

BATTERY PARK CITY PARKS CONSERVANCY CORPORATION

Meeting of the Directors  
200 Liberty Street, 24<sup>th</sup> Floor  
New York, NY 10281  
May 21, 2019

Directors Present

George Tsunis, Chairman  
Louis Bevilacqua, Member  
Donald Capoccia, Member  
Martha Gallo, Member  
Anthony Kendall, Member  
Catherine McVay Hughes, Member

Staff in  
Attendance:

Benjamin Jones, President and Chief Executive Officer  
Sharmila Baichu, Vice President of Human Resources  
Marie Baptiste, Deputy Treasurer  
Brett Beecham, Associate General Counsel  
Anthony Buquicchio, Senior Project Manager  
Gwen Dawson, Vice President, Real Property  
Pamela Frederick, Chief Financial Officer/Treasurer  
James Gallagher, Associate General Counsel  
Abigail Goldenberg, General Counsel  
Nimisha Haribaran, Executive Assistant/Contract Manager  
Craig Hudon, Director of Parks Programming  
Susie Kim, Deputy General Counsel  
Karl Koenig, Controller  
Lauren Murtha, Paralegal/Assistant Corporate Secretary  
Jahmeliah Nathan, Vice President of Administration  
Robert Nesmith, Chief Contracting Officer  
Bruno Pomponio, Director of Parks Operations  
Jason Rachnowitz, Director of Financial Reporting  
Markus Szejnberg, Special Counsel for Ethics, Risk and Compliance  
Alexis Torres, Chief of Staff  
Ryan Torres, Associate Director of Parks Operations

Others in Attendance:

Roger Bagley, Hawkins Delafield & Wood LLP  
Olivia Moss, HR&A  
Cordelia Mendez, Morgan Stanley  
Robert Pattison, Morgan Stanley  
Geoff Proulx, Morgan Stanley  
Alfredo Quintero, Ramirez Asset Management  
Various Members of the Public

The meeting of the Directors, called on public notice in accordance with the New York State Open Meetings Law, convened at 2:04 p.m.

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The first item on the agenda was the approval of the minutes of the April 10, 2018 meeting. Upon a motion made by Ms. McVay Hughes and seconded by Mr. Bevilacqua, the following resolution was unanimously adopted:

**APPROVAL OF MINUTES OF THE APRIL 10, 2018 MEETING**

BE IT RESOLVED, that the minutes of the meeting of the Directors of the Battery Park City Parks Conservancy Corporation held on April 10, 2018 are hereby approved.

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The next item on the agenda, presented by Ms. Frederick, was an approval of IRS Form 990 and NYS Form CHAR500 for Fiscal Year 2018.

The Conservancy is required to file an IRS Form 990 federal tax return annually detailing financial reporting in a number of areas, including governance and conflicts of interests. In addition, the Conservancy is required to file a NYS Form CHAR500, the Annual Filing for Charitable Organizations, with the New York State Attorney General's Office. There was no further discussion.

Upon a motion made by Ms. Gallo and seconded by Ms. McVay Hughes, the following resolution was unanimously approved:

**RESOLUTION AUTHORIZING THE FILING OF IRS FORM 990 AND NYS FORM CHAR500 FOR FISCAL YEAR 2018**

BE IT RESOLVED, that in accordance with the materials presented to this meeting, the Chief Executive Officer (the "President") of the Battery Park City Parks Conservancy (the "Conservancy") or her/his designee(s) be, and each of them hereby is, authorized and empowered to file the attached Form 990 with the Internal Revenue Service and the attached Form CHAR500 with the New York State Department of Law on behalf of the Conservancy; and be it further

RESOLVED, that the President or her/his designee(s) be, and each of them hereby is, authorized and empowered to file and deliver the Form 990 and the Form CHAR500 on behalf of the Conservancy, subject to such changes as the officer or officers shall, with the advice of counsel, approve as necessary and appropriate and in the best interests of the Conservancy, such approval to be conclusively evidenced by filing of the Form 990 with the Internal Revenue Service and the filing of the Form CHAR500 with the New York State Department of Law; and be it further

RESOLVED, that the President or her/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 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, upon a motion made by Ms. McVay Hughes and seconded by Mr. Bevilacqua, the meeting thereupon adjourned at 2:05 p.m.

Respectfully submitted,

*SK*

Susie Kim

Assistant Corporate Secretary