BROOKLYN BRIDGE PARK CORPORATION
MEETING OF THE BOARD OF DIRECTORS

Brooklyn Borough Hall
334 Furman Street
Brooklyn, New York 11201
December 18, 2013
3:03 P.M.

IN ATTENDANCE:
REGINA MYER, President
ROBERT STEEL, Chairman
MARTIN CONNOR
VERONICA WHITE
STEPHEN MERKEL
SHARI HYMAN
ANNE STRAHLE
DANIEL SIMMONS
JOANNE WITTY
EDNA WELLS HANDY
JOHN RASKIN
HENRY GUTMAN
DAVID OFFENSEND
KYLE KIMBALL
STEPHEN LEVIN
NANETTE SMITH
PETE ASCHKENASY

DIAMOND REPORTING (718) 624-7200 info@diamondreporting.com
BOARD OF DIRECTORS MEETING

CHAIRMAN STEEL: Good afternoon, everyone. My name is Bob Steel and I will be serving, today, as Chair of this Board-of-Directors meeting of the Brooklyn Bridge Park Corporation, today, on December 18, 2013. Thanks, all, for being here, and it's my pleasure to call the meeting to order.

Let me first ask our secretary, of the corporation, Ms. Suma Mandel, to act as secretary. And if she could, please, confirm for us that we are in compliance with a quorum for today's meeting.

MS. MANDEL: We have a quorum.

CHAIRMAN STEEL: Thank you so very much.

All of you have received information, in advance of today's session, covering the information, the topics scheduled to be reviewed. Let me just say, before we start on that, welcome to all the new Board
BOARD OF DIRECTORS MEETING

members that are here, today, the
various City and State officials,
President Regina Myer, and her staff,
and everyone else who is in
attendance. Especially thanks to the
members of the public for being here.
It's always good to be with you and
to have the opportunity to hear your
perspective.

Before we begin our official
meeting today, let me do a couple of
ministerial things. First, welcome
three new Board members to the group.
Shari Hyman, raise your hand, please.
Looks like school. She was
appointed, by the Mayor, to fill the
seat vacated by Director Contini.
She is a resident of DUMBO and the
Chair of the New York Business
Integrity Commission.

Stephen Merkel and Edna Wells
Handy were appointed to the Board, by
the Mayor, upon the nomination of the
Governor, to fill the seats vacated
BOARD OF DIRECTORS MEETING

by Directors Davidson and François.

Mr. Merkel is a resident of Brooklyn Heights and the executive managing
director and general counsel of
Cantor Fitzgerald.

And Ms. Wells Handy is a
resident of Prospect Lefferts Garden
and the Commission of the New York
City's Department of Citywide
Administrative Services. It is great
to have them both. We thank all
three of you, in advance, for the
wonderful service you are going to
provide to the Board.

It's all appreciated. And I
also would predict you will find this
to be a very rewarding experience,
and it's a group that works well, and
has been able to accomplish a lot.

So, thank you and welcome.

And let me just remind you that
as we get started, that as I said
earlier, thank you, to the public,
for being here. If you have
BOARD OF DIRECTORS MEETING

questions or comments, during the Board meeting, if you could, please, hold them. We will have a special time allotted at the end. And when formulating your comments, the plan we normally do, which we will continue, is to allow two minutes per speaker. We will go through one turn, and if we have more time, we will go through again to get more questions, hopefully, depending on the time that is available to us. So, that's the run of the show for today. Thank you all, very much, for being here.

If we turn to the first agenda item in the materials provided for us, in advance of today's meeting, was the approval of the minutes from the meeting of this Board of October 21, 2013.

Does anyone have any questions, changes, suggestions or corrections to the minutes that were presented to
BOARD OF DIRECTORS MEETING

you in advance of today's meeting?

Hearing none, then, is there a
motion to approve the minutes of the
October 21, 2013 Board meeting, as
presented to you in the Board
materials?

MR. CONNOR: So moved.

CHAIRMAN STEEL: Thank you,

Mr. Connor. Is there a second?

BOARD MEMBER: Second.

CHAIRMAN STEEL: Yes, sir,
thank you very much. All in favor of
approving the minutes, as presented
of the meeting of October 21st,
please signify by saying "aye."

(A chorus of ayes.)

CHAIRMAN STEEL: All those
opposed? Hearing none, the minutes
are now approved and into the record.

So, now, let's move on to the
second agenda item, which is under
Tab 2. The second item under Tab 2.
And this is an authorization to enter
into a license with Spaceworks NYC,
BOARD OF DIRECTORS MEETING

Inc. Ms. Mandel, the park’s general counsel, will present this item, and thank you very much.

MS. MANDEL: Spaceworks NYC, Inc., is a new, not-for-private entity, incorporated through the efforts of the Department of Cultural Affairs, to identify underutilized properties and invest in the properties in order to develop affordable spaces for visual and performing artists to create more work.

DCA has proposed that Brooklyn Bridge Park Corporation enter into a long-term licensing with Spaceworks, for the establishment of studio work space for visual artists, on the second and third floor of 334 Furman Street, which is the building we are currently in, also known as Building 50.

As some of you may know, in 2011, BBP renovated the exterior and
BOARD OF DIRECTORS MEETING

first floor of the building, and

since that time, the offices of both, BBP and the Brooklyn Bridge Park Conservancy, have been located on the first floor. The second and third floors of the building were not renovated in 2011, and the mechanical problems and HVAC systems are in need of significant repairs and upgrades to bring the space up to code.

BBP will receive $6.2 million, in City capital, allocated by DCA, for the renovation of the second and third floors on behalf of Spaceworks. These funds will be distributed to BBP, through its existing funding agreement with the City, which you will hear about later, and all cost overruns will be at Spaceworks' sole expense.

The premises will consist of the entire third floor of the building and the second floor of the building, with the exception of, at
BOARD OF DIRECTORS MEETING

least, 3,000 square feet, that BBP will reserve for its future growth.

There will be a separate access to the Spaceworks premises from the outside of the building.

The license will be a replicable license, for a term of 15 years, with a five-year option to renew on mutual agreement of the parties.

The premises will be used for visual-artist studios, exhibition spaces and other ancillary uses. Spaceworks will manage the studios and sublicense them to artists at affordable rates. Additionally, they will provide, at least, 20 hours of public programming, in the premises, during each year of the term, which programming will be subject to BBP's prior approval.

Spaceworks' use and occupancy of 334 Furman will not increase BBP's operational costs as Spaceworks will
BOARD OF DIRECTORS MEETING

be responsible for all costs in connection with its use of the building.

Based on DCA's request to provide a long-term license to Spaceworks and allocation of City capital funds to pay for the renovation and build-out of space that would, otherwise, almost be vacant, BBP staff recommends entering into a license with Spaceworks on the material terms set forth in the item.

CHAIRMAN STEEL: Thank you very much. Let me declare that I am a Board member of Spaceworks NYC, as appointed by the Department of Cultural Affairs. I won't be commenting or voting, but will just direct the discussion. Let the record show that, please.

And so, now, do any Directors have any questions or wish to comment on this resolution as presented?

Mr. Simmons?
BOARD OF DIRECTORS MEETING

MR. SIMMONS: Do we get any money out of this besides, you know, past due for renovation?

MS. MANDEL: No.

MR. CONNOR: A dollar a year?

PRESIDENT MYER: The renovation of the building is something that was never budgeted in our project. And this is a very, very important item that we can finally move forward with adding access this building.

We do not have an elevator. As you know, we can't have that upstairs. We don't have HVAC upstairs. And so, the capital contribution, I think, goes long a way in that regard.

MR. SIMMONS: But we don't get any revenue?

MS. MANDEL: If the term is renewed, they we will get ten percent of the net proceeds that Spaceworks collects from the space.

MR. SIMMONS: Spaceworks will
BOARD OF DIRECTORS MEETING

be collecting money from the artists,

though?

MS. MANDEL: Yes.

MR. SIMMONS: Minimal,

subsidized, I am sure. Okay.

CHAIRMAN STEEL: Thank you.

Yes, sir. Mr. Conner?

MR. CONNOR: Yeah. I share

these concerns and I have talked to a

number of people, today, on the

Board, and tried to reach others when

I read this this morning, a 15-year

license, a dollar a year. But my

conclusion, after talking to Regina

and others, is this is a fair

resolution to a problem that just

hasn't been solved.

This space has been offered and

made available for various uses, and

over the last couple of years, it's

just not appropriate for any other

use. Nobody is interested in taking

it and bearing the cost of the

renovations that are necessary to
BOARD OF DIRECTORS MEETING

make it usable for any purpose.

And this does bring with it

$6.2 million to put the building into
compliance. And what convinced me,
is when Regina called me back after
talking to counsel, this is not a
15-year lease. It's a license and
it's cancellable should the terms,
and as I understand, if you would
confirm for me, if there is any
artist or artists -- they work funny
hours sometimes.

If it should develop that, you
know, some artists needing subsidized
space also decide to make it his or
her home, and has a little more than
the typical coffee pot in there, the
lease is terminable, and I believe
that's written right in the license.
I should say assume is written right
in there.

So, it's not the greatest
solution, because it's not a revenue
generator, but it will put space into
BOARD OF DIRECTORS MEETING

usable form and it will generate some space for Brooklyn Bridge Park.

MR. SIMMONS: We get 3,000 square feet of renovated space is some value.

CHAIRMAN STEEL: Mr. Raskin?

MR. RASKIN: I raised similar concerns, with Regina, and appreciate a similar kind of clarification about the license versus a lease obligation. But most of my comments, about this, fall in the category of where did this come from?

And I say that as someone agnostic on the merits of the proposal. Actually, it could well be we want to use space in the building for subsidized space for artists, visual and performing. It could be it is a great proposal that brings capital investment, which is usually City money, just to clarify, right?

It's a City capital investment. Not kind of new money, from a private
BOARD OF DIRECTORS MEETING

source, coming from somewhere else.

