HUGH L. CAREY BATTERY PARK CITY AUTHORITY
Meeting of the Members
200 Liberty Street, 24^{th} Floor
New York, NY 10281
November 29, 2023

Members Present
Donald Capoccia, Chair
Louis Bevilacqua, Member (remote)
Martha Gallo, Member
Anthony Kendall, Member
Catherine McVay Hughes, Member
Lester Petracca, Member

Authority Staff in Attendance:

Sharmila Baichu, Vice President of Human Resources
Marie Baptiste, Deputy Treasurer
Brett Beecham, Associate General Counsel
Zachary Bergen, Deputy General Counsel, Procurement & Contracts
Donna A. Canfield, Deputy General Counsel, Labor & Employment
Daniel C. Carmalt, Esq., Chief Construction Counsel
Gwen Dawson, Senior Vice President, Real Property
Dan Dickson, Director of Planning and Design
Pamela Frederick, Chief Financial Officer/Treasurer
Claudia Filomena, Director of Capital Projects
Sarah Fisher Curtin, Director of Sustainability
Abigail Goldenberg, General Counsel
Megan Hood, Deputy General Counsel, Real Estate
Angela Howard, AVP of Construction & Site Management
Craig Hudon, Vice President of Parks Programming
Karl Koenig, Controller
John Lonie, Communications & Public Affairs Coordinator
Vanessa Mesine,
Eric Munson, Chief Operating Officer
Lauren Murtha, Paralegal/Assistant Corporate Secretary
Jahmeliah Nathan, Vice President of Administration
Jason Rachnowitz, Deputy Controller
Nicholas Sbordone, Vice President of Communications and Public Affairs
Alexis Torres, Chief of Staff
Ryan Torres, Vice President of Parks Operations
Yves Veve, Director of Infrastructure

Others in Attendance: Various Members of the Public

The meeting, called on public notice in accordance with the New York State Open Meetings Law, convened at 11:06 am.

*   *   *

The first item on the agenda was a request for approval of the minutes of the October 25, 2023 meeting. Upon a motion made by Mr. Petracca and seconded by Mr. Kendall, the following resolution was unanimously adopted:

APPROVAL OF MINUTES OF THE OCTOBER 25, 2023 MEETING

BE IT RESOLVED, that the minutes of the meeting of the Members of the Hugh L. Carey Battery Park City Authority held on October 25, 2023, are hereby approved.

*   *   *

Next, there was one comment submitted by the public that was presented during the period of public comment.

Mr. Sbordone mentioned that on November 11, Downtown Soccer League celebrated its 30th anniversary at the Battery Park City Ballfields right here. As you know, BPCA hosts the players and coaches and parents of the DSL, as well tens of thousands of others from the leagues across various sports and activities all across the year on our beautiful award winning and newly resilient Battery Park City Ballfields. At that event, the Authority received a beautiful, signed and framed soccer jersey commemorating our decades-long partnership with the league, which will be displayed prominently in our offices. He then thanked DSL President, Eileen Montague, and the DSL leadership for the wonderful invitation and enduring partnership. In the weeks since, there were a number of emails received from parents unsolicited noting how important the league is to them, and by extension, the Authority's support of it. He also thanked, Ms. McVay Hughes, and the whole team who does such a wonderful job of maintaining this neighborhood day in and day out.

He continued, that the following Monday, November 13th, BPCA was honored by New Yorkers for Parks which is a nonprofit organization that for more than 100 years has protected and promoted quality open space across the city. New Yorkers for Parks conducts research and develops tangible policy recommendations around these findings related to park development, management, and sustainability. Ms. McVay Hughes once again represented the Authority and accepted on BPCA's behalf the award. It reads, "Battery Park City Authority, a real New Yorker for Parks." Other honorees included New York City Parks Commissioner Sue Donaghue, and the Association for a Better New York CEO Melvin Miller.

*   *   *

The next item on the agenda was an update on the Authority’s resiliency projects by Ms. Filomena, Ms. Fisher Curtin and Mr. Veve.

For our Northwest Resiliency Project, Ms. Filomena stated that the sixth large scale public meeting was being held tomorrow at Stuyvesant High School beginning at 6:00 p.m. This was to review the post 30% design update. The 30% design update meeting was held in June, and there were a couple of areas of the project that were not up to that 30% development. This meeting would present those items as well as other design updates throughout the project. In addition to the presentation of those updates, there was an open house format where people asked questions of the design team on specific subjects. The Authority is continuously engaged with stakeholders as the project design continues to advance and as we continue consultations with agencies, and we anticipate that, post-holiday, we'll be having more meetings as we enter into the new year with agencies like the Port Authority, both city and state DOT, and others.

