

TO: Board of Directors

FROM: Paul Kelly, General Counsel and Executive Vice President

SUBJECT: June 22, 2022 Minutes

DATE: September 28, 2022

A regular meeting of the Board of Directors of Brooklyn Navy Yard Development Corporation (“BNYDC”) was held at the Brooklyn Navy Yard, 141 Flushing Avenue, Building 77, Suite 801, Brooklyn, New York on June 22, 2022.

The following Board Members were present and participating at the meeting:

Henry B. Gutman, Chair	Meredith Kane
Adam Friedman	Ofer Cohen
Edward Mafoud	Ramon Peguero
Henry T. Berger	Ronald McCain
Jane Marshall	Rotimi Akinuoye
Joseph Kohl-Riggs	Steven Sinacori
Kei Hayashi	Toni Yuille Williams
Lester Young	Wendy Rowden
Lisa Davis	William Cruz
Lisa Gomez	William Turner
Marco Carrion	

Due to the COVID-19 pandemic, some Board Members listed above and members of the BNYDC staff were present and participated via video and/or phone conference.

1. Henry B. Gutman chaired the meeting. He stated that a quorum of the Directors was present, and that the meeting, having been duly convened, could transact business.

2. Resolved, that the minutes of the meeting of the Directors held on April 6, 2022 be accepted.

Being duly made, a motion to approve item 2 was carried.

3. The President and the Chair gave their reports.

4A. Wimal Ariyawansa presented the Fiscal Year 2022 Operating Statement, a non-voting item.

4B. Wimal Ariyawansa presented the Fiscal Year 2023 Capital and Operating Budgets.

4C. Brian Linett presented the BNYDC Pension Plan Resolutions.

4D. Brian Linett presented the BNYDC Security Guard Pension Plan Resolutions.

Being duly made, a motion to approve items 4B – 4D was carried.

5A. Resolved, that BNDYC be authorized to enter into a construction services contract with Vanguard Construction and Development Company, Inc. for the Building 3 Subdivision of 7th Floor and Research Yard Fit-Out in the amount of \$416,080. Directors Henry Berger and Adam Friedman recused themselves from the vote on this contract.

5B. Resolved, that BNYDC be authorized to enter a change order to extend by two years the below-listed professional services agreements for On-Call Design Contracts, not-to-exceed \$1,000,000 each, with the following companies: Urbahn Architects PLLC, Ronnette Riley Architect, Spacesmith LLP, Velocity Architectural Services PLLC, Lubrano Ciavarra Architects PLLC, Cameron Engineering & Associates LLP, Ensign Engineering PC, Jacob Feinberg Katz & Michaeli Consulting Group LLC, Lakhani & Jordan Engineers PC, H2M Architects & Engineers, Smith-Miller + Hawkinson Architects LLP, WXY Architecture + Urban Design, and Curtis & Ginsberg Architects LLP.

5C. Resolved, that BNYDC be authorized to enter into a change order for an existing construction services contract with Nouveau Elevator in relation to Building 3, Passenger Elevators 1 and 2 to amend the authorized amount by \$151,795.03, for a total of \$194,280.03.

5D. Resolved, that BNYDC be authorized to enter into a construction contract with Elevated Technologies, Inc. d/b/a Metro Elevator for the modernization of certain elevators in Buildings 3, 5, and 280 in the amount of \$19,929,609.

5E. Resolved, that BNYDC be authorized to enter a change order to extend a construction services contract with Bancker Construction for backflow prevention, amending the contract to add an alternate location for work originally to take place at Kent Ave and Rodney Street, and to increase the authorized amount from \$2,976,085 (+ 15% contingency) to \$3,197,900 (+ 15% contingency), for a total price of \$3,677,125.

5F. Resolved, that BNYDC be authorized to enter a change order to a professional services contract with H2M for backflow prevention, amending the contract to extend it by four months to December 2022, to add design and filing services to the scope of the contract due to the change in work location, and to increase the authorized amount from \$500,000 to \$662,750.