It could be that all that is valuable. But in all of these uses of space in the park, we have had an extensive public process that, you know, many of the Board members have supported and, certainly, the community has appreciated on the field house, the most obvious example, but that's an exaggerated example, right?

But on most things, you know, except for kind of the small, individual concessions, and even that we kind of saw come, and understood, and have talked about in some cases for years. And this, I hadn't heard anything about until I saw it in the Board packet in preparation for today.

I understand, in talking with various community members, part of the explanation of various updates at a Community Advisory Council meeting.
BOARD OF DIRECTORS MEETING

But still, even putting aside whether
this is a good opportunity for the
park, I am more than reluctant to
approve something that hasn't had --
that's kind of an expected long-term
engagement, whether or not for the
license, we can choose not to
exercise or whatever the appropriate
phrasing is, and would support kind
of a community process, where we give
people the opportunity to weigh in
more substantively over time.

So, I am not an expert in
parliamentary procedure. Do I have a
motion to table available to me?

CHAIRMAN STEEL: Let's hear
other people speak. Mr. Offensend?

MR. OFFENSEND: I can't comment
on the process, because you, John,
know more than I do about how this
got here. But, I am familiar with
the Spaceworks project or whatever
it's called. And I do think that if
there is sort of an oddball space,
BOARD OF DIRECTORS MEETING

that is very nice to turn into artist

studios, because I think there are

not a lot of other obvious users.

And artists are actually an

important economic backbone for

Brooklyn, and I think very much in

certconcert with the broader Brooklyn

community, and kind of what Brooklyn

stands for. So, I think it's a nice

thing, but I can't comment on it.

CHAIRMAN STEEL: We will go in

order, please. Ms. Witty?

MS. WITTY: Well, the idea of

providing space for artists, working

artists, has been on the table since

1999, 2000. It was in the original

illustrative master plan and it was,

certainly, in the general project

plan. These kinds of uses were

contemplated in many places in the

park.

As it has turned out, it has

been, I mean, it was, certainly,
talked about for the Empire Stores.
BOARD OF DIRECTORS MEETING

But, the fact that we have a
$6 million gift, here, to allow them
to go in this building, where we
don't have any other use and no other
money to build out the space, is
certainly well within what was
contemplated from the very, very
beginning for this park, of the kind
of uses that would be in the park,
anywhere they could fit, including
public access, maybe, to the studios,
which I think has also been included
in this program.

So, it sounds like it's, I
mean, in terms of a public process, I
would say it's had public process for
15 years. And like the marina, it
was something that was in the plan,
and the only question was where were
we going to have a space to put it.

And we found one here for this,
and, apparently, we have also gotten
an operator for the marina. So,
these are all things that people had
BOARD OF DIRECTORS MEETING

talked about for years and years.
And, maybe, it hasn't come up
recently. Maybe, I don't know
whether the CAC saw this or not, but
this is definitely not a new idea.

CHAIRMAN STEEL: Mr. Gutman?

MR. GUTMAN: In terms of the
longevity of the discussion of this,
I would second what Joanne said.
This was clearly something that was
contemplated, back in the days of the
LOC, which started in 1998. And it
was part of the community discussion
then, and, again, the only issue was
where would we put it.

And there were various, various
spots, that people looked at, but
none that arrived with cash, in hand,
to make it happen, as this project
has.

The second thing is, in terms
of what, if anything, to do with this
building, I mean, there have been
people, again, as part of the public
BOARD OF DIRECTORS MEETING

process, trying to figure out what,
if anything, productive could be done
with this building, forever.

I mean, when I chaired Brooklyn
Central -- what was, then, Brooklyn
Central YMCA, a million years ago,
and we were looking for a site for
the lot, before we ended up building
what is now the Dodge Lodge, on
Atlantic Avenue, we looked at this
building.

I think in terms of exploring
the options, I think the various
members of the community, with or
without involvement of this Board,
have been looking at that for, at
least, a decade or so. I don't think
we are rushing in.

CHAIRMAN STEEL: If we could
just get everyone first and then come
back. Peter?

MR. ASCHKENASY: I also sit on
the Brooklyn Public Library Board and
I want to say that DCA has been on
BOARD OF DIRECTORS MEETING

division, as best I can remember,
for, at least, ten years. And then
we have entered into three
arrangements, I believe, with
Spaceworks. And the arrangements
have been nothing but positive and
nothing but well-received by the
community, because they are really an
asset.

There is no community that
doesn't want to provide for the
artists, that they hope, will stay in
their neighborhoods. So, it has been
Spaceworks' wonderful example of
using space that, otherwise, might
sit vacant.

CHAIRMAN STEEL: Thank you.

Ms. Strahle?

MS. STRAHLE: Community Woman

Joan Millman, she has a concern with
regard to 20 hours a year, only, for
the community, and that's her real
concern. And, also, what is
affordable for the artists. Who
BOARD OF DIRECTORS MEETING

makes that decision? Do we know?

MS. MANDEL: Yes. Spaceworks

sets the fee. Twenty hours is what
they were able to commit to, upfront,
in the lease, without knowing what
their operations would be like, but
they are very much hoping to exceed
that amount.

MS. STRAHLÉ: More than

20 hours per year?

MS. MANDEL: Yes.

MS. STRAHLÉ: How much will the
artist have to pay to Spaceworks? Do
we know, what is affordable?

MS. MANDEL: I don't have those
numbers, but it is something that
Spaceworks decides, internally, and
then publishes.

MS. STRAHLÉ: We won't have any
oversight on those numbers?

MS. SMITH: Can I just? I
would like to, and like Chairman
Steel, I, probably, do have a
conflict, because it's one of the
BOARD OF DIRECTORS MEETING

agencies that my boss oversees,

Cultural Affairs. But as Peter said,

the intention is to make it available

to artists at a very affordable rate.

I think what we could do,

working with Spaceworks, is that we

can look at the range they are

contemplating, and that could be

something we could share with the

Board. But, I think the whole

intention was much-needed rehearsal

space for artists in the community.

And that's the intention, to make it

affordable for the artists.

MS. STRAHLÉ: We have no

problem with that. We just had

concerns about --

MS. SMITH: Sure. The rates.

MS. STRAHLÉ: -- and 20 hours a

year.

MS. SMITH: We could,

certainly, look at that with

Spaceworks.

MR. SIMMONS: Could you also
BOARD OF DIRECTORS MEETING

include, in what we look at the
selection process, how they choose
which artists get the space?

MS. SMITH: I think what would
be helpful, Soma and Regina, maybe,
is if Spaceworks can come in and do a
presentation?

MR. SIMMONS: That would be
nice.

MS. SMITH: As Peter said, it's
a great program.

MR. SIMMONS: I am sure it is.

MS. SMITH: Since we have been
taking spaces, that haven't been
used, and adapting them for dance
studios and visual-arts use, and, in
fact, recently, at Governors Island,
we made available two spaces.

CHAIRMAN STEEL: Mr. Connor?

MR. CONNOR: I may be initially
skeptical in looking into this, and I
will address Mr. Raskin's concern
about it suddenly showing up, it
reminded me of many years ago, the
BOARD OF DIRECTORS MEETING

last day of the legislative session,
remember things that come flying out
and you say, What is this? You ask a
lot of questions and not everything,
that passes then, is bad. Some of it
is just necessity.

And time is necessary, I
suspect, because something tells me
this $6.2 million, for this building,
has to be locked in in the next 12 or
13 days, for some reason. So, I
think that's why --

MS. SMITH: If I can just add,
it was in the adopted budget, in
June, together with the Council. In
fact, Steve Levin was very supportive
of the addition for Spaceworks. So,
I wouldn't -- I don't think it's last
minute. It's very much part of a
program that our Cultural Affairs --

MR. CONNOR: Could it be put
over for another month until
Spaceworks --

MS. SMITH: It's up to you. I
BOARD OF DIRECTORS MEETING
	have think we can, certainly, have
Spaceworks come in and do a
presentation.

MR. RASKIN: Like, I, actually,
I am not even, necessarily, saying
that I would oppose this, in the end,
once we have the conversation and
understand it better. And, you know,
I should note, and I am really quite
sincere about it, many folks, who sit
on the Board with me, have been
involved with this park for decades,
like since before I lived in
Brooklyn, and I, certainly, respect
that.

Over the course of the five
years, that I now have been, when we
have talked about the priority uses
for the little remaining space, that
is not yet programmed in the park, we
have talked about revenue generation
often, sometimes quite contentiously,
and we have talked about community
space.
BOARD OF DIRECTORS MEETING

And it just hasn't been part of
the day-to-day, present conversation
about this pressing need, from the
perspective of the Directors of the
park, to find space for artists, all
of which just to say if there was an
option to, and, again, I don't know
the parliamentary procedure, an
option to wait until we are able to,
whether it's receive a presentation,
from Spaceworks, which I think would
be valuable, and, also, get input
from the community about this
proposal, that kind of Spaceworks,
and DCA, and the park, together,
putting forward, I think that would
be helpful, and I would support
waiting and evaluating it with that
information.

MR. SIMMONS: Just one. I
would vote for it now, but I would
stipulate that they do a
presentation, that we understand.

But, I think the use of the space is
BOARD OF DIRECTORS MEETING

very -- being an artist, myself --

MS. WITTY: You are not getting

any space.

MR. SIMMONS: I have my own

space. Thank God I have a space.

CHAIRMAN STEEL: I think that,

let me see if I can be an organizer,

given the caveat describing my

position. So, what I am hearing is a

couple of perspectives. Let me try

this.

What I would suggest is that

the motion be presented and voted as

presented in the material, in

advance, with the understanding that

Spaceworks will come and make a

presentation, early next year, to

describe, in detail, what they intend

to do in the program, and they can

get input from the Board, then, about

how to shape it going forward.

That gives us the benefit of

moving forward with our ambition,

but, also, allows for engagement in
BOARD OF DIRECTORS MEETING
the future.

PRESIDENT MYER: I would add
presenting to the next Community
Advisory Committee as well.

