

**MEETING OF THE
HUDSON RIVER PARK TRUST
BOARD OF DIRECTORS
Pier 40, New York, NY
May 19, 2022 at 4:00 pm
Virtual Meeting via Zoom**

MINUTES

Directors Present:

Patrick Foster on behalf of Director Seggos (served as Chair)
Vicki Been
Erik Kulleseid
Rose Harvey
Sarah Nielson on behalf of Director Donoghue
Aloysee Heredia Jarmoszuk
Jeffrey Kaplan
Tom Pegues
Idehen (ID) Aruede
Pamela Frederick
Lowell Kern

Appearances:

Hudson River Park Trust
Noreen Doyle, President and CEO
Kimberly Quinones, CFO and Executive Vice President, Finance & Real Estate
Christine Fazio, General Counsel

Also present:

Connie Fishman, Friends of Hudson River Park
Daniel Miller, HRPT Advisory Council

With a quorum being present, Chairman Foster called to order the May 19, 2022 meeting of the Hudson River Park Trust Board of Directors.

Chair Foster explained that, due to the coronavirus pandemic and consistent with legislation adopted as part of the New York State Budget that allows for virtual meetings under the Open Meetings Law through June 8, 2022, this meeting was held remotely via a Zoom teleconference enabling the general public to listen to the meeting. The meeting was also recorded and will be posted on the Trust's website and a stenographer provided a transcript of the meeting.

The Directors received the Agenda materials in advance of this meeting and were free to ask questions or comment at any time on the action items submitted for approval. Questions and comments from the audience were not entertained at this meeting. Chair Foster noted that the Board memos and resolutions on the meeting's agenda were posted on the Trust website in the link entitled "Board Meetings, Bylaws and Other Materials" under "Board Agendas and Minutes" and thus are available to the public.

Chair Foster stated that, because consideration of the Chelsea Piers Proposed Final Lease is before the Board today, the typical order of the Agenda has changed. Daniel Miller presented the Hudson River Park Advisory Council report first (the summary of the Advisory Council report is found at the end of these Minutes).

Chair Foster asked if there were any questions regarding the Advisory Council report before proceeding with the action items on the Agenda, there being none, he began by stating that there are 6 items on the Consent Agenda: 1) Approval of Minutes and Ratification of the Actions Taken at the March 24, 2022 Meeting of the Hudson River Park Trust Board of Directors; 2) Authorization to Extend Term of Contracts with CH2M Hill Engineering and Hunter Roberts Construction Group for Pier 40 Structural Restoration Related Services; 3) Ratification of and Authorization to Extend Term of Contract with Pentagram Design, Inc. for Parkwide Signage Design Services; 4) Authorization to Adopt new Document Retention Schedule; 5) Ratification and Adoption of 2022 Investment Guidelines; and 6) Annual Confirmation of the Hudson River Park Mission Statement and Performance Measures.

Chair Foster then called for a motion to approve all of the items on the Consent Agenda. The following Resolutions on the consent agenda were unanimously approved by the Directors.

HUDSON RIVER PARK TRUST - Approval of Minutes and Ratification of the Actions Taken at the March 24, 2022 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 March 24, 2022 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 - Authorization to Extend the Terms of Contracts with CH2M Hill Engineering, P.A. and Hunter Roberts Construction Group, LLC for Professional Services Related to Pier 40 Structural Restoration

RESOLVED, based upon the materials presented to the Board of Directors at its meeting on May 19, 2022, 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 extend the term of contract with CH2M Hill Engineering, P.A. for Pier 40 Structural Restoration Engineering through and including March 31, 2023; and be it further

RESOLVED, the Board hereby authorizes the Hudson River Park Trust to extend the term of contract with Hunter Roberts Construction Group, LLC for Pier 40 Structural Restoration Construction Management Services through and including March 31, 2023; and be it further

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

HUDSON RIVER PARK TRUST – Ratification of and Authorization to Extend the Contract Term with Pentagram Design, Inc. for Parkwide Signage Design Services

RESOLVED, based upon the materials presented to the Board of Directors at its meeting on May 19, 2022, a copy of which is ordered filed with the records of the Hudson River Park Trust, the Board hereby ratifies and approves the extension of the term of contract with Pentagram Design, Inc. for Parkwide Signage Design Services through and including June 30, 2022; and be it further

