr. Urstadt and seconded by Mr. Mueller, the following resolution was unanimously approved:

AUTHORIZATION OF CONTRACT WITH KELCO CONSTRUCTION, INC. TO PROVIDE SITE CONSTRUCTION WORK FOR THE RELOCATION OF THE BALL FIELDS ADJACENT TO SITES 23 AND 24

BE IT RESOLVED, that in accordance with the materials presented to this meeting, the President of the Authority or his designee(s) be, and each of them hereby is, authorized and empowered to execute a contract (the "Contract") with Kelco Construction, Inc. to provide the site construction work to relocate the ball fields adjacent to Sites 23 and 24 for an amount of \$294,767; and be it further

RESOLVED, that the President of the Authority or his designee(s) be, and each of them hereby is, authorized and empowered to execute and deliver the Contract on behalf of the Authority subject to such changes as the officer or officers executing the Contract shall, with the advice of counsel, and approve as necessary and appropriate and in the best interest of the Authority, such approval to be conclusively evidenced by the execution and delivery of the Contract; and be it further

RESOLVED, that the President of the Authority or his designee(s) be, and each of them hereby is, authorized and empowered to execute all such other and further documents and to take all such other and further actions as may be necessary, desirable or appropriate, in connection with the transaction contemplated in the foregoing resolutions, and any such execution of documents and any other and further actions heretofore taken are hereby ratified and any actions hereafter taken are confirmed and approved.

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The next item on the agenda, also presented by Mr. Woo and relating to the ball field relocation just approved, was the authorization of an amendment to the contract with the LiRo Group for Owner’s Representative/Construction Management Services. In September of 2006, Mr. Woo reminded the Members, they approved a contract with The LiRo Group (“LiRo”) to provide construction management services with respect to the fit out work to complete the

community center and maintenance facility to be situated in the Site 23/24 residential towers. Liro had also served as the Authority's construction manager during the original construction of the ball fields and Management had determined that Liro is the best qualified firm to provide the architectural and engineering drawings needed for the relocation of the ball fields. A negotiated fee not to exceed \$92,480 had been established with Liro for this work.

Upon a motion made by Mr. Branchini and seconded by Mr. Shenoy, the following resolution was unanimously approved:

AUTHORIZATION OF AMENDMENT TO CONTRACT WITH THE LIRO GROUP TO PROVIDE ADDITIONAL OWNER'S REPRESENTATIVE/CONSTRUCTION MANAGEMENT SERVICES

BE IT RESOLVED, that in accordance with the materials presented to this meeting, the President of the Authority or his designee(s) be, and each of them hereby is, authorized and empowered to execute an amendment (the "Amendment") to the Authority's contract with The LiRo Group to provide additional owner's representative/construction management services with respect to the development Site 23/24 for an amount not to exceed \$92,480; and be it further

RESOLVED, that the President of the Authority or his designee(s) be, and each of them hereby is, authorized and empowered to execute and deliver the Amendment on behalf of the Authority subject to such changes as the officer or officers executing the Contract shall, with the advice of counsel, and approve as necessary and appropriate and in the best interest of the Authority, such approval to be conclusively evidenced by the execution and delivery of the Contract; and be it further

RESOLVED, that the President of the Authority or his designee(s) be, and each of them hereby is, authorized and empowered to execute all such other and further documents and to take all such other and further actions as may be necessary, desirable or appropriate, in connection with the transaction contemplated in the foregoing resolutions, and any such execution of documents and any other and further actions heretofore taken are hereby ratified and any actions hereafter taken are confirmed and approved.

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The final item on the agenda was the authorization of a contract with A. Ottovino Corporation to install the stonework in Teardrop Park South. Mr. Woo stated that The Sheldrake Organization commenced construction of a residential building on Site 16/17 in January of 2006. Included in the design of this building is a U-shaped courtyard, designed to complement the courtyard in nearby Teardrop Park, with a similar "natural" feel and with similar stonework in order to maintain a consistency of appearance.

To that end, Mr. Woo said, Teardrop Park South would include stone from the same quarry that provided the stone for Teardrop Park. A. Ottovino Corporation had been chosen to install the geological walls in Teardrop Park because of its superiority over other prospects as to the artistic aspect of the installation and would be using stones from the same quarry to create the

courtyard in Teardrop Park South. Ottavino's proposal had been reviewed by staff and the construction manager for the project, with respect to the approach to the work and the schedule as well as to cost elements, and its fee was found to be reasonable. Accordingly, a "sole source" approach to selecting a contractor for this work was warranted, Mr. Cavanaugh stated.

Upon a motion made by Mr. Urstadt and seconded by Mr. Shenoy, the following resolution was unanimously approved:

**AUTHORIZATION OF CONTRACT WITH A.OTTOVINO CORPORATION FOR
TEARDROP PARK SOUTH STONWORK**

BE IT RESOLVED, that in accordance with the materials presented to this meeting, the President of the Authority or his designee(s) be, each of them hereby is, authorized and empowered to execute a contract (the "Contract") with A. Ottovino Corporation for the supply and installation of stonework in Teardrop Park South for the lump sum amount of \$ 1,085,000; and be it further

RESOLVED, that the President of the Authority or his designee(s) be, and each of them hereby is, authorized and empowered to execute and deliver the Contract on behalf of the Authority, subject to such changes as the officer or officers executing the Contract shall, with the advice of counsel, approve as necessary and appropriate and in the best interest of the Authority, such approval to be conclusive, evidenced, by the execution and delivery of the Contract; and be it further

RESOLVED, that the President of the Authority or his designee(s) be, and each of them hereby is, authorized and empowered to execute all such other and further documents, and to take all such other and further actions as may be necessary, desirable or appropriate, in connection with the transactions contemplated in the foregoing resolutions, and any such execution of documents and any other and further actions heretofore taken are hereby ratified and any actions hereafter taken are confirmed and approved.

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There being no further business, the meeting thereupon adjourned at 3:15 p.m.

Respectfully submitted,

Carl D. Jaffee
Corporate Secretary