

BATTERY PARK CITY PARKS CONSERVANCY CORPORATION

Meeting of the Directors
One World Financial Center – 24th Floor
New York, NY 10281
December 4, 2012

Directors Present

Dennis Mehiel, Chairman
Frank J. Branchini, Director
Donald A. Capoccia, Jr., Director
Fernando A. Mateo, Director
Carl Mattone, Director

Conservancy Staff in Attendance: Demetrios A. Boutris, President/Chief Operating Officer
Tessa Huxley, Executive Director
Anne Fenton, Vice President
Matthew Monahan, Vice President
Robert M. Serpico, Vice President, Treasurer
Phyllis Taylor, Vice President, Corporate Secretary

Battery Park City Authority
Staff in Attendance:

Megan Churnetski, Assistant General Counsel and Assistant Corporate Secretary
Gwen Dawson, Senior Vice President, Asset Management
Carl D. Jaffee, Corporate Secretary
Kevin McCabe, Assistant to the President
Kirk Swanson, Internal Controls Officer and Chief Contracting Officer

Others in Attendance:

Therese Loeb Kreuzer, Downtown Express
Nancy Buivid, Member of the Public
Steven Greer, Resident
Liz McCabe, Resident
Camden Ackerman, Senator Sheldon Silver's Office
Carl Glassman, Tribeca Tribune
Jessica Terrell, Tribeca Tribune
Andrew Catapano, Willis
Christopher Franks, Willis
Alex Littlejohn, Willis
David Passman, Willis

The meeting of the Directors convened at 12:00 p.m. The first item on the agenda was the approval of the minutes of the March 8, 2012 and October 23, 2012 meetings. Upon a motion made by Mr. Mateo and seconded by Mr. Branchini, the following resolution was unanimously adopted:

APPROVAL OF MINUTES OF THE MARCH 8, 2012 AND OCTOBER 23, 2012 MEETINGS

APPROVAL OF MINUTES OF THE MARCH 8, 2012 AND OCTOBER 23, 2012 MEETINGS

BE IT RESOLVED, that the minutes of the meetings of the Directors of the Battery Park City Parks Conservancy held on March 8, 2012 and October 23, 2012 are hereby approved.

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The next item on the agenda, presented by Ms. Huxley, was the annual election of officers.

Upon a motion made by Mr. Mateo and seconded by Mr. Mattone, the following resolution was unanimously adopted:

ELECTION OF OFFICERS OF THE BATTERY PARK CITY PARKS CONSERVANCY

BE IT RESOLVED, that the following persons be elected to the following offices, to serve at the pleasure of the Board of Directors of the Battery Park City Parks Conservancy (the "Conservancy") or until their respective successors shall have been elected and qualified:

President/Chief Operating Officer: Demetrios A. Boutris

Vice Presidents: Robert M. Serpico
 Phyllis Taylor
 Anne Fenton
 Mathew Monahan

Treasurer: Robert M. Serpico

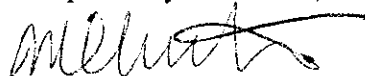
Secretary: Phyllis Taylor

AND BE IT FURTHER RESOLVED, that the President/Chief Operating Officer of the Conservancy or his designee(s) be, and each of them hereby is, authorized and empowered to execute all such other and further documents, and then take all such other and further actions as may be necessary, desirable or appropriate, in connection with the appointments contemplated in the foregoing resolution, and any such execution of documents and any other further actions heretofore taken by any of the officers appointed pursuant to this resolution 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 12:05 p.m.

Respectfully submitted,



Megan Churnetski
Assistant Corporate Secretary