CHAIRMAN STEEL: And presenting
to the next Community Advisory
Committee, too. So, what I would
like to do is to amend the motion, as
presented, with that, and someone
else will clean it up, just a little
bit, but you have got the words. And
so, I would like to suggest that that
motion be presented.

Would someone like to make that
motion? Mr. Kimball.

A second? Mr. Simmons.

All in favor of the motion, as
adjusted, please signify by saying
"aye."

(A chorus of ayes.)

CHAIRMAN STEEL: Opposed?

MR. RASKIN: No.

CHAIRMAN STEEL: Any
abstentions? Yes. Abstentions.
BOARD OF DIRECTORS MEETING

And, also, Ms. Smith abstaining. The
motion passes. Thank you very much.

Good.

Now, we will move on to the
third agenda item, which is the
authorization to enter into a twelfth
amendment to the funding agreement
with the City of New York. Pat
Kirshner is the park's new vice
president of capital operations,
congratulations and thank you in
advance, will present this item, and
please go ahead.

MS. KIRSHNER: Thank you,
Mr. Chairman. The twelfth amendment,
to the funding agreement, increases
the City's funding commitment, to
Brooklyn Bridge Park, by $46,850,000
from $235,111,000 for a total of
$281,691,000.

The amount of $46,850,000
consists of $6,200,000 for artist
studios, on the second and third
floors of this building, 334 Furman
BOARD OF DIRECTORS MEETING

Street, to be built in partnership
with Spaceworks, Inc., a New York
State capital allocation, from State
Senator Squadron, of $400,000, to
reimburse BBP for capital costs
relating to the pop-up pool, an
allocation of $250,000, from Brooklyn
Bridge Borough President's Office,
for public-event equipment, and the
current New York City capital budget
contains a designation of $40 million
for the continuing build-out of the
park's master plan, including the
sound dam and landscape adjacent to
Pier 2 and Pier 3, and for the
renovation of landscape and
construction of Pier 3.

These allocations are in the
City's 2014 budget and designated in
the current 2015 capital budget. We
want to thank City Hall, the Borough
President and all of our elected
officials for their continued
leadership and support in building
BOARD OF DIRECTORS MEETING

out Brooklyn Bridge Park.

The Directors are, hereby,
requested to authorize BBP to enter
into this funding agreement and to
take related actions.

CHAIRMAN STEEL: Thank you very
much. Any questions or observations
from Board members? Yes, ma'am?

MS. WITTY: Thank you for your
amazing commitment to this park. We
wouldn't be -- I mean, the idea that
we have gone from nothing, really, in
the space of such a short period of
time, to nearly completing this park,
is a tribute to the City of New York,
the Mayor taking a leadership role
and clearing the decks, really, for
us in what could be a very
time-consuming process to build
something of this scale. And we just
thank you very much, and we
appreciate it.

CHAIRMAN STEEL: The Parks
Commissioner, too, to my left
BOARD OF DIRECTORS MEETING

(indicating), deserves credit.

MS. WITTY: Thank you.

CHAIRMAN STEEL: Good. Well,
since you have said those words,
would you like to make the motion?

MS. WITTY: Sure. I would like
to make the motion.

CHAIRMAN STEEL: Made.

And is there a second?

BOARD MEMBER: Second.

CHAIRMAN STEEL: All in favor,
signify by saying "aye."

(A chorus of ayes.)

CHAIRMAN STEEL: All those
opposed? Hearing none, then that
motion is approved.

The fourth agenda item is the
authorization to enter into a
contract for general contractor
services relating to the Main Street
and John Street sections of the park.

Ms. Kirshner will present this item
as well.

MS. KIRSHNER: Thank you. The
BOARD OF DIRECTORS MEETING

proposed contract, with Kelco

Construction, is to build out the

park landscape to include expanded

parkland at the northern end of

Brooklyn Bridge Park, improvements to

the existing Main Street section and

the newly-acquired parkland at John

Street.

John Street features a tidal

slip, with bridge walkways, a lawn

and a bridge connector to Jay Street.

Main Street will expand the main

lawn, add a new dog run and an active

bouldering area for people of all

ages, all as a result of extensive

community review during the

conversion process.

Kelco Construction was

selected, through a

competitive-bidding process, because

they scored highest in terms of

relative experience, quality proposal

and cost. The proposed,

not-to-exceed contract price is
BOARD OF DIRECTORS MEETING

$11,165,483.

BBP's allowance of 300,000 and
a contingency of -- allowance of
300,000 brings the total to
$581,052,000 [sic] -- brings the
total cost to $12,046,490. Oh, you
know, it's $481,052 [sic]. I had my
commas in the wrong place.

The Directors are, hereby,
requested to authorize BBP to enter
into this contract.

CHAIRMAN STEEL: Great. Any
questions or comments on this? Yes,
ma'am?

MS. HANDY: So, I note you
have, here, the MWBE participation.
Could you tell me how that's factored
in and what were the results of that
in this?

MS. KIRSHNER: We make efforts
to meet the participation goal of 20
percent of the total dollar value of
all our construction.

MS. HANDY: Does this contract
BOARD OF DIRECTORS MEETING

advance that?

MS. KIRSHNER: Yes. These all conform to that.

MS. HANDY: I am not clear on that. They all conform?

MS. KIRSHNER: All of the contracts request that they have to make their -- to meet that participation goal.

MS. HANDY: Is that by subcontractors?

MS. KIRSHNER: It's the subcontractors, the labor and suppliers.

CHAIRMAN STEEL: And that's a requirement?

MS. KIRSHNER: That's a requirement, State requirement, and we meet all of those guidelines.

PRESIDENT MYER: At this point, we have exceeded $225 million in capital construction, and our percentage, of MWBE, has exceeded 20 percent, and it has been closer to
BOARD OF DIRECTORS MEETING

25 percent.

So, as a new Board member, I can fully brief you on that, you know, on a one-to-one, if you want more information.

MS. HANDY: Sure. That would be good, because it's a question I would have for the other contracts, because there is the statement, in your RFP process, MWBE participation is a factor. And then there are the requirements, so they are two kind of separate aspects of MWBE.

PRESIDENT MYER: Excellent.

CHAIRMAN STEEL: Perfect.

Thank you very much. Any questions?

Is there a suggested motion to be made?

Thank you. Second?

All in favor, signify by saying "aye."

(A chorus of ayes.)

CHAIRMAN STEEL: All those opposed? Hearing none, that motion
BOARD OF DIRECTORS MEETING

passes, too.

And, now, I believe we are on
to the fifth agenda item, which
Ms. Kirshner will continue her record
and present, also.

MS. KIRSHNER: The proposed
contract, with Salco Construction, to
renovate the former DEP,
water-testing facility, which we are
now calling the Plymouth Street
Building, includes demolition, new
facades, much-needed restrooms, an
environmental education center, to be
operated by the Conservancy,
community meeting space, as well as
additional space for BBP's
operations.

The project, designed by ARO
Architects, will upgrade the building
and provide a light-filled entryway
into the new public space. Salco
Construction was selected, through a
competitive-bidding process, because
they scored highest in terms of
BOARD OF DIRECTORS MEETING
relative experience, quality proposal
and cost.

The proposed, not-to-exceed
contract is $3,624,581. BBP's owner
allowances of $10,000 and a
contingency of $214,018 bring the
total cost to $3,848,599.

The Directors are, hereby,
requested to authorize BBP to enter
into this contract.

CHAIRMAN STEEL: Thank you very
much. Do any Directors have any
questions, or comments, or any
discussion with regard to this
resolution? Yes, ma'am?

MS. HANDY: Okay. So, the same
question regarding MWBE
participation.

MS. KIRSHNER: Yes. This
contract, also, conforms to the goal
of 20 percent.

MS. HANDY: I know construction
companies do this, but is there any
relation to between Kelco and Salco?
BOARD OF DIRECTORS MEETING

MS. KIRSHNER: Not that we know.

MS. HANDY: Other than the "co" at the end of the name?

MS. KIRSHNER: Exactly.

MR. SIMMONS: Good question.

MS. KIRSHNER: There are a lot of "cos" out there.

CHAIRMAN STEEL: Good. Is there a motion as presented? So made. Thank you very much.

Second? Thank you.

All in favor, signify by saying "aye."

(A chorus of ayes.)

CHAIRMAN STEEL: All opposed?

Hearing none, then we will move on to the sixth item, with regard to an amendment on the contract that we currently have with Turner Construction.

MS. KIRSHNER: Thank you. The proposed contract amendment, with Turner Construction Company, is to
BOARD OF DIRECTORS MEETING
provide construction management services. The existing contract was to provide construction management services for Pier 2 and Pier 3 upland and greenway. This amendment will add work at the remaining section of Pier 6 continuing the 2011 landscape.

The project, designed by Michael Van Valkenburgh & Associates, includes the installation of a seasonally-vibrant, perennial garden, a network of lawns, bordered by shade plantings with seeding, and an extension of the pier's 30-foot wide exterior promenade.

BBP attempts to raise funds for the construction of a proposed shade structure, at the end of the pier, designed by Bjarke Ingels Group, which is not included in this scope.

Turner has undergone a competitive-procurement process for the various construction trade scopes. The proposed guaranteed
BOARD OF DIRECTORS MEETING
maximum price for the project is
$12,216,763 and includes a three
percent construction contingency,
general conditions insurance and
bonds.

BBP proposes to hold an
additional five-percent, owners
contingency, of $610,838, and an
owner's allowance of 344,402,
bringing the total contract price
authorization to $13,172,003.
The Directors are, hereby,
requested to authorize BBP to amend
this contract by $13,117,003, from
the current limit of $46,403,250 to a
new total of $59,575,252.

CHAIRMAN STEEL: Great. Thank
you very much. Any questions on this
as presented?

MS. HANDY: This is a little
different one. Turner's
competitive-procurement process, do
we know, was that competitive a
sealed bid or was it an RFP?
BOARD OF DIRECTORS MEETING

MS. KIRSHNER: Sealed bid.