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

HUDSON RIVER PARK TRUST - Adoption of the General Records Retention and Disposition Schedule issued by the New York State Archives and Records Administration as the Document Retention and Disposition Policy of the Hudson River Park Trust

RESOLVED, based upon the materials presented to the Board of Directors at its meeting on May 19, 2022, a copy of which is filed with the records of the Hudson River Park Trust, the Board hereby adopts *General Retention and Disposition Schedule for New York State Government Records*, effective as of September 2016 pursuant to Article 57-A of the Arts and Cultural Affairs Law (the “*General Retention Schedule*”), as the Trust’s Document Retention and Disposition Policy; and be it further

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

HUDSON RIVER PARK TRUST – Ratification and Adoption of 2022 Investment Guidelines for Hudson River Park Trust pursuant to New York State Public Authority Law Section 2925 and the New York State Comptroller’s Investment Guidelines for Public Authorities

RESOLVED, based upon the materials presented to the Board of Directors at its meeting on May 19, 2022, a copy of which is ordered filed with the records of the Hudson River Park Trust, the Board hereby ratifies and adopts the Hudson River Park Trust 2022 Investment Guidelines; and be it further

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

HUDSON RIVER PARK TRUST – Confirmation of Hudson River Park Trust Mission Statement and 2022 Performance Measures

RESOLVED, based on the materials presented to the Board of Directors at its meeting on May 19, 2022, a copy of which is ordered filed with the records of the Hudson River Park Trust, the Directors hereby confirm the Hudson River Park Trust Mission Statement and 2022 Performance Measures; and be it further

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

Chair Foster then proceeded with the corporate actions, introducing the first item: Consideration of the Lease Agreement with Chelsea Piers L.P. and North Operating Company L.P.

President Doyle stated that Trust staff has previously shared a detailed memo with the Directors regarding the Proposed Final Lease for Chelsea Piers. Because that memo, the Proposed Lease, and other materials are also on the Trust’s website, President Doyle notified that she would limit the presentation to providing relevant historical background and then summarizing key elements of the Proposed Lease. President Doyle began by stating that in 1994, prior to creation of Hudson River Park, the NY State DOT and Chelsea Piers entered into a 30-year lease allowing Chelsea Piers to construct and operate a mixed-used sports and entertainment complex for the property generally located between 17th and 22nd Streets west of the Route 9A bikeway. In 1996, State DOT amended that lease to allow for a longer lease term of 49 years.

In 1998, the Hudson River Park Act was passed, and pursuant to the Act, the Trust inherited that existing lease from the State DOT. At that time, Chelsea Piers was already a fully constructed and operational facility recognized by the Act, inclusive of its location and uses.

Although the current lease does not expire until 2043, in 2017, the Trust received a request from Chelsea Piers for a lease renewal in support of its long-term financing and subleasing needs. While Trust staff understood Chelsea Piers’ need for a longer term, staff determined that simply extending the Lease would not secure sufficient public benefits. Accordingly, the Trust and Chelsea Piers began negotiating for a new Lease that adds protections for the Trust with respect to use, construction, insurance and other matters, improves public space, increases rent, and achieves other benefits while allowing Chelsea Piers to continue operating a successful business that many New Yorkers have come to rely on.

On February 11, 2022, the Trust made the Proposed Lease that was the result of this negotiation process available for public review and comment and commenced the mandated “significant action” process. The Proposed Lease is for substantively the same property as under the current lease and allows very similar uses. The new lease term would extend to 2055 with one

10-year renewal option, meaning that if the 10-year renewal option were exercised, the new lease would expire in 2065 as opposed to the current lease expiration date of 2043.

There are many benefits of the Proposed Lease as compared to the 1994 Lease, including a number related to new requirements that would collectively allow the Trust to better control the mix of uses at the facility. For example, under the current lease, there is no minimum size for the popular sports uses at the Premises to be retained. The Proposed Lease would require the greater of 330,000 square feet or 37.5% of total usable square footage for sports and recreation uses.

Similarly, under the current lease, the Trust has very few rights to control activities on site that could increase on- and off-site traffic or conflict with the public's enjoyment of the park. The Proposed Lease gives the Trust many new review and approval rights, such as requiring the Trust to approve any additional catering spaces in excess of 5,000 square feet, new restaurant space exceeding 15,000 square feet, and additional retail space in excess of 30,000 square feet. The Trust would be able to consider material increases or changes in vehicular traffic, noise, and other environmental impacts when considering these and other proposed changes. Additionally, the lease would newly prohibit uses like nightclubs, jet skis, big box retail, and docked party boats.

