

**VIRTUAL MEETING OF THE
BOARD OF DIRECTORS
January 28, 2021 at 4:00 pm
ZOOM Call**

DRAFT MINUTES

Directors Present:

Basil Seggos, Chair
Vicki Been
Erik Kulleseid
Michael Kuh
Rose Harvey
Alyssa Cobb
Aloysee Heredia Jarmoszuk
Jeffrey Kaplan
Purnima Kapur
Lowell Kern
Pamela Frederick
Lawrence Goldberg

Appearances:

Hudson River Park Trust
Madelyn Wils, CEO and President
Daniel Kurtz, CFO and Executive Vice President, Finance & Real Estate
Noreen Doyle, Executive Vice President
Christine Fazio, General Counsel

Also present:

Connie Fishman, Hudson River Park Friends
Jeffrey LeFrancois, Advisory Council Chair

The following Resolutions were unanimously approved by the Directors in connection with the Hudson River Park Trust (HRPT) January 28, 2021 virtual Meeting of the Board of Directors. The final meeting minutes will be uploaded to the Hudson River Park Trust's website after the next scheduled Board of Directors' meeting.

HUDSON RIVER PARK TRUST - Approval of Minutes of and Ratification of the Actions Taken at the December 3, 2020 Meeting of the Hudson River Park Trust Board of Directors

RESOLVED, that the Minutes of the Meeting of the Hudson River Park Trust Board of Directors held on December 3, 2020 are hereby approved by the Board of Directors, and all actions taken by the Directors present at such meeting, as set forth in the Minutes, are hereby in all respects, approved and ratified as actions of the Hudson River Park Trust, and a copy of such approved Minutes are hereby ordered filed with the records of the Hudson River Park Trust.

HUDSON RIVER PARK TRUST – Ratification of and Authorization to Amend Contract with Russell Reid Waste Hauling & Disposal Service Co., Inc. d/b/a Mr. John, Inc. for Parkwide Portable/Temporary Restrooms

RESOLVED, based upon the materials presented to the Board of Directors at its meeting on January 28, 2021, a copy of which is ordered filed with the records of the Hudson River Park Trust, the Directors hereby ratify and authorize the Hudson River Park Trust to amend the contract with Russell Reid Waste Hauling & Disposal Service Co., Inc. d/b/a Mr. John, Inc. for Parkwide Portable/Temporary Restrooms for an additional \$2,710.48 for a Total Board Authorization of \$27,710.48; and be it further

RESOLVED, that the President or her designee(s) be, and each of them is hereby authorized to take such actions as the President or her designee(s) may deem necessary or appropriate in order to implement the foregoing resolution.

HUDSON RIVER PARK TRUST – Authorization to Amend the Contract with Thornton Tomasetti, Inc. for Anti-Ram Consulting Services

RESOLVED, based on the materials presented to the Board of Directors at its meeting on January 28, 2021, a copy of which is ordered filed with the records of the Hudson River Park Trust, the Board of Directors hereby authorizes the Hudson River Park Trust to amend the contract with Thornton Tomasetti, Inc. for Anti-Ram Consulting Services by an additional \$14,900 for a Total Board Authorization Amount of up to \$49,900 and to extend the term of the contract to December 31, 2021; and be it further

RESOLVED, that the President or her designee(s) be, and each of them is hereby authorized to take such actions as the President or her designee(s) may deem necessary or appropriate in order to implement the foregoing resolution.

HUDSON RIVER PARK TRUST - Approval of the Hudson River Park Trust 2021 Procurement Guidelines

RESOLVED, based upon the materials presented to the Board of Directors at its meeting on January 28, 2021, a copy of which is ordered filed with the records of the Hudson River Park Trust, the Board hereby approves the Hudson River Park Trust 2021 Procurement Guidelines; and be it further

RESOLVED, that the President or her designee(s) be, and each of them is hereby authorized to take such actions as the President or her designee(s) may deem necessary or appropriate in order to implement the foregoing resolution.