5G. Resolved, that BNYDC be authorized to enter a construction services contract with Tully Construction Co. for paving and scarifying roads in the Brooklyn Navy Yard identified for immediate re-surfacing in the amount of \$680,047.

Being duly made, a motion to approve items 5A – 5G was carried. Adam Friedman and Henry Berger recused themselves and abstained from voting on item 5A.

6A – 6C. Resolved, that the following leasing actions be approved:

6A. New Leases

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|---|----------------------------------|
| i. TomTex, Inc. | Bldg 303, Suite 708 |
| ii. Ivory Build, LLC and Walter Goodman | Bldg 5, Suite 501 |
| iii. Workspace 11 LLC | Bldg 11, Suite 101,
Mezzanine |
| iv. 5 Ten, LLC | Bldg 303, Suite 502 |
| v. Video Guy LLC | Bldg 303, Suite 707 |

6B. Renewal Leases

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|------------------------|---------------------|
| i. Art-In Construction | Bldg 3, Suite 1011 |
| ii. Florishop | Bldg 5, Suite 211 |
| iii. Gedi Sibony | Bldg 292, Suite 323 |

iv. Special Team Films	Bldg 275, Suite 304
v. IOUE Local 891	Bldg 292, Suites 401, 403
vi. Duo Leasing	Bldg 58, Suite 2B
vii. Cameron Martin	Bldg 275, Suite 302
viii. Karol Cylwik Woodworking	Bldg 3, Suite 1111
ix. 811 Studios LLC	Bldg 3, Suite 811
x. Elizabeth Yamin	Bldg 62, Suite 203
xi. Fabio Woodworking	Bldg 280, Suite 603
xii. IP Woodwork Inc.	Bldg 3, Suite 1104
xiii. Tip Top Props LLC	Bldg 5, Suites 206, 207, 208
xiv. Picture Farm II LLC	Bldg 77, Suite 506
xv. Chase Office Supplies	Bldg 3, Suite 201
xvi. TH Partnership	Bldg 280, Suites 608, 609

6C. Lease Expansions and Amendments

- | | |
|-------------------------------|--------------------------|
| i. Revivn Public Benefit Corp | Bldg 77, Suites 404, 601 |
| ii. Invvela Corp. | Bldg 77, Suite 609 |

6D. Brokerage Commissions

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| i. JLR Realty Commission (Ivory Build LLC Lease) |
| ii. Cushman & Wakefield Commission (Workspace11 Lease) |

Being duly made, a motion to approve all leasing items in 6A – 6D was carried.

7A. Resolved, that BNYDC be authorized to enter into a professional services contract with Risa Heller Communications as a public relations consultant, in the amount of \$180,000 (+ 10% contingency).

7B. Resolved, that BNYDC be authorized to enter into a pre-development advisory/owner's representative services contract to engage an owner's representative for the pre-development phase of the first Master Plan building in an amount not to exceed \$150,000. BNYDC will report back the company awarded the contract at the September 2022 board meeting.

7C. Resolved, that BNYDC be authorized to extend a consulting contract with Beth Lieberman for consulting services in relation to the Ground Floor of Building 77 in the amount of \$120,000, in addition to Beth Lieberman's current contract with BNYDC at the value of \$45,000.

7D. Resolved, that BNYDC be authorized to enter into a three-year contract with Mr. T Carting for refuse and recycling in the amount of \$1,728,000.

7E. Rachel Neal presented a report on the Berth 9/9A Construction contract authorized at the April 6, 2022 Board Meeting for a maximum contract price of \$22,950,000 (+ 15% contingency), which was awarded to Trevon Construction Company at the price of \$18,235,000 (+ 15% contingency). This is a non-voting item.

Being duly made, a motion to approve items 7A – 7D was carried.

Mr. Gutman then noted that the voting portion of the meeting had ended and that staff had prepared additional informational items that were distributed prior to the meeting.



Brooklyn Navy Yard
Development Corporation
BrooklynNavyYard.org

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With no further business to conduct, Mr. Gutman called for a motion to adjourn the meeting, which was duly made and carried.

Paul Kelly, Secretary of the Corporation