For the South since the last update, Mr. Veve noted that all contracts are now in construction, and by Wagner Park we have completed professional installation of the floodwall soil anchors and whalers. The Wagner Park cistern was completed. The drainage installation is about 50% complete throughout the site, and Phase 1 of the architectural concrete mockup for the new pavilion was completed. For Pier A Plaza and the Battery section of the project, the contractor has completed mobilizing on site. The full installation of the construction fence was completed, all of the tree removals in the Battery were completed, and all test pits of underground utilities were completed.

For Sustainability updates, Ms. Fisher Curtin began by announcing that the South BPC Resiliency Project received WEDG verification for the new Wagner Park. Waterfront Edge Design Guideline is a national rating system and a set of guidelines administered by the Waterfront Alliance to create resilient, ecological and accessible waterfronts. Our urban tree canopy and biodiversity assessment work continues, and staff was now reviewing the final reports and analysis, and in November, the Authority partnered with the lower East Side Ecology Center to host a community e-waste recycling drive on the Esplanade Plaza, and over 1,100 pounds of unwanted electronics were collected and diverted from the landfill at this event.

* * *

The next item on the agenda, presented by Ms. Frederick, was an authorization to amend the TD Bank Standby Bond Purchase Agreements.

Ms. Frederick then presented the TD Bank Standby Bond purchase agreements explaining this item was related to our junior revenue bonds that were issued as variable rate demand obligations and reset weekly. In support of that, for liquidity purposes, there exists a standby bond purchase agreement that was provided to us by TD Bank. That facility was a five-year facility that matures in August 2024. In advance of that, we have received terms and are in discussions with TD and are seeking authorization to extend that facility by five years. She felt five years was most appropriate because it will be then coterminous with the actual junior revenue bonds. The existing facility is 43 basis points, and it would be reduced to 32 basis points, which was also an improvement. She noted the term was extending as well as reducing the cost of that facility, and the Board's approval was being requested for both of those items, and to enter into and finalize negotiations and documentation to amend that facility.

Ms. Gallo thanked Ms. Frederick for her continued guidance and collaboration with the rest of the team to get our financing on track and to help us manage the complexity of the cashflows and the project rhythms.

Upon a motion made by Mr. Kendall and seconded by Ms. McVay Hughes, the following resolution was unanimously adopted.

AUTHORIZATION TO AMEND THE TD BANK SERIES D1 AND D2 STANDBY BOND PURCHASE AGREEMENTS AND TO PERFORM CERTAIN OTHER ACTIONS IN FURTHERANCE THEREOF AS NECESSARY

BE IT RESOLVED, that in accordance with the materials submitted at this Board meeting, the President and Chief Executive Officer (the "President") or the Chief Operating Officer ("COO") of the Battery Park City Authority (the "Authority") or his/her designee(s) be, and each of them hereby is, authorized and empowered to amend the TD Bank SBPA to extend the term for an additional five (5) years (the "Amendment") and to reduce the fee to 32 basis points; and be it further

RESOLVED, that the President, COO, or his/her designee(s) be, and each of them is hereby, authorized and empowered to submit, if required, an application to the New York State Public Authorities Control Board for approval of the Amendment; and be it further

RESOLVED, that the President, COO, or his/her designee(s) be, and each of them is hereby, authorized and empowered to execute and deliver an amendment to the Settlement Agreement with the City of New York, if required, to enter into the Amendment; and be it further

RESOLVED, that the President, COO, or his/her designee(s), 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 Amendment shall, with the advice of counsel, approve as necessary and appropriate and in the best interest of the Authority, such approval to be conclusive evidence by the execution and delivery of the Amendment; and be it further

RESOLVED, that the President, COO, or his/her 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.

* * *

The period of public comment continued with one presenter.

* * *

The next item on the agenda, presented by Chairman Capoccia, was the election of the President/CEO.

Firstly, Mr. Capoccia thanked Vice Chair, Martha Gallo, for serving as Acting Chair and for filling in as CEO in the absence of a CEO, and recognized her amazing work keeping the Authority moving in the right direction.

Ms. Gallo thanked Mr. Capoccia and the Authority's team and its leadership.

