

**TO:** Board of Directors

**FROM:** Paul Kelly, General Counsel and Executive Vice President

**SUBJECT:** June 26, 2019 Minutes

**DATE:** September 18, 2019

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, Suite 801, Brooklyn, New York on June 26, 2019.

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

Henry B. Gutman, Chair	Joseph Kohl-Riggs
Ofer Cohen	Amani Martin
Lisa Davis	Ronald McCain
Adam Friedman	Daniel McQuade
Roy Hastick	Ramon Peguero
Abby Hamlin	Wendy Rowden
Roy A. Hastick, Sr.	Steven Sinacori
Kei Hayashi	William Turner
Jillian Joseph	Toni Yuille-Williams

By invitation of the Board, members of the BNYDC staff were also present.

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 10, 2019 be accepted.

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

3. The Chair, President, and Committees gave their reports.

4A. Wimal Ariyawansa presented the Operating Statement for FY19 through April 2019.

4B. Wimal Ariyawansa presented the Fiscal Year 2020 Operating and Capital Budgets.

Being duly made, a motion to approve items 4A and 4B was carried.

5A. Resolved, that BNYDC is authorized to enter into a new contract for construction with Welsbach Electric Corp., selected by advertised bid, to construct a new substation at Building 20, at a cost of \$956,000 plus 15% contingency, for a duration of six months.

5B. Resolved, that BNYDC is authorized to enter into a new contract for construction with Yonkers Electric Contracting Corp., selected by advertised bid, to construct a new outdoor substation for Con Edison, at a cost of \$6,753,000 plus 15% contingency, for a duration of one year.

5C. Resolved, that BNYDC is authorized to enter into a new contract for construction with a yet-to-be-selected vendor to be chosen by advertised bid for replacement of the Building 127 substation, at a cost not-to-exceed \$4,320,000 plus 15% contingency, for a duration of eleven months.

5D. Resolved, that BNYDC is authorized to enter into a contract for construction with a yet-to-be-selected vendor to be chosen by advertised bid to reconstruct a roadway between Building 280 and Building 50 to provide greater accessibility for truck loading, additional parking for passenger vehicles, and improved pedestrian pathways, at a cost not-to-exceed \$1,713,731.50 plus 15% contingency, for a duration of six months.

5E. Resolved, that BNYDC is authorized to amend by change order its contract with Joseph Neto & Associates for elevator modernization to include professional services for additional tasks not included in the original scope of work, such as recommissioning Building 280's passenger elevator no. 61, increasing travel of Building 3's passenger elevators to roof level, increasing travel of Building 280's passenger elevator no. 61 and freight elevator no. 62 to the 8th floor, modernizing the passenger elevator at Building 27, converting freight elevators to passenger use in single device buildings, and implementing a centralized Elevator Monitoring System, increasing the contract total by \$86,874 plus 15% contingency, bringing the total to \$397,316 plus 15% contingency, for a duration of thirty-two months.

5F. Resolved, that BNYDC is authorized to enter into a new contract for construction with Green Builders Group NY Corp., chosen by advertised bid, for demolition of the smokestack located between Building 292 and Building 51, disposal and/or recycling of all debris associated with the smokestack, and engaging any necessary subcontractors to complete the project, at a cost of \$237,000 plus 15% contingency, for a duration of one month.

5G. Resolved, that BNYDC is authorized to amend by change order its contract with Velocity Architecture & Engineering Group, D.P.C. to expand the scope of the design of the fire protection systems in Buildings 3, 5, 50, and 280, increasing the contract total by \$318,000 plus 15% contingency, bringing the total to \$875,552.50 plus 15% contingency, for a duration of three years.

5H. Resolved, that BNYDC is authorized to enter into a new contract for professional services with a yet-to-be-selected vendor to be chosen by RFP for repairs to the Berths 8, 9, and 10 FEMA mechanical and electrical equipment, at a cost not-to-exceed \$1,850,000 plus 15% contingency, for a duration of three years with two one-year extension options.