The Proposed Lease places an overall cap on infield construction and gives the Trust new review rights for this construction based on size and location, as well as new approval rights for additions and alterations. The current lease provides for almost no such controls. The Proposed Lease also has important new insurance, casualty restoration, and other requirements that much better protect and insulate the Trust from various liabilities. As just one example, under the existing lease, Chelsea Piers does not need to restore the premises if the gap between the estimated cost of restoration and insurance proceeds is \$1 million or more.

Chelsea Piers already accounts for approximately 25% of the Trust's annual self-generated operating revenue. The Proposed Lease increases the amount of rent payable to the Trust. Base Rent would be 7.5 percent greater for this current lease year under the Proposed Lease as compared to the current Lease, and will increase during the term by both fixed percentage escalations and CPI increases every two years. Other rent categories include percentage rent on gross revenue, payments in lieu of real estate taxes, and a new rent category referred to as transaction rent, payable if the lease is assigned or a major sublease is entered into. Total collections over the life of the Proposed Lease, including PILOT, are projected at approximately \$855 million. During the negotiation process, and certainly during the public review process, a great deal of attention has

focused on the need for public access improvements. The existing facility was approved and built prior to the creation of the Park, and consequently, aspects of the built premises were allowed that might not be approved if this was developed from scratch today. In particular, concerns have been raised both the extent of the eastern frontage devoted to vehicles as opposed to pedestrians and bicycles.

Under the current lease, there is no obligation to improve any of the existing public access paths, service road, or signage for the balance of the lease term. The Proposed Lease obligates Chelsea Piers to construct new public access improvements along the waterfront path from Pier 59 to Pier 62 to better integrate Chelsea Piers with the rest of the Park. The improvements are divided between “baseline improvements” for which Chelsea Piers must bear the full cost, and “enhanced improvements” for which Chelsea Piers may take a rent credit of up to \$3 million over a 7-year period to offset actual costs.

The primary baseline improvement is a new overwater platform south of the Pier 59 headhouse that will provide a better transition from and to the already constructed Pier 57 waterfront esplanade. The potential enhanced improvements include the installation of pavers or other surface treatments and an enlarged entryway at Pier 62. Since the Trust does not yet have construction details or cost estimates for the enhanced work from Chelsea Piers, it has reserved on whether all or some of the enhanced work will proceed, though staff certainly believes that if feasible, these improvements should be pursued. In addition, an important new element of the Proposed Lease is the inclusion of a new mandatory traffic and pedestrian management plan that includes staffing ten locations as necessary.

The public comment period for the Trust’s Significant Action process took place between February 11 and April 26, and a virtual public hearing attended by multiple Directors took place on March 22. In total, the Trust received 30 oral comments and 425 written comments from individuals and organizations, with the significant majority supporting the Proposed Lease as is. Trust staff have shared with the Directors a detailed Response to Comments document that summarizes the comments and the Trust’s responses, which is also posted on the Trust’s website.

During the public review process, the general topic of public access generated the most frequent, and often passionate, discussion. As the Directors are aware, notwithstanding the overall public support for Chelsea Piers, Community Board 4, the Park’s Advisory Council, and various elected officials have written to the Trust seeking improvements to the eastern frontage area. In

particular, these stakeholders believe that one of the three existing service road lanes should be removed so that the amount of space devoted to pedestrians can be increased. Prior to commencing the Significant Action process, the Trust had sought a similar commitment from Chelsea Piers, but Chelsea Piers consistently maintained that widening the sidewalk is not feasible at the present time because the adjacent driveway is needed to support its wide range of current business operations. Chelsea Piers believes their commitment to build an improved waterfront walkway will direct pedestrians from the eastern frontage, thereby minimizing potential conflicts with vehicles. Nevertheless, as a result of the negotiations, the Proposed Lease circulated for public review included a more robust traffic management program and other smaller improvements to mitigate traffic effects along the service road driveway.

Given the extent of stakeholder concern on this subject, Chelsea Piers and the Trust continued to engage in negotiations during and subsequent to the Significant Action process that included Chelsea Piers meeting directly onsite with stakeholders to discuss concerns and other opportunities. As a result of this community collaboration, the Final Proposed Lease includes new commitments related to the eastern frontage as well as new green energy measures. This language has been provided to the Directors previously. Specifically, the Final Proposed Lease incorporates Chelsea Piers' commitments documented in a letter sent to Manhattan Community Board 4 on May 10, 2022, including measures related to green energy, additional service road and sidewalk improvements, safety measures at garage entry points, and the addition of bikeshare stations.