HUDSON RIVER PARK TRUST- Appointment of New Member and Ratification of the Hudson River Park Trust Board of Directors' Design and Sanctuary Committees

RESOLVED, based on the materials presented to the Board of Directors at its meeting on January 28, 2021, a copy of which is ordered filed with the records of the Hudson River Park Trust, the Directors hereby appoint Director Rose Harvey as a member of the Hudson River Park Trust Board's Design Committee and ratify the membership of the Design Committee to include Directors Pamela Frederick, Erik Kulleseid, Basil Seggos, Mitchell Silver, Lowell Kern, and Rose Harvey; and be it further

RESOLVED, the Directors hereby appoint Director Rose Harvey as a member of the Hudson River Park Trust Board's Sanctuary Committee and ratify the membership of the Sanctuary Committee to include Directors Basil Seggos, Erik Kulleseid, Pamela Frederick, Mitchell Silver and Rose Harvey; and be it further

RESOLVED, that the President or her designee(s) be, and each of them is hereby authorized to take such actions as the President or her designee(s) may deem necessary or appropriate in order to implement the foregoing resolutions.

HUDSON RIVER PARK TRUST – Authorization for Hudson River Park Trust to Contract with C.A.C. Industries Inc. for the Gansevoort Peninsula Surcharge Program in an Amount Not To Exceed \$1,809,000 Plus a 10% Contingency for a Total Board Authorized Amount of \$1,989,000

RESOLVED, based upon the materials presented to the Board of Directors at its meeting on January 28, 2021, a copy of which is ordered filed with the records of the Hudson River Park Trust, the Board hereby authorizes the Hudson River Park Trust to contract with C.A.C. Industries Inc. for the Gansevoort Peninsula Surcharge Program in an amount not to exceed \$1,809,000 plus a 10% contingency for a Total Board Authorized Amount of \$1,989,000; and be it further

RESOLVED, that the President or her designee(s) be, and each of them is hereby, authorized to take such actions as the President or her designee(s) may deem necessary or appropriate in order to implement the forgoing resolution.

HUDSON RIVER PARK TRUST – Authorization to Amend the Contract with Dennis L. Cuning (d/b/a DLC Consulting) for Pier 40 Garage Operations - Auditing and Oversight Services

RESOLVED, based on the materials presented to the Board of Directors at its meeting on January 28, 2021, a copy of which is ordered filed with the records of the Hudson River Park Trust, the Board of Directors hereby authorizes the Hudson River Park Trust to amend the contract with Dennis L. Cuning (d/b/a DLC Consulting) for Pier 40 Garage Operations – Auditing and Oversight Services by an amount of \$150,000, plus a \$30,000 contingency, for a Total Board Authorization Amount of up to \$968,000, and to extend the term for an additional two years through March 31, 2023; and be it further

RESOLVED, that the President or her designee(s) be, and each of them is hereby authorized to take such actions as the President or her designee(s) may deem necessary or appropriate in order to implement the foregoing resolution.

The Trust President then provided an update on the Preliminary Budget for the next fiscal year, the status of design and construction in the Park, including for Pier 76, an update on River Project and Public Programs, information on Battery Park City Authority’s proposed resiliency project, and an announcement of the Significant Action process for the proposed Intrepid lease. The Chair and other Directors thanked Ms. Wils for her 10 years of service as the Trust’s President.

The Chair then made a motion for Noreen Doyle to serve as Acting President and Chief Executive Officer, which motion was unanimously approved.

HUDSON RIVER PARK TRUST - APPROVAL OF ACTING CORPORATE OFFICER

RESOLVED, that the Board of Directors of the Hudson River Park Trust at its meeting of January 28, 2021 hereby appoint Noreen Doyle as Acting President and Chief Executive Officer; and it be further

RESOLVED, that the Acting President or her designee(s) be, and each of them is hereby authorized to take such actions as the Acting President or her designee(s) may deem necessary or appropriate in order to implement the foregoing resolution.

Jeffrey LeFrancois presented the Advisory Council report, announcing that the next meeting was scheduled for February. Connie Fishman presented the Hudson River Park Friends' report, including Friends' current fundraising events and volunteer programs.

The meeting adjourned at 5:20 pm.