

TO: Board of Directors

FROM: Paul Kelly, General Counsel and Executive Vice President

SUBJECT: April 17, 2024 Minutes

DATE: June 20, 2024

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 April 17, 2024.

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

Henry B. Gutman, Chair	Joel Leitner
Rotimi Akinnuoye	Edward Mafound
Adam Friedman	Ronald McCain
Camille Hastick	Steven Sinacori
Kei Hayashi	Sam Stern
Meredith Kane	Lester Young
William Turner	Jocelynn Rainey
Joseph Kohl-Riggs	Gabrielle Fialkoff
Lisa Davis	Amani Martin
Ofer Cohen	Ramon Peguero
Bill Cruz	

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 February 7, 2024, be accepted.

Being duly made, a motion to approve item 2 was carried. Board Member Ramon Peguero abstained from the vote.

3. The President and the Chair gave their reports.

- 4A. Wimal Ariyawansa presented the FY24 Consolidated Budget Comparison (July-Feb), a non-voting item.

- 4B. Resolved, that the officers who are approved bank account signatories for BYNDC also be added to the list of approved bank account signatories on behalf of the following subsidiaries of BNYDC, of which BNYDC is the Managing Member: BNY Waterfront LLC and BNY 10 LLC.

Being duly made, a motion to approved item 4B was carried.

- 5A. Resolved, that BNYDC be authorized to enter into a contract amendment for an existing professional services contract with H2M Architects & Engineers, Land Surveying and Landscape Architecture, D.P.C. for additional services in relation to the Backflow Prevention Project Phase 3 Design. The term of the contract will be extended by nine months, and the present maximum contract price of \$1,105,385 will be increased by \$241,000 plus 15% contingency, for a new maximum contract price of \$1,382,535 (inclusive of contingency).
- 5B. Resolved, that BNYDC be authorized to enter into a contract amendment for an existing professional services contract with Superstructures Engineering + Architecture, PLLC for additional services in relation to the Roof Replacement at Building 132. The term of the contract will be extended by eighteen months, and the present maximum contract price of \$150,000 will be increased by \$110,000 plus 15% contingency, for a new maximum contract price of \$276,500 (inclusive of contingency).
- 5C. Resolved, that BNYDC be authorized to enter into a construction services contract with EZ Glow, LLC in relation to the Photoluminescent Markings in Buildings 3, 5, and 280 project, in an amount not-to-exceed \$140,000.00 plus 15% contingency.

As to item 5C, the item was included as a walk-on.

Being duly made, a motion to approve items 5A — 5C was carried.

6A — 6C resolved, that the following leasing actions be approved.

6A. New Leases

i. Alan Dorsey and Greg Chann	Bldg. 5	Suite 302
ii. Barry Rust	Bldg. 120	Suite 208
iii. Rafael Ramirez	Bldg. 62	Suite 301
iv. Timeback Incorporated	Bldg. 77	Suite 503
v. T-Mobile Northeast, LLC	Bldg. 77	Roof (R04)
vi. Area 1202, Inc.	Bldg. 280	Suite 816
vii. Carrie Bilbo Casey Sobel Ada Chen LLC	Bldg. 62	Suite 202

6B. Expansion Leases and Amendments

i. Evan Hughes Studio LLC	Bldg. 3	Suite 1103
ii. Qunnect, Inc.	Bldg. 303	Suite 803
iii. Radiator Labs, Inc.	Bldg. 303	Suite 706
iv. DCM Fabrication Inc.	Bldg. 280	Suite 506

6C. Renewal Leases

i. BMB Sales Associates, LLC	Bldg. 249	Suite 101
ii. BNY Co-Generation Partners	Bldg. 275	Suite 102
iii. Charline Von Heyl, Inc.	Bldg. 3	Suite 1106
iv. Emil Kinkopf and Headwater Contracting Ltd.	Bldg. 30	Suite 103
v. Lindsay Walt & Colin Thomson	Bldg. 30	Suite 207
vi. Mason Nye	Bldg. 30	Suite 101
vii. Monique Luchetti & Michael Asente	Bldg. 30	Suite 205

viii.	Nancy Bowen	Bldg. 30	Suite 105
ix.	Nora Ligorano & Marshall Reese	Bldg. 30	Suite 102
x.	nycreative LLC	Bldg. 30	Suite 106
xi.	Picture Farm II, LLC	Bldg. 77	Suite 506
xii.	Sharon Horvath	Bldg. 30	Suite 203
xiii.	Synchron, Inc.	Bldg. 303	Suite 501
xiv.	Cecilia Ruiz	Bldg. 62	Suite 207
xv.	J. Gordon Painted Finishes LLC	Bldg. 30	Suite 201
xvi.	Carleen Sheehan	Bldg. 30	Suite 204
xvii.	Joel Longenecker and Carleen Sheehan	Bldg. 30	Suite 202

As to item 6Biv, this item was included as a walk-on.

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

7A. Resolved, that BNYDC be authorized to enter into a professional services contract with Urbane Development Group Ltd for consulting services in relation to the Yard's M/WBE Tenant Growth Plan, in an amount not-to-exceed \$140,000.00.

7B. Resolved, that BNYDC be authorized to enter into a professional services contract with Violet PR for public relations services in an amount not to exceed \$162,000 in the first contract year, and if the contract is extended, for \$170,100 in the second contract year and \$178,605 in the third contract year, as applicable.

7C. Resolved, that BNYDC be authorized to enter into a contract amendment for an existing financial advisory services contract with Avison Young – New York LLC, which had merged with the original contracting party, Singer & Bassuk Organization, to explore refinancing options for BNYDC's loans taken out in connection with the rehabilitation of Building 127 and for other short-term financing work, at a cost not-to-exceed one percent (1%) of the financing costs.

7D. Resolved, that BNYDC be authorized to appoint Brian Linett as Assistant Treasurer of BNYDC.

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.

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