In addition, the Final Proposed Lease now also includes a provision whereby Chelsea Piers and the Trust will implement a joint planning effort at defined intervals during the lease term, and upon the occurrence of significant triggering events that could substantially impact traffic, with the goal of reducing vehicular use on the eastern frontage road in favor of increased pedestrian or even cyclist space. The process would require the Trust and Chelsea Piers to invite Community Board 4 and New York State and City Departments of Transportation to participate. Under this additional lease provision, the parties would have to agree on an equitable cost sharing structure to implement identified improvements, and the Trust's share of these costs would be handled through a monthly base rent reduction to Chelsea Piers, not to exceed \$500,000 per annum. The specific improvement projects and cost to the Trust will be brought before the Board for review and approval before any rent credit is granted.

Finally, as noted in the Board memo, and as required by the Public Authorities Law, the Trust filed a Notice of Disposition of Real Property by Lease with the New York State Comptroller and other state agencies. The notice explains that the value of the rent in the Proposed Final Lease represents greater than fair market value to the Trust over the term for the Premises as encumbered by the 1994 Lease based on a final appraisal report prepared for the transaction. The appraisal was also made available to the public as part of the Significant Action process.

The Proposed Final Lease supports the Trust's mission by facilitating the continued operation of a commercial complex, widely regarded as a community resource, and securing its character as a sports and recreation facility; achieving significant improvements to the waterfront public access pathway from Pier 59 to Pier 62; ensuring the long-term maintenance and repair of piles, bulkheads, and other Park infrastructure at no direct cost to the public; offering dinner and sightseeing cruises that put people on the river and create an attraction for the tourist industry; retaining approximately 2,000 part-time and full-time job opportunities including many in the studio and tourist industries that are important to the economy of the City and State; and generating a substantial source of revenues to support the Trust's annual operating expenses.

President Doyle then requested that the Board approve and authorize the execution of the Proposed Final Lease between the Hudson River Park Trust and Chelsea Piers for Pier 59, Pier 60, and Pier 61 and connecting Headhouse.

Chair Foster asked if there were any questions or comments. Director Harvey and Director Frederick made comments wholly endorsing the approval of the lease. Director Harvey explained that the Proposed Lease provides many benefits that will benefit the public and the Trust will have more control as compared to the old lease. She also stated that the Trust worked hard on the pedestrian access and it will likely move to the waterfront. While alternative use of the three lanes cannot happen immediately, it likely will occur under the new lease as there are now trigger points. Director Frederick added that in listening to the public hearing, there is a lot of public support for Chelsea Piers. In comparing the struggles to find a tenant for Pier 40, Chelsea Piers is a pretty successful tenant and the Trust did not hear negative comments about the uses that Chelsea Piers has. She concluded that we do hope that Chelsea Piers can reduce vehicular traffic in the future. Director Been thanked Daniel Miller, Community Board 4, the Advisory Committee Commission and all the people who spoke at the public hearing and submitted comments. She further stated that while the Trust did not get everything it wanted, it did get a huge amount of good for the

public and the Park and that we really owe this to the community and all the input that the Trust received.

There being no further comments, upon a properly called motion, the following resolution passed with the approval of nine Directors.

HUDSON RIVER PARK TRUST – Authorization to Enter into Lease Agreement with Chelsea Piers L.P. and North River Operating Company L.P.

RESOLVED, based on the materials presented to the Board of Directors at its meeting on May 19, 2022, a copy of which is ordered filed with the records of the Hudson River Park Trust, the Directors hereby approve and authorize the execution of the Proposed Final Lease between the Hudson River Park Trust and Chelsea Piers L.P. and North River Operating Company L.P.; and be it further

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

[Resolution was approved by all Directors except Director Kern.]

Chair Foster then referred the Directors to the next item before the Board: request for Approval of Contract with AKRF, Inc. for Environmental Consultation Services for Habitat Enhancement Monitoring. Chair Foster also stated that on behalf of New York Department of Environmental Conservation, he would be abstaining from the vote.