CHAIRMAN STEEL: Thank you. A question? If not, is there a motion as to Item 6? Thank you. So made.

Second?

All in favor, certify by saying "aye."

(A chorus of ayes.)

CHAIRMAN STEEL: All those opposed? Hearing none, that motion passes, also.

And the seventh item, and, also, thank you, Ms. Kirshner. The seventh item, on today's agenda, is the authorization to enter into a concession license for the Pier 2 skating rink. Dave McCarty, the park's real estate project manager, will present this item to us today.

Mr. McCarty?

MR. McCARTY: Thank you. The Pier 2 roller rink will be located at the newly-constructed Pier 2, which is scheduled to be completed by
BOARD OF DIRECTORS MEETING

Spring 2014. Located along the north side of the pier, under a portion of the new roof structure, the rink will measure 180 feet long by 75 feet wide, and will be used for roller skating, roller hockey and specialty events.

In September 2013, BBP released a request for proposal to find a concessionaire to oversee the operations and security at the rink, rent skating equipment and manage the rink's schedule, to allow for a mix of public skate time, recreational league play and special events.

An information session was held in October, which drew 15 potential respondents. Responses were due on November 18, 2013, and BBP received one response from a team led by United Skates of America, Inc. A selection committee was comprised of staff from BBP, the Department of Parks and Recreation.
BOARD OF DIRECTORS MEETING

After reviewing the proposals
and interviewing the responding team,
the selection committee unanimously
decided to recommend entering into a
license agreement, with United
Skates, to operate the Pier 2 roller
rink, based on their extensive
operating experience, considerable
financial capabilities and
high-quality and suitability of their
planned operations.

United Skates is the largest
operator of roller rinks in the
country, operating 19 rinks in 11
states. They also successfully
operated the pop-up roller rink at
the High Line in 2012.

BBP is now requesting
authorization to enter into a license
agreement, with United Skates, for
the operation of the Pier 2 roller
rink, for a term of five years with
three, one-year extension options.
Pricing will range from $5 to $8 for
BOARD OF DIRECTORS MEETING

skating admission and $6 for skate rentals.

Several free skate periods will be available, each week, allowing for free admissions to the rink. License fees will be the higher of $18,000 per year in guaranteed annual minimum rent or five percent of gross sales. The rink's opening is scheduled to coincide with the opening of Pier 2.

The Directors are requested to authorize BBP to enter into a license agreement, with United Skates of America or a related entity, and take related actions.

CHAIRMAN STEEL: Thank you very much. Any questions that people have with regard to this proposal? Yes, sir, Mr. Connor?

MR. CONNOR: Yes. Is there any experience basis for guessing what gross revenues might be or is the arrangement, here, because we don't really know?
BOARD OF DIRECTORS MEETING

MR. McCARTY: They are estimating around $400,000 a year of gross revenues.

CHAIRMAN STEEL: Mr. Raskin?

MR. RASKIN: I am curious about the winter version of what we are talking about. The last MOU, among Senator Squadron, Assembly Member Millman and the City, included, I think, provisions for ice skating, which I think is not discussed here. So, before approval, I wanted to check if that is part of the same plan, same upgrade, a different plan? Where are we in the status of that, I am just kind of asking for that in the context of the summer version we are discussing today.

MR. McCARTY: The current intention is that this will only serve during the summer and spring seasons and will not be converted to ice in the winter. The reason for that, is bringing utilities out to
BOARD OF DIRECTORS MEETING

Pier 2 is a very expensive proposition and one that proved unfeasible for a few other reasons.

It's still the intention of Brooklyn Bridge Park to look at the area, under the Brooklyn Bridge Plaza, when DOT is finished with their work, to potentially add a seasonal, ice-skating rink in that location.

MR. RASKIN: Do we have a planned end date, from the City, on Brooklyn Bridge construction finishing?

PRESIDENT MYER: I think it has been extended, as many of us know. I don't know if they have a planned end date. I think, the last I have heard, is sometime in 2017.

And the only thing I would want to add to David's comment is there is nothing -- in our construction of Pier 2, we have been careful not to preclude the possibility of ice if we
BOARD OF DIRECTORS MEETING

can figure out the utilities. The
big nuts are where the Zamboni goes
and power.

So, those are still things we
can work toward. But right now, I
think we are thrilled to get this
great company, United Skates of
America, up and running, to have this
great spring, summer, fall activity
in the park.

CHAIRMAN STEEL: Perfect. Any
other questions? Is there a motion,
please, as presented? Thank you.
Made.

Second? Thank you.

All in favor of the motion to
enter into a license agreement, with
the United Skates of America, for the
operation of Pier 2 -- I was waiting
to say that -- roller rink, please
signify by saying "aye."
(A chorus of ayes.)

CHAIRMAN STEEL: All those
opposed, "nay." Hearing none, that
BOARD OF DIRECTORS MEETING

motion passes unanimously.

And, now, we are moving on,

with David, to the next item, which

is Item 8, with regard to the

authorization to enter into a

concession license agreement, with

Ample Hills Creamery, for the Pier 5

concession building and authorization

to take related actions. David?

MS. MANDEL: The Pier 5

concession is located in a

prefabricated concrete structure, on

Pier 5, at the western tenements of

Joralemon Street. The premises

consists of, approximately,

450 square feet of kitchen-service

area, with two sliding-glass,

customer windows, an employee

restroom and a small storage room.

Ample Hills Creamery, a

Brooklyn-based, ice-cream company,

operated at the Pier 5 concession

this past year, on an interim basis,

serving ice cream, sports drinks,
BOARD OF DIRECTORS MEETING

bottled waters and snacks.

In September 2013, BBP released a request for proposals to find a longer-term tenant for the space. In addition to the Pier 5 concession building, the RFP also allowed for the operation of mobile vending carts at two locations in the park. One on Pier 1 and one at Empire Fulton Ferry.

An RFP information session was held in October 2013, which drew 15 potential respondents. Responses were due on November 18th and BBP received proposals from seven responding teams.

A selection committee was comprised of staff from BBP and the Department of Parks and Recreation. After reviewing proposals and interviewing respondent teams, the selection committee unanimously decided to recommend entering into a license agreement with Ample Hills,
BOARD OF DIRECTORS MEETING

based on their active financial
offer, extensive operating
experience, considerable financial
capabilities and the high quality and
suitability of their planned
operations.

Ample Hills is a Prospect
Heights-based, ice-cream manufacturer
and retailer. They have been voted
the best ice cream in New York City
by Zagat, Village Voice and New York
Magazine. The location opened on
Vanderbilt Avenue and Prospect
Heights, in 2011, and has quickly
become a neighborhood favorite.

BBP is requesting authorization
to enter into a license agreement,
with Ample Hills, for the Pier 5
concession, for a license term of
five years with three, one-year
extension options. Ample Hills will
offer ice cream, drinks and snacks
throughout the season and, in
addition, plans to expand their menu
BOARD OF DIRECTORS MEETING

and operating hours to be open for
breakfast.

License fees will be the higher
of $43,000 per year in a guaranteed
minimum rent or ten percent of gross
sales. The Directors are requested
to authorize BBP to enter into a
license agreement, with Ample Hills,
and take related actions.

CHAIRMAN STEEL: Any questions
or comments about this proposal as
presented?

MR. CONNOR: I think that was
an ample explanation.

CHAIRMAN STEEL: The record has
that. And too, I think in case you
didn't hear, this is a Brooklyn-based
company as you might remember, and
it's exciting to see the success of a
local company, and to contribute to
it by having them in our park.

Would anyone like to make the
motion?

MS. WHITE: I would.
BOARD OF DIRECTORS MEETING

CHAIRMAN STEEL: Good.

And then a second?

BOARD MEMBER: Second.

CHAIRMAN STEEL: All in favor

of Ample, please signify by saying

"aye."

(A chorus of ayes.)

CHAIRMAN STEEL: All those

against Ample, signify by saying

"nay."

There are none, and so that

motion passes, also.

MR. SIMMONS: We have ample

votes.

CHAIRMAN STEEL: Good. And

then we move, with alacrity, to the

next item which is the ninth item,

which is the authorization to enter

into a concession lease for the Pier

5 marina. Mr. McCarty, if you could

give this to us, that would be great.

MR. MCCARTY: Increasing public

access to the waterfront has been one

of Brooklyn Bridge Park's defining
BOARD OF DIRECTORS MEETING

goals since its inception. One

integral addition to this effort is

the Pier 5 marina, which was approved

under the park’s 2005 general project

plan.

CHAIRMAN STEEL: I’ll call your

attention over here.

MR. McCARTY: You also have

printouts, in front of you, of both

of these images as well. The marina

site consists of, approximately,

320,000 square feet of lands under

water. It is bounded by Pier 4 to

the north, the Picnic Peninsula to

the east, Pier 5 to the south and the

East River to the west.

The site is currently permitted

by the Army Corps of Engineers and

the New York State Department of

Environmental Conservation for the

development and operation of a

186-slip marina with two fixed,

wave-attenuation walls.

In September 2013, BBP released
BOARD OF DIRECTORS MEETING

a request for proposals for the
development and operation of the
Pier 5 marina. An information
session was held in October, which
drew more than 30 responding teams.
Responses were due in November, and
BBP received responses from three
teams.

A selection committee,
comprised of BBP staff, New York City
Economic Development Corporation and
the Department of Parks and
Recreation, reviewed the proposals
for the three responding teams. BBP
also solicited input from Michael Van
Valkenburgh & Associates to ensure
the marina’s design is
well-incorporated into the park’s
broader design.

A public presentation was held,
at a Community Advisory Committee
meeting and a CB2 Parks committee
meeting, in November 2013, outlining
the design elements of each proposal
BOARD OF DIRECTORS MEETING
for public reviewing and comment.
In addition, a public design
workshop was held, with the CAC, to
further discuss the proposed design
and programming concepts. The public
feedback, received during these
sessions, was extremely valuable to
BBP's selection committee as they
evaluated responses.