Mr. Capoccia then took a moment to illustrate Raju Mann's experience noting that "...his history, his education, his work speaks for itself. It's unimpeachable. It's top-notch history in the world of planning, development, policy, in New York City." He was further impressed with the skill and, more importantly, the respect with which Mr. Mann managed, communicated, and negotiated with his counterparties.

Upon a motion made by Mr. Kendall and seconded by Ms. McVay Hughes, the following resolution was unanimously adopted.

APPOINTMENT OF THE PRESIDENT AND CHIEF EXECUTIVE OFFICER OF THE BATTERY PARK CITY AUTHORITY (THE "AUTHORITY")

BE IT RESOLVED, that pursuant to Article II, Section 6 of the Authority' s Bylaws, the following person is hereby appointed to the office indicated next to his name to serve until his successor shall be duly elected, unless he resigns, is removed from office or is otherwise disqualified from serving as an officer of the Authority, and that he shall take his office on December 11, 2023:

President and Chief Executive Officer………………………………Raju Mann

and be it further

RESOLVED THAT Raju Mann is hereby authorized to do all the acts, deeds and things which are necessary, desirable, appropriate and attendant to performing the duties for the aforesaid appointment; and be it further

RESOLVED THAT any actions taken as may be necessary, desirable or appropriate, in connection with the duties contemplated in the foregoing resolutions, and any further actions taken prior to the date hereof are hereby ratified, confirmed and approved.

This resolution shall take effect immediately and shall be filed in the Authority' s official corporate records.

* * *

There being no further business, upon a motion made by Mr. Petracca and seconded by Ms. McVay Hughes, the Members unanimously voted to adjourn the meeting. The meeting thereupon adjourned at 11:32 a.m.

Respectfully submitted,

L Murtha

Lauren Murtha
Assistant Corporate Secretary

Public Comment
November 29, 2023

1. **Tammy Meltzer:** Good morning. First of all, thank you so very much for this opportunity to speak and for the adjustment in the schedule. I really appreciate it. As many of you know, my name is Tammy Meltzer, I'm Chair of Manhattan Community Board One. There are many topics that could be discussed, but my primary topic today is how CB1 engages with agencies. To that effect, I first want to say thank you to the BPCA for the dialogue that we have had over the years and continue to have. We appreciate that you host public meetings, and that you have responded to community outcry for walk-throughs as part of the engagement on the Northwest Resiliency Project. We have two committees at Community Board 1 that work diligently with the BPCA. The first is our Battery Park City committee which handles all BPCA interactions outside of the nitty gritty details of the resiliency projects. The Environmental Protection Committee handles all resiliency projects in the District with all agencies, city, state, and federal. Thus far in 2023 there's been a great localized drainage presentation in relation to the Northwest Battery Park City Resiliency Project, but there have not been any in depth reach design presentations at the Environmental Protection Committee at Community Board 1. The ask is not an unreasonable one as it has precedent with a full design presentation that was done in December of 2022. We recognize the resources that you need to get that done, but partnership and public engagement is critical with these large transformative projects, and I want to note that other resiliency projects run by city agencies, EDC and even NPS have presented full design plans at Community Board meetings as well as their own separate public meetings. To date, Battery Park City Authority is the sole agency this year that has not done a comprehensive update on the Northwest Resiliency Project. This is a striking change to a number of presentations held at CB1 for projects in the past with the partnership that we've had with you, including potential redesign of South End Avenue and over 10 Community Board meetings alone for the South Battery Park City Resiliency Project. We've worked together for a very long time. We passed a resolution in September of this year on resiliency and public engagement, and I hope that looking ahead the BPCA can right this course. The Community Board has a charter mandated rule for community advocacy and presentation scheduled with our agency allows the public a certainty and a firm schedule to review. Our calendar dates for the committee meetings are set months in advance, which allows the public to know when to attend. Once again, we ask that the Battery Park City host a comprehensive design presentation soon before advancing to the next milestones for the Northwest Battery Park City Resiliency Project, which will allow CB1 to do our charter mandated role. It goes without saying, yes, I will be at your public meetings, but I represent a Board of people and request that the agency present at our Board. And lastly, I'd like to welcome Raju Mann. I look forward to working together and continuing our partnership with his expertise to maintain and increase affordable housing, grow and support small businesses, as we ensure an economically diverse community to benefit all of New York City with groundbreaking resiliency projects that will protect our city while hopefully maintaining Battery Park City's unique character for future generations. Thank you again.