President Doyle began with stating that in 2021, the Trust installed over 200 enhancement structures in Hudson River Park’s Estuarine Sanctuary waters between Piers 26 and 34 as part of the Tribeca Habitat Enhancement Project. The various enhancement structures including biohuts, textured concrete pile encasements, reef balls, pile wraps and gabions were designed to increase the Sanctuary’s oyster population and provide varied habitat options for benthic, epibenthic and mobile species. Prior to installing the structures, baseline monitoring was conducted, and the Trust has committed to conduct additional research through an annual monitoring program designed to measure the effects of the enhancement structures and the changes over time in estuarine communities and conditions that may result from their deployment.

Trust staff prepared a request for quotes seeking a consultant from the list of approved on-call environmental consulting firms that the Board had approved in March 2021. Based on the two responses received, Trust staff found AKRF, Inc.'s proposed pricing, team composition inclusive of subconsultants from academic and research institutions, and its experience with similar projects to be the submission providing the best value for the Trust.

President Doyle then requested Board approval to contract with AKRF, Inc. for Environmental Consultation Services for Tribeca Habitat Enhancement Monitoring for a period of up to five years in a contract amount not to exceed \$1,034,000.73. Funding for this contract is available from a New York State Department of Environmental Conservation grant.

Chair Foster asked if there were any questions or comments. There being none, upon a properly called motion, the following resolution passes unanimously, with one abstention by Chair Foster.

HUDSON RIVER PARK TRUST – Authorization to Contract with AKRF, Inc. for Environmental Consultation Services for Tribeca Habitat Enhancement Monitoring

RESOLVED, based upon the materials presented to the Board of Directors at its meeting on May 19, 2022, a copy of which is ordered filed with the records of the Hudson River Park Trust, the Board hereby approves the contract with AKRF, Inc. for Environmental Consultation Services for Habitat Enhancement Monitoring for a period of up to five years in a contract amount not to exceed \$1,034,273; and be it further

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

Chair Foster moved onto the next item before the Board: Authorization to Contract with Prestige Stone & Pavers Corporation for Parkwide Unit Paving Restoration.

President Doyle began by stating that the various types of unit pavers on Hudson River Park's esplanade and pathways require periodic capital maintenance to address conditions resulting from heavy usage, exposure to weather, and age. The Trust uses a contractor to perform necessary paver restoration work throughout the Park on an as-needed basis.

On April 7, 2022, the Trust released an RFP for Parkwide Unit Pavers Restoration and received five proposals on the submission deadline of April 28. A selection committee comprised of Trust staff reviewed the submissions and evaluated each according to the identified selection criteria in the RFP. Trust staff identified Prestige Stone & Pavers Corp as the highest ranked proposer, which also offered the lowest fee proposal for the most commonly needed paver types. Prestige has completed projects throughout New York City, including for Battery Park City Authority, the New York City Department of Parks and Recreation, Department of Design and Construction, and the Trust. Prestige is also a NYS-certified MWBE firm.

President Doyle then requested Board authorization to enter into a contract with Prestige Stone & Pavers Corp. for Parkwide Unit Paver Restoration in the amount of \$1,000,000 plus a 10% contingency for a Total Board Authorization Amount of up to \$1,100,000. Funding for this is available through the capital maintenance portion of the Trust's annual operating budget.

Chair Foster asked if there were any questions or comments. There being none, upon a properly called motion, the following resolution passed unanimously.

HUDSON RIVER PARK TRUST - Authorization to Contract with Prestige Stone & Pavers Corp for Parkwide Unit Pavers Restoration for a Total Board Authorization Amount of up to \$1,100,000

RESOLVED, based upon the materials presented to the Board of Directors at its meeting of May 19, 2022, 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 Prestige Stone & Pavers Corp. for Parkwide Unit Pavers Restoration for a three-year term in the amount of \$1,000,000 plus a 10% contingency for a Total Board Authorization Amount of up to \$1,100,000; and be it further

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

Chair Foster then referred the Directors to the next item before the Board: Ratification and Approval of Contract with Dima Productions, LLC for Blues BBQ Festival Event Production Services.

President Doyle began by stating that the Blues BBQ Festival has become a signature element of Hudson River Park's summer events calendar and is very popular. The Trust has historically hired an events production company to produce the event, inclusive of identifying and hiring the talent. This year's Blues BBQ Festival will take place in-person at Pier 76 on Saturday, August 13.