After extensive review, the
selection committee unanimously
recommended that BBP enter into a
lease with a team led by Edgewater
Resources. Edgewater Resources is a
multidisciplinary, marine design,
development and management company
They have extensive national
and international experience with all
aspects of marina development,
including marina design, coastal and
civil engineering, project finance,
construction management and marina
operations.
BOARD OF DIRECTORS MEETING

The team recently completed a 1,000-slip marina along Lake Shore Drive, for the Chicago Parks district, and is actively developing projects in the Midwest, Northeast and Caribbean.

The lease will have a 30-year term commencing at the date of the lease execution. Annual rent will be $325,000 per year upon stabilization with stipulations. Payments to the park will also include PILOT and percentage rent based on annual gross revenue.

The proposed marina design allows to 120 slips on four main floating docks, which one serves as a community-boating program. BBP will continue to work, with the CAC, to further refine the Edgewater design and community-boating program in the coming months. Edgewater will donate, at least, two percent of annual revenues, from the marina, to
BOARD OF DIRECTORS MEETING

a newly-formed, not-for-profit entity
that will run the community-boating
program.

The community-boating program
will partner with local
organizations, including Brooklyn
Kayak Guides, run by Tom Potter,
Harbor Camp, which is sponsored by
the Metropolitan Waterfront Alliance,
and run by Carter Craft, and a
sailing program with curriculum,
designed by Dawn Riley, an America's
Cup winner. Edgewater will, at its
cost, make available a fleet of 23
boats for use by the
community-boating program.

The Directors are requested to
authorize BBP to enter into the
lease, with Edgewater Resources or a
related entity, and take related
actions.

MR. KIMBALL: The Audit and
Finance Committee met a few days ago,
to review the staff recommendation,
BOARD OF DIRECTORS MEETING

and we were comfortable with this,
and, also, did due diligence on the
next-best alternative.

And I think the
community-boating element, to
Edgewater's proposal, is one that put
them over the top. We are
comfortable with the lease terms, the
revenue being on par with what we
expect, but the community-boating
option is what put them on the top.

Anything else?

MR. GUTMAN: No. I agree.

CHAIRMAN STEEL: Yes, ma'am,

Ms. Witty?

MS. WITTY: I have two
questions. One is, what we see here
has been permitted?

MR. McCARTY: What you see
there is a modification of the
permitted design. So, there is a
permitted design for the marina.

This team has chosen to pursue -- to
slightly modify that permit, through
BOARD OF DIRECTORS MEETING

the Army Corps and DEC, which they
will do that at their own costs and
their own time.

But to the extent to which that
could not be altered, there is an
existing permit that is somewhat
similar to that.

MS. WITTY: And it includes the
attenuation?

MR. McCARTY: The
wave-attenuation fences, that you
see, the two of them are actually
very similar, almost identical to
what is currently permitted. It's
just the layout of the slips and the
orientation of the docks that is
slightly different.

MS. WITTY: And is this going
to be the only boating program in the
park?

MR. McCARTY: This is not
intended to replace the existing
boating program that has been taking
place over on Pier 2, and it
BOARD OF DIRECTORS MEETING

certainly won't be, to the extent to
which there is future boating
opportunities in the park, this is
not going to swallow all of them.

MS. WITTY: It is not meant to
be exclusive?

MR. MCCARTY: Not this one.

MS. WITTY: And they know that?

PRESIDENT MEYER: Absolutely.

And to that end, and we will talk
about that in the President's report,
we're nearly finished with the beach,
which provides new public access, at
Pier 4, for the kayak program. So,
we are fully continuing everything
else.

CHAIRMAN STEEL: Mr. Merkel?

MR. MERKEL: I want to say,
first, this seems fantastic.
Congratulations on getting to this
point. I did have a question about
the reference to two percent of the
gross revenues going to a
newly-formed, not-for-profit that
BOARD OF DIRECTORS MEETING

will run the community-boating program.

And my question, mainly, has to do with the corporation's ability to oversee and designate or redesignate that not-for-profit unless we know who it is.

And if you could elaborate, somewhat, as to how that is going to work, and how will the corporation be able to influence and oversee the community-boating program, as well as the designation of the not-for-profit.

MR. McCARTY: Sure. So, with respect to the community-boating program, incorporated into the lease documents, that we negotiated with Edgewater, are very firm commitments on what the boating program will, at a minimum, entail.

So, it will include, as an example, kayaking-instruction, guided tours, and they have committed to
1 BOARD OF DIRECTORS MEETING
2 150 hours of free instruction, on an
3 annual basis, for that. So, those
4 sorts of commitments, and there is
5 one for sailing, youth sailing and
6 kayaking, that is worked into the
7 lease, as is the two percent
8 revenues.
9
10 With respect to the
11 not-for-profit entity, the current
12 understanding is that Brooklyn Bridge
13 Park Corporation will appoint one of
14 the Board members and then the other
15 Board members will be appointed by
16 the entity, the Edgewater Resources
17 entity, as well as, potentially, a
18 member at large.
19
20 MR. MERKEL: So, we will not
21 have the right -- if we are not happy
22 with how it’s going, we will not have
23 the right to redesignate or to change
24 who runs the community boating, the
25 not-for-profit?
26
27 MR. McCARTY: The intention was
28 that the proposal, that was put
BOARD OF DIRECTORS MEETING
forward with respect to community
boating, would be codified in the
lease documents, and that any changes
to that would have to be -- would
require BBP's approval before they
could be altered.

MR. MERKEL: Is a failure to
comply with the community-boating
program specifications, is that a
default under the lease?

PRESIDENT MYER: Yes.

MR. MERKEL: So, there is full
resource if it doesn't meet
expectations in that regard?

MR. McCARTY: Yes, sir.

CHAIRMAN STEEL: Good.

Mr. Connor?

MR. CONNOR: Any estimate -- I
see the $325,000 ground rent plus
PILOT. Any estimate of what are we
looking for or anticipating in terms
of revenue for PILOT?

MR. McCARTY: For PILOT, it's
very difficult to say, because there
BOARD OF DIRECTORS MEETING

are very few privately-owned marinas, in the City, that pay PILOT. The best guess, from Edgewater, is that it would run, roughly, $50,000 a year within terms of PILOT. But as we have seen, it's difficult to estimate.

MR. RASKIN: Continuing

Mr. Connor's question, do we have a broader estimate? There are a few sources of revenue in here, including the PILOT and the ground rent, but also, anyway, I am not quite looking. Do we have an overall estimate for the revenue generated by the marina?

MR. McCARTY: The current estimate is that it would be $325,000 a year at stabilization, and in addition do that, the PILOT. There is also the potential for a percentage rent, but given current projections, we think that it would be minimal or nonexistent to the extent to which it outperforms
BOARD OF DIRECTORS MEETING

current expectations, we have the
potential to share in that upside.

MR. RASKIN: Either way, am I
correct, that this exceeds our
original expectations for revenue
generated by a proposed marina?

PRESIDENT MYER: You are
correct.

MR. RASKIN: I remember being
revenue-neutral or it was small. So,
I note that, of course, and my bias
toward a discussion that is ongoing,
at least, I believe so, about Pier 6
development and revenue sources for
the park. I just want to note, in
that context, we have a little fun,
back and forth, about that every
time.

CHAIRMAN STEEL: Just to note,
before you make that comment, let me
just say congratulations to the
management for organizing a project
that is superior to the results. And
before you start spinning it, let's
BOARD OF DIRECTORS MEETING

say thank you for organizing it, just
so we can all play an appropriate
role in the play.

MR. RASKIN: I thought,
mistakenly, that that was implied,
but you make a good point.

CHAIRMAN STEEL: It wasn't.

MR. RASKIN: Exactly.

MR. McCARTY: I think we also,
we are excited about it, too. I
think it speaks to how successful
Pier 5 has been, in addition to be
able to attract marina developers,
from across the country, to come and
be interested in our little marina.
They also did so with substantial
financial commitments as well.

MS. WITTY: I think it's also a
testament to the fact that we were
able to build a park, first, that
allowed all of our concessions and
everything else we are doing here,
has increased in value as a result of
this spectacular park, that was built
BOARD OF DIRECTORS MEETING

first. So, again, thank you for
allowing that to happen.

CHAIRMAN STEEL: Good. Any
other comments? Yes. Ms. Handy?

MS. HANDY: This is just a
process question. As a new Board
member, I would like to just
understand the process.

For example, we have agreed, by
this December 17th letter here, I
just want to know if, during the
public presentation, the public
design workshop, the concerns, that
were raised in this letter, were part
of the dialogue and discourse and the
factors that were addressed in the
selection process?

MR. McCARTY: They definitely
were. As I mentioned, it's very
valuable to get the community's input
on these sorts of processes. They
understand the park very well, at
this point, in addition to the fact
that a significant amount of the
BOARD OF DIRECTORS MEETING

feedback we received was incorporated
in this design that you see here.

They did have a chance to go
back and refine it. We also look
forward to a continued dialogue with
the community, over the next few
months, as they move from what is a
very conceptual plan to a much more
detailed and executable plan.

CHAIRMAN STEEL: Thank you very
much. I was going to mention, before
the vote, that we had a letter
speaking to the issue. So, now,
everyone has had it recognized. It
was distributed in advance.

Mr. Gutman?

MR. GUTMAN: Again, as part of
the institutional memory of the
process, I would also add that the
marina was part of the original plan,
that was created by wide-open,
community input, in 1998 and 1999,
and memorialized in 2000. I, for
one, never thought that we would
BOARD OF DIRECTORS MEETING

actually see it.

And I would second what others
have said about this being a
testament to the extraordinary park,
that is being built, and the
extraordinary efforts of our park
staff, that not only got
economically-viable proposals,
multiple, economically-viable
proposals to build the marina -- it
was just a dream back then -- but
that it's actually throwing off
revenue we never thought we would
see.