5I. Resolved, that BNYDC is authorized to enter into new contracts for professional services with each of: Emtec Consultants, Professional Engineers, P.L.L.C., Twin Peaks, Inc., DNA Controlled Inspection, LTD., CSA Group, Inc., and Superior Consulting Corporation, each chosen by RFP, for on-call special inspection services for future construction management projects, at a cost not-to-exceed \$1,000,000 per contract, each for a duration of three years with two one-year extension options.

5J. Resolved, that BNYDC is authorized to enter into up to eighteen (18) new contracts inclusive of three project categories, for professional services with yet-to-be-selected vendors to be chosen by RFP for on-call design services (i) for major renovation, subdivision & interior construction; (ii) upgrades to building systems; and (iii) build-to-suit work for new tenants, at a cost not-to-exceed \$1,000,000 per contract, each for a duration of three years.

Being duly made, a motion to approve items 5A, 5B, 5C, 5D, 5E, 5F, 5G, 5H, 5I, and 5J was carried.

6A. Resolved, that BNYDC is authorized to enter into a new contract for design services with Perkins Eastman Architects, D.P.C., selected by sole source, to provide architecture, related design, and engineering services for a welding lab, at a cost of \$410,000 plus 10% contingency, for a duration of eighteen months. (Please note the drafted Board item listed the contract price as \$275,000, but the contract price was increased to \$410,000 at the meeting.)

6B. Resolved, that BNYDC is authorized to enter into a new contract for ground floor environmental clean-up with a yet-to-be-selected vendor to be chosen by advertised bid for the removal and disposal of asbestos-containing-materials, including pipe insulation and ceiling plaster, mold remediation, and installation of temporary lighting, egress doors, and signage at Building 131, at a cost not-to-exceed \$1,500,000 plus 15% contingency, for a duration of up to one year.

7A – 7C. Resolved, that the following leasing actions be approved:

7A. New Tenants:

i. Kaos Kapital Co. d/b/a Fydelity	Building 212,	Suite 406
ii. Gallery Restoration LTD. d/b/a Gallery Kitchen & Bath	Building 212,	Suite 409
iii. Poolside New York LLC	Building 212,	Suite 206
iv. Tidalweave LLC	Building 212,	Suite 401
v. Truebird, Inc.	Building 77,	Suite 610
vi. Technological Cinevideo Services, Inc.	Building 77,	Suite 901
vii. Farmshef Corporation	Building 280,	Suite 814
viii. Chapter 4 Corp. d/b/a Supreme	Building 3,	Suites 103A, 103B, and 501

7B. Tenant Expansions:

i. Circle Studio Drapery Company, Inc.	Building 212,	Suite 203
ii. Bonbite Events, Inc.	Building 58,	Suite 1A & 1B
iii. Crye American, LLC	Building 5,	Suite 401

7C. Tenant Renewals:

i. Sebastian Kim Incorporated	Building 280,	Suite 816
ii. NYCREATIVE, LLC	Building 30,	Suite 106
iii. Peter Barnes d/b/a IPB Associates	Building 275,	Suite 405
iv. Best Service USA Corp.	Building 3,	Suite 406
v. DFORM Inc.	Building 5,	Suite 302

Being duly made, a motion to approve all leasing items in 7A, 7B, and 7C was carried.

8A. Resolved, that BNYDC is authorized to renew its contract for professional services with Risa Heller Communications, chosen by RFP, for public relations, crisis communications, and reputation management issues, at a cost of \$180,000, for a duration of one year.

8B. Resolved, that BNYDC is authorized to enter into a contract for network maintenance with Cisco Systems, Inc., selected by sole source, to bundle its network services, security solutions, and products relating to endpoint protection provided by Cisco Systems, Inc., at a cost of \$295,555, for a duration of five years. It was further resolved that BNYDC be authorized to enter into necessary agreements and documents to execute a related interest free equipment loan with Key Bank. Mr. Gutman abstained from the vote.

8C. Resolved, that BNYDC is authorized to remove former employee Clare Newman as a Vice President of BNYDC and to appoint Johanna Greenbaum as Vice President in her place.

Mr. Gutman noted that staff had prepared additional informational items that were distributed at the meeting.

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

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Paul Kelly, Secretary of the Corporation