CHAIRMAN STEEL: Yes, sir,

Mr. Connor?

MR. CONNOR: Being older, I
will add to that memory. I remember
a proposal for a stand-alone marina
that went way back beyond that. And
I do believe, in the original thing,
advanced by what was then, I guess,
called the Coalition, which became
the Conservancy, there was -- Tony's
BOARD OF DIRECTORS MEETING

nodding (indicating).

We talked about a marina then, but it was a dream. Everybody kept saying, It will never happen. We can't afford it. Whatever. So, it's a happy day that there is something real on the table now.

CHAIRMAN STEEL: Good. So, any other comments? Then I might invite those, with the institutional memory, to propose the motion, Mr. Gutman.

And to second?

MR. GUTMAN: So moved.

CHAIRMAN STEEL: And to second?

BOARD MEMBER: Seconded.

CHAIRMAN STEEL: The motion is on the table and seconded. All in favor, signify by saying "aye."

(A chorus of ayes.)

CHAIRMAN STEEL: All those opposed, "nay"? Hearing none, then the motion is approved.

And so, now, we move into the tenth item, which is the approval of
BOARD OF DIRECTORS MEETING

the appointment of new members to
Audit and Finance, and then the
budget and operations of the
governance committees of the
corporation. The bylaws, of the
corporation, require that Board of
Directors approve the Chairman's
appointment of each committee member.

And what I would like to
suggest is that we appoint Directors
Merkel and Cohen to the Audit and
Finance Committee to fill the seats
vacated by Directors Wambua and
Davidson. And I would also would
suggest appointing Director Gutman to
the governance committee, as its
Chair, to fill the seat vacated by
Director Contini.

And if people have impressions
or comments, I would be happy to
entertain them. And if not, then we
will make a motion to approve these
committee appointees as suggested.

MR. CONNOR: So moved.
BOARD OF DIRECTORS MEETING

CHAIRMAN STEEL: Second?

MR. KIMBALL: Seconded.

CHAIRMAN STEEL: All in favor, signify by saying "aye."

(A chorus of ayes.)

CHAIRMAN STEEL: All opposed?

Probably just the people that were appointed, so we won't ask for that. And so, that motion passes, also.

Thank you in advance, Directors Merkel, Cohen and Gutman, for your additional service. We are most appreciative.

So now, we will move on. We have, today, a new item for the agenda and the materials were distributed to you today. They should be at your place, with regard to an authorization to enter into an easement and license agreement with Safdi Plaza Realty.

Mr. Lowin, the park's vice president of real estate, will present this item to us. Mr. Lowin?
BOARD OF DIRECTORS MEETING

MR. LOWIN: Thank you. The Pearl Street stub is a piece of property that measures, roughly, 50 feet by about 165 feet. It is located adjacent to the John Street section of the park and, also, adjacent to the John Street development site, and runs along John Street, over here, and is adjacent to the 10 Jay Street building, which is not part of the park. It's privately owned.

It is currently occupied by Safdi Plaza Realty, who are the owners of 10 Jay Street, and they use it for parking as well as access to their loading docks, which are located along this facade right here (indicating).

Ownership of the stub is disputed. It is not a mapped City street. It is also not on the City block-and-lot tax map as a private piece of property. Both, the owners
BOARD OF DIRECTORS MEETING

of 10 Jay Street and the City of New York, claim ownership of the stub. The stub was included in the master lease between the City and Brooklyn Bridge Park and BBP.

However, because of the dispute, any attempt, by BBP, to build it out, as parkland, would likely face a lawsuit from the adjoining owners, which would, at least, delay our ability to complete construction in a timely manner.

If the ownership issue were cleared up, BBP could include it in the park, which would greatly enhance the design of John Street by adding, approximately, 8,250 square feet of new parkland.

It would also improve circulation by widening the area between the area adjacent to Pearl Street and the water, and provide additional park entrance through Pearl Street, and improve the
BOARD OF DIRECTORS MEETING

property immediately adjacent to the
John Street development site.

In order to accomplish these
goals, BBP has negotiated the
transaction, that I am going to
describe, to further enjoy the
benefit of the public of using the
park.

The deal proposed would
alleviate the owners of concern by
having 10 Jay Street produce a
quitclaim deed on the stub. In
addition, Safdi would license, to
BBP, a 1,200 square-foot area, where
a small loading bay juts out, for
park use, which is the area you see
right over here (indicating).

Finally, Safdi would also take
on the responsibilities to construct,
at their own expense, approximately,
9,000 square feet of parkland
immediately adjacent to the building,
saving Brooklyn Bridge Park,
approximately, half a million dollars
BOARD OF DIRECTORS MEETING

in construction costs. That would
cover the area over here (indicating)
and kind of coming around over here
(indicating).

In exchange, Safdie would get
easements, which would allow them to
access, temporarily, to Pearl Street
and the northern facades, during
construction, to renovate it to
residential use, which is allowed
under their current zoning.

They would also have a light
and air easement to allow the
residential to have legal windows on
these facades. They would also be
allowed to have an outdoor seating
terrace, immediately adjacent to
their building, which would serve a
potential, ground-floor restaurant
tenant, and be allowed to have a
residential access on the Pearl
Street stub. The seating area would
be over here (indicating) and the
access would be along over here
BOARD OF DIRECTORS MEETING
(indicating).

In order to ensure that the proposed deal would satisfy light and air requirements, Safdi would have until January 31, 2014 to go before DOB for a pre-con ruling on this issue. The approval to enter into this agreement would expire after that date.

Brooklyn Bridge Park is requesting authorization to enter into the transaction, I just described, with Safdi Plaza Realty, and to take related actions.

CHAIRMAN STEEL: Any questions for Mr. Lowin? Yes.

MS. WITTY: Is 10 Jay Street, now, a residential building?

MR. LOWIN: 10 Jay Street is a commercial building, but in the DUMBO rezoning, of about two years ago, it was converted to mixed-use zoning, which would allow residential conversion.
BOARD OF DIRECTORS MEETING

CHAIRMAN STEEL: Yes.

Mr. Offensend?

MR. OFFENSEND: Pardon my ignorance. I don't know what a quitclaim deed is. What will happen to the basic stub, itself?

MR. LOWIN: I am going to let Ms. Mandel talk about the legal terms.

MS. MANDEL: A quitclaim deed is a deed that doesn't actually make any sort of representation about whether or not they own the property, but what it is saying, is that whatever they have, they are giving to the City.

MR. OFFENSEND: Okay. So, basically, you are saying that property will, effectively, become property of the City and, therefore, the park?

MR. LOWIN: Right.

MR. CONNOR: Without a dispute, since the City claims it anyway.
BOARD OF DIRECTORS MEETING

MR. OFFENSEN: Right. Right.

Right.

MR. LOWIN: Right now, two entities are claiming ownership. By this, one of them is renouncing ownership.

MR. OFFENSEN: As a result, then, what would the park, potentially, do with that stub, or asked a different way, in the future, could the park kind of decide to do almost anything it wants with that stub?

MR. LOWIN: Sure. So, there is a couple of things we plan on doing. As I mentioned before, one of the things we want to do, as you can see, the stub kind of goes to here (indicating) and narrows the access over here (indicating).

We would like to use the area, that is about 50 by 50, over here (indicating), to alleviate and create a more generous -- increase the lawns.
BOARD OF DIRECTORS MEETING

and pathways.

MR. CONNOR: The green space?

MR. LOWIN: Yeah, but then from Pearl Street, as described in the GPP, we would like to create another entrance into the park along Pearl Street.

CHAIRMAN STEEL: So, the compromise, here, is, there is a dispute, that we could all contentiously litigate, or whatever, but instead, the solution, to the west, would be made parkland. There would be access, and then the owner of the building would get the options and benefits that he described, and so that's the resolution proposed.

MR. OFFENSEND: Sounds like a good proposal.

MR. CONNOR: Very reasonable.

CHAIRMAN STEEL: Any questions?

Mr. Raskin?

MR. RASKIN: My understanding is there are various lawyers,
BOARD OF DIRECTORS MEETING

including some we don't even know

about, have been working on this.

So, I just want to express

appreciation at this time.

PRESIDENT MYER: And I think I

need to usually inject, John, I would

like to say, at least three different

divisions of the New York City Law

Department, City Hall, led and

coordinated by Suma and David, got us

to this point this morning.

And I let many of you know, and

I thank all of them, because this was

a very complicated discussion, that

spanned many months and had many

frustrations.

CHAIRMAN STEEL: We are at a

point, now, where there is a proposal

to move ahead. And my suggestion

would be, when it was described to

me, I think it is a good compromise.

And while there might be a path

that could be superior, who knows.

You take the risk in expensive
BOARD OF DIRECTORS MEETING

litigation. This seems to be a reasonable resolution. So, therefore, is a motion suggested?

Would someone like to make it? Made.

Seconded?

All in favor, signify by saying "aye."

(A chorus of ayes.)

CHAIRMAN STEEL: All those opposed? There are none and the motion passes. Thank you, very much, and that's exciting progress for sure.

MS. WITTY: Congratulations, guys.

CHAIRMAN STEEL: That concludes the voting issues of the meeting. And now, we will have the President's report followed by comments from the public.

PRESIDENT MYER: I opted to do this final President's report of 2013 in slides, because we have had such an incredible banner year at Brooklyn
BOARD OF DIRECTORS MEETING

Bridge Park. So, this is a slight year review and then, obviously, we will look toward the future.

We started, at the very end of 2012, opening Pier 5, which was an incredible experience for us to finally have active recreation at Pier 5. And so many kudos to Jeff Sandgrund and the operations team for getting this underway and, also, doing a fabulous job permitting it.

He has balanced a tremendous amount of competing interests to get this field used as much as possible.

Here (indicating) is the Brooklyn LaCrosse team. And here (indicating) is, I am so proud that St. Francis is now using them as their home field for soccer. The Picnic Peninsula, you know as well, has proved to be an incredible, great area for barbecuing right outside our door.

And, of course, we opened Squid
BOARD OF DIRECTORS MEETING

(phonic) Bridge, in March, which proved to be a wonderful new connection to northern Brooklyn Heights, a direct connection to the A train and to the Brooklyn Heights promenade.

Here is our new dock at Pier 2, which was funded with funds from the City Council, which expanded our boating program this summer. A tremendous amount of events and programming, mostly led by our wonderful partner, the Brooklyn Bridge Park Conservancy, Books Beneath the Bridge, Sci-Fi Movies with a View, the Orchestra Of St. Luke's and Sailing Under the Manhattan Bridge are only some of the highlights. You all know how much goes on here in the warmer weather.

We had some new park concessions. All of them proved to be successful this summer.

Fornino's, No. 7 Sub, Luke's Lobster.
BOARD OF DIRECTORS MEETING

Public art continued to enrich the park experience. We continued with the Public Art Fund, with the Oscar Tuazon program, and we hope to be working further with them. This is a Tom Fruhling piece, a DUMBO artist and, of course, Ship of Tolerance by the Kabakovs.

We also had some great things happen just a few months ago. This was the groundbreaking at St. Ann's, at the Tobacco Warehouse, which was the result of a lot of hard work, by many people, in this room. We are so thrilled to be moving forward with the construction of the Tobacco Warehouse.

We opened Pier 3, also, just a month ago. This was this wonderful marching band that the Conservancy helped us put together. This finally opened our full greenway from Pier 6 to Pier 1. So, we, now, have full path parkways through the length of
BOARD OF DIRECTORS MEETING

the park.

Of course, there is still more
to come. This is our phasing plan,
which so many of you were present,
and there is still more going on. Of
course, you know the development is
moving forward at the Pier 1
development site.

This is the joint venture of
Toll and Starwood, which is slated to
open at the end of 2015. As David
mentioned, we negotiated the deal,
with Alloy, for the John Street site.
This project, now, is in design. And
David, of course, talked, earlier,
about the Pearl Street stub, which is
just immediately to the left of the
new building. And then Empire Stores
will be breaking ground, on
foundation improvements, immediately
after the new year.

Construction is moving ahead.

I wanted you all to see exactly where
we were with the roller rink, so you
BOARD OF DIRECTORS MEETING

can get a sense of the wonderfully
massive scale at Pier 2. This is the
roller rink (indicating). We are so
excited to get this activity under
way. They will be providing a really
activated space through the new
concessionaire you approved.

And then another part of
Pier 2, that I don't think we have
discussed a lot, is that at the very
end is an Astroturf play field, that
we really hope will be an area of
great spontaneity at the end of the
pier. This will be a fantastic space
that I can't wait to take you out to
when the snow has cleared.

We are building a beach at
Pier 4. It also includes these tidal
pools that will encourage significant
marine growth. That will be open,
also, we hope in the spring. As Pat
briefed you earlier, we are about to
start construction on the Main Street
section of the park.
BOARD OF DIRECTORS MEETING

This is the overall plan for that, which shows the bouldering area, the new dog run, the enhanced lawn, and the park building, that we are, now, calling the Plymouth Street Building. But if anybody has any other suggestions, we are still open to them. This shows that building here (indicating), the new frontage on Plymouth Street.

Again, David emphasized this earlier, so I won't belabor it. But the John Street section of the park is truly going to be a new section of the park, that people have yet to even know will become part of the park. We are thrilled about this moving ahead. This is a rendering of the tidal slip at the southern portion.

And then, finally, Pier 6, you heard from Pat, that we are going to be starting the construction of the landscape outside of Pier 6, and are
BOARD OF DIRECTORS MEETING

still working toward the funding for
the viewing platform.

So, it has been an incredible
year. I want to thank all of our
park partners, certainly the
Conservancy, Celebrate Brooklyn, the
Brooklyn Historical Society, Brooklyn
Children's Museum are all adding to
our park life. And, of course, I
want to thank our Directors, who have
all led through this incredible year.
So, I especially want to thank each
one of them and, of course, welcome
the new ones.

CHAIRMAN STEEL: Perfect.

Thank you. Any questions, for
Regina, about this report or other
issues, that might be before us
today, that people have?

Thank you very much. It's
exciting to see what we have done and
even more exciting to imagine what we
could do. I think we all, as I said
earlier, appreciate all of your
BOARD OF DIRECTORS MEETING

support.

Any other questions or comments from Board members?

Great. If not, then, now we will come to the session, if people could step up here to the center, and come forward. Yes, sir? And as the normal rules, if people could identify themselves, and do their best to stay just to a couple of minutes, then we will have time to hear from everyone, and thank you very much.

MR. MANN: I am Tony Mann, as most of you know, one-time President of the Coalition, in which capacity I negotiated the acquisition of this building. More on that in a moment, because I am very concerned about Item 2, and about the process which did not allow public comment before you took action, but only after the conclusion of the meeting. I think you might want to rethink the
BOARD OF DIRECTORS MEETING

effectiveness of that process in

terms of having community input.

Particularly about Spaceworks,

which I have nothing, never heard of

before, but certainly have nothing

against. It sounds like a wonderful

program. But a process has been

followed here, which is unique.

Senator Connor, former Senator Connor

mentioned, of course, we don't know

if no one else would give us any

money.

You don't know, because

uniquely, uniquely, there has not

been an RFP for this process. We

hail, today, the award of a license

for the Pier 5 marina, and the fact

was pointed out, by Mr. Raskin and

others, that there is a 300,000-plus

annual contribution to revenues,

unexpected. It was to be

revenue-neutral. How did that

happen? Because there was an RFP.

Aside from what is required by
BOARD OF DIRECTORS MEETING

law, it's not a bad idea to have an
RFP, nor is it a bad idea to request
to submit a new use to the Citizens
Advisory Committee. No one, at the
Citizens Advisory Committee, ever
heard of this proposal for
Spaceworks.

I became aware of it about ten
o'clock this morning, through a phone
call from one of the offices of one
of our political leaders, whose
representatives sit on this Board. I
think it's a tremendous mistake to
violate that process of not going
through the CAC.

I serve on both, the operations
committee and the development sites
committees, each of the CAC, each of
which would have opined, quite
likely, positively.

And I would respectfully
suggest, suggest, submit, that if
there was a way to delay the
effectiveness of the authorization of
BOARD OF DIRECTORS MEETING

the vote on Item 2, earlier on the
agenda, until after a process, until
after they have made a presentation,
both to you and the CAC, and the CAC
has had an opportunity to opine, I
think it would be a very good thing.

Thank you.

CHAIRMAN STEEL: Thank you.

Nancy?

MS. WEBSTER: Nancy Webster,
Brooklyn Bridge Park Conservancy.

How are you? I actually have some
notes here, but there is so much to
say. I want to make sure I don't
forget anything. First off, again,
well, to the new Board members,
Stephen, Shari and Edna, I am looking
forward to working with you.

You know, I often begin by
speaking, with excitement, about new
developments, new initiatives, new
news about the park. Today is
certainly no exception. Funding for
the Pier 3 and the Pier 2 uplands is
BOARD OF DIRECTORS MEETING

extraordinary and I am rendered
almost speechless by that.
I think that we can all just be
extraordinarily grateful for the
commitment of the Bloomberg
Administration to this park. And I
speak with full confidence, from the
Conservancy's constituency, of the
public's extraordinary excitement
about the speed and quality by which
the park is being built.

But more to the point, today,
this is a special Board meeting, as
we look at the last days of the
current administration, that has been
so very extraordinary to the park.
So, obviously, this is a very
bittersweet time. You know, with
that, without, you know, sort of
making any assumptions about staffing
within the current Mayor's
administration, I imagine some of you
might be moving on to different
pastures.
BOARD OF DIRECTORS MEETING

And with that, I wanted to

just, again, express our appreciation

for your service to the park. And

will you grant me the indulgence of

one more piece? Bob, you have been

an absolutely extraordinary leader

for Brooklyn Bridge Park.

CHAIRMAN STEEL: Thank you.

MS. WEBSTER: And we are so

very, very grateful and you will be

missed.

And then Nanette, I know

because I am in this building every

day, that in so many ways, you are

the heartbeat of this park. And I

have, I am sure not the fullest

appreciation, but enough of an

appreciation of how much of your

blood, sweat and tears have gone into

making this happen. I can't express

enough how much we appreciate that.

My only request to you would be that

you stay close. So thank you.

CHAIRMAN STEEL: Thank you very
BOARD OF DIRECTORS MEETING

much. Sandy?

MS. BALBOZA: Hi, everybody,

Sandy Balboza, a member of the CAC.

So, I am troubled by the Board vote
approving authorization to enter into
a license with Spaceworks New York,
Incorporated. And I will just
disclose that I am an artist, so I am
not against, you know, having space
for art-related programming.

But as Tony pointed out, there
is a process that wasn't followed. I
mean, maybe there is not a mandate to
have a process, but that is sort of
how things have been working, and
there is a CAC and nobody knows about
this.

And, also, the Board,
basically, voted on passing this
without knowing anything about the
group, and is satisfied to have a
presentation after the vote. So I
don't know. I wouldn't want to be
part of that. And no process, no
BOARD OF DIRECTORS MEETING

RFP?

Were there not other worthy organizations or other entities that might want an oddball space? Because those spaces are very valuable, in New York City, because space is so rare, and it sounds like it's a substantial space. I don't know what "oddball" means.

So, that vote was disappointing. I think it should be reviewed. I think the CAC should have an opportunity to hear what this is all about. Particularly the committees, that Tony mentioned, should be able to review it, operations and concessions. It's disappointing that this is, you know, this is going down this way. So thank you.

CHAIRMAN STEEL: Thank you.

MS. BALBOZA: And I also want to say that, you know, the reading of the information was, like, very fast.
BOARD OF DIRECTORS MEETING

I mean, I know you want a very fast meeting, but, you know, it just zoomed by. Could I get a copy of what you said?

MS. MANDEL: Sure.

CHAIRMAN STEEL: Yes, sir?

MR. WALCOTT: Hi. My name is Dan Walcott. I have spoken before to the Board. I would like to welcome the new Board members, also.

I am here, today, representing Buildup NYC. We are an alliance of almost 200,000 workers, men and women in construction, building services and hospitality industry. Together, we have advocated for safe, responsible development practices and the strengthening our communities.

As we prepare for the new mayoral administration, Buildup New York looked forward to working with the staff and leadership of Brooklyn Bridge Park Corporation to usher in a
BOARD OF DIRECTORS MEETING

new era of responsible development

and community engagement in the

Brooklyn Bridge Park.

The new construction, that has

been laid out, provides Brooklyn

Bridge Park Corporation an

opportunity to promote development

that strengthens our community

instead of exasperating a tale of two

cities. This is similar to what

happened over in Staten Island.

It's a good program with the

wheel (sic). It's very similar to

what has happened here and it's good

development for the City, for the

workers and everybody else. It

really came together really nice.

Prevailing wages, what we would

be looking for is prevailing wages

for all construction, operations,

maintenance workers. New

construction should require legal

prevailing wages to be paid to

construction workers, operations and
BOARD OF DIRECTORS MEETING

maintenance workers employed by these projects.

High safety and training standards for construction workers, new construction should require construction contractors to participate in life-saving, State, apprentice programs.

Good governance and increased transparency. The public should have access to crucial information about any developers and contractors considered for any construction. You can see what happened with some of the subcontractors over here.

CHAIRMAN STEEL: Go ahead, sir.

Go ahead, sir.

MR. WALCOTT: The public should have access to crucial information about any developers and contractors for any construction, including information about the health, safety and legal compliance records. This information should be made accessible
BOARD OF DIRECTORS MEETING

to the Community Advisory Council,
Brooklyn Bridge Park, and most
importantly, to the general public.
The construction of Brooklyn
Bridge Park, the Corporation has one
last chance to ensure that private
development, in the park, provides
real long-term benefits to the users
of the park, the surrounding
community and the City as a whole.

Basically, what we are looking
for is what you gave to the Brooklyn
Bridge Park workers, the same thing.
Thank you.

CHAIRMAN STEEL: Thank you very
much. Yes. Other comments? You
want to, please, come up and identify
yourself?

MR. FLEMING: Peter Fleming,
Community Advisory Council. Eli
Manning has nothing on me, but I am
going to bother you just for a
minute. On the marina, Mr. Steel was
very kind enough to actually
BOARD OF DIRECTORS MEETING

circulate the paper we imposed on you.

And to the extent that you had a chance to read it, I won't repeat it, but I'll just say one thing about the slide you saw, and Joanne picked up on it. This was not the original design where the pier came into the mainland at the Picnic Peninsula.

This design, all the docks come off the soccer field, Pier 5. All the people, who come off the boats, come down into the two children's parks, to go through the Picnic Peninsula, to get to their exit point, which is a bridge to the Montague Street turnaround.

So, that was something that would have been helpful if David had explained why he picked this one. But just possibly, as we go down the road, maybe this team will accept the design that the other team gave us, which was to exit right at the bridge.
BOARD OF DIRECTORS MEETING

at the Montague Street turnaround.

I will just finally say, on behalf of Bill Ullman (phonetic) and myself, that we appreciate what David -- the two Davids and Regina, they have been very -- they spent a lot of time with us and we miss them.

We appreciate that. It's just that this 30-day period was so short for anyone to really get ahold of it and we would have liked more time.

Thank you.

CHAIRMAN STEEL: Thank you.

Other comments or questions, today, from the public? Yes, sir?

MR. O'BRIEN: I will just say one quick word. Hopefully, I won't take a lot of time. My name is Tim O'Brien. I am a member of the group for the Edgewater team for the marina.

So, this process, for me, started about a year and a half ago, when I came into the park and asked
BOARD OF DIRECTORS MEETING

about community boating. From that point, I got an incredibly warm reception, from both Regina and Nancy, as well as a lot of other people in this room. And so, for that, I would like to thank you.

I think that I would like to just express my excitement and gratitude for the beautiful park that you have created. I live in Brooklyn, with my family, and my daughter and I look forward to showing them the park.

So, this has been a wonderful process for me personally. I think we have a great team and we are really excited to hear the input of the community and build the best marina that we could.

CHAIRMAN STEEL: Thank you very much.

MR. SIMMONS: Thank you.

CHAIRMAN STEEL: Anything additional today? If not, then, as
BOARD OF DIRECTORS MEETING

we move to adjournment, let me make
two business comments.

First of all, Regina, on behalf
of all your fellow Board members,
thank you for the wonderful hat. We
did a search and it is under the
amount of gifts, so everyone can, all
of us can feel comfortable enjoying
it and knowing we are in full
compliance.

I think, number two, in case
you did miss it, we had a name
change. We were able to improve upon
the original name of the New York
City Department of Environmental
Protection Building and Brooklyn
Bridge Park and go with the Plymouth
Street Building.

But I think we all see this, to
my mind, as an incredible opportunity
for philanthropy. If anyone has an
itch, that they would like to make a
substantial gift to the park, I am
sure we could think of a new name in
BOARD OF DIRECTORS MEETING

honor of you or whomever you suggest.

We changed one name. We can do it
again if someone wanted to raise
their hand and make a magnificent
offer. So, Regina would be ready to
take that call for sure.

Now, let me just be serious for
a moment, a second of personal
privilege, and just say that, as
suggested, this is for me, my last
meeting. I have been with the
administration for the last
three-and-a-half years.

And I know I speak for my
fellow administration colleagues, and
just say that, you know, when you are
part of something and you see it is
really coming together, many of you
have decades, as we heard earlier, of
involvement.

But for me and my colleagues,
it has been a pleasure to put our
shoulder to your wheel and roll it
further along. It has been a period
BOARD OF DIRECTORS MEETING

of good success and it's great to be here. I think that since the City took control of the park, we have accomplished a lot.

I think the thing, that is most important to my mind, is that over 50 percent of the park is completed and open to the public.

Twenty-two percent of the park has funding to match it, so it will be over 70 percent of the park open and complete and funded.

And so, you know, I think that my training is to, you know, you have the money to do it. No money. No mission. And so, we have some money, and we have been able to accomplish a good deal of the mission. And so, I think that's really quite a thing for us to say. Veronica?

MS. WHITE: I would like to say where the money came from, Patty Harris and Mayor Bloomberg. And though I have been part of the
BOARD OF DIRECTORS MEETING

administration for a long time, I
have only been a Parks Commissioner
for a year and a half. It has been a
delight. This is my last meeting,
also, so good luck to the team here.

And the Parks Department, this
is just part of the $5 billion
investment, from the last 12 years,
in the Parks Department, Fresh Kills
all the way up to Van Cortlandt and
the Bronx River. So, especially on
the waterfront, as you all well know,
Mayor Bloomberg and Patty Harris have
made a tremendous impact. $5 billion
goes a long way and will continue to
use the resources well, I hope.

Thank you.

CHAIRMAN STEEL: Thank you.

And then my concluding comment is
just to say, to get to work with all
of you who care so much about the
park, while we don't always agree,
people haven't been disagreeable. I
think that the process is made better
BOARD OF DIRECTORS MEETING

by your involvement. Hopefully, you feel respected in terms of what you have been providing to the park for perspective, also.

I have to also say, Nancy, thanks to you in the deserves. It's great to have it organized so that we have group to work with. Regina, your team, a tip of the hat, and it's terrific from all of us.

Let me just say, that as we have a lot to do in the last 13 days, we intend to discharge our responsibilities until midnight on the 31st, which is the way that it works. It has been a pleasure. Is there a motion to adjourn?

MR. GUTMAN: May I ask if the Chair would entertain one motion before the motion to adjourn?

CHAIRMAN STEEL: Yes, sir?

MR. GUTMAN: I move that the Brooklyn Bridge Park Corporation and its Board of Directors acknowledge
BOARD OF DIRECTORS MEETING

and thank Mayor Bloomberg, his entire
administration, beginning with those
who serve on this Board, led by our
able Chair, Chairman Steel, and, of
course, Veronica and Nanette, who we
all work for, Regina, oh, and Kyle,
I'm sorry. Kyle. Sorry.

CHAIRMAN STEEL: President

Kimball.

MR. GUTMAN: President Kimball,
and Regina, and her entire,
magnificent staff, Michael, the
genius, and his design team, the
Governor, all of our locally-elected
officials, past and present, --

CHAIRMAN STEEL: Yes.

MR. GUTMAN: -- all of whom
made this happen, for having taken

Brooklyn Bridge Park from the dream

that it was to the spectacular

reality that it is.

If you think back to where we

were 12 years ago, look at where we

are today, with the magnificent park
BOARD OF DIRECTORS MEETING

and millions of people, from all over
the world, enjoy on a daily basis,
with the funding in place and so much
built. I mean, it really is an
extraordinary, extraordinary thing.

So, that's my motion. I hope I
have a second.

MR. OFFENSEND: Here. Here.

Is there a second?

CHAIRMAN STEEL: Good. All in
favor? And thank you for mentioning
the electeds. It was something I
omitted and certainly shouldn't have.

Thank you very much.

All in favor, signify by saying
"aye."

(A chorus of ayes.)

CHAIRMAN STEEL: Opposed?

Then, is there a motion to
adjourn today's meeting?

So moved. Second?

All in favor, signify by saying
"aye."

(A chorus of ayes.)
BOARD OF DIRECTORS MEETING

CHAIRMAN STEEL: Meeting adjourned.

(Whereupon, at 4:32 p.m., the above matter concluded.)

I, JOSHUA B. EDWARDS, a Notary Public for and within the State of New York, do hereby certify that the above is a correct transcription of my stenographic notes.

__________________________
JOSHUA B. EDWARDS, RPR, CRR