The Trust released an RFP for Blues BBQ Festival Event Production Services on November 24, 2021 and received two proposals on the submission deadline of January 6, 2022. Trust staff reviewed the two submissions and evaluated each respondent based on the criteria set forth in the RFP. Trust staff determined that Dima Productions was the most qualified of the two respondents and that Dima offered a fee and cost proposal that is fair, reasonable, and aligns with standard industry rates, and thus presents the "best value" to the Trust. Dima has successfully performed work for the Trust at past Blues BBQ Festivals as well as other events in the city including the Seaport Music Festival and Coney Island Music Festival. Dima is also a New York State certified MWBE.

President Doyle the requested ratification and approval by the Board of the contract with Dima Productions, LLC for Blues BBQ Festival Event Production Services for a contract term of one year with four one-year renewal options for a total contract amount of up \$955,603 over the five-year period. Funding would be available from the Trust's Operating Budget as approved by the Board each year.

Chair Foster asked if there were any questions or comments. Director Been stated that she was glad to hear the festival was returning in person. Director Kern asked if the production company also procures the food vendors and President Doyle responded yes. There being no further questions, upon a properly called motion, the following resolution passed unanimously.

HUDSON RIVER PARK TRUST – Ratification and Approval of Contract with Dima Productions, LLC for Blues BBQ Festival Event Production Services

RESOLVED, based upon the materials presented to the Board of Directors at its meeting on May 19, 2022, a copy of which is ordered filed with the records of the Hudson River Park Trust, the Board hereby ratifies and approves the contract with Dima Productions, LLC for Blues BBQ Festival Event Production Services for a period of up to five years in a contract amount not to exceed \$955,603; and be it further

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

Chair Foster then introduced the next item before the Board: Authorization to Contract with Carson Worldwide, LLC for SUBMERGE Marine Science Festival Event Production Services.

President Doyle began by stating that The SUBMERGE Marine Science Festival is a free public festival dedicated to celebrating coastal waters through hands-on science. This signature educational event is core to Hudson River Park’s mission to promote awareness and stewardship of the Hudson River and the Park’s Estuarine Sanctuary, and brings together science exhibitors, talent, research vessels, food vendors and other relevant family vendors for a free, day-long public event targeting children, students, and their families.

The Trust released an RFP for SUBMERGE Marine Science Festival Event Production Services on November 24, 2021, but the RFP failed because only one response was received on the submission due date. The Trust thereafter released a new RFP as a “Discretionary Procurement” for MWBE and SDVOB certified firms on February 22, 2022 and received three proposals on the submission deadline of March 16, 2022.

Trust staff reviewed the three proposals pursuant to the criteria set forth in the RFP and found that Carson Worldwide was the most qualified and offered a fee and cost proposal that is fair, reasonable, and aligns with standard industry rates. Carson has extensive experience managing cultural and educational event production, including The Oyster Festival and Novant Health Welcome Back Festival. Carson is a New York certified MWBE firm.

President Doyle then requested Board approval to contract with Carson Worldwide LLC for a one-year term with four one-year renewal options, for a total contract amount of up to \$800,960 over the five-year period. Funding would be available from the Trust’s Operating Budget as approved by the Board each year.

Chair Foster asked if there were any questions or comments. There being none, upon a properly called motion, the following resolution passed unanimously.

HUDSON RIVER PARK TRUST – Authorization to Contract with Carson Worldwide, LLC for SUBMERGE Marine Science Festival Event Production Services

RESOLVED, based upon the materials presented to the Board of Directors at its meeting on May 19, 2022, a copy of which is ordered filed with the records of the Hudson River Park Trust, the Board hereby approves the contract with Carson Worldwide, LLC for SUBMERGE Marine Science Festival Event Production Services for a period of up to five years in a contract amount not to exceed \$800,960; and be it further

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

Chair Foster then asked President Doyle to present the President’s report. President Doyle started with the exciting news that it’s finally truly Spring outside, and that means that every Department at the Park is in full gear. Seasonal staff in the Trust’s horticulture and public programs department have come aboard, and flowers have been in bloom across the four-mile footprint thanks in part to last year’s joint effort between the Horticulture Department and Hudson River Park Friends and scores of volunteers to plant nearly 40,000 bulbs. The outdoor concessions have reopened for the season, and the Trust’s Facilities Department is getting ready to turn on the sprinklers in time for Memorial Day, which is amazingly just two weeks away. There is a great deal of construction going on throughout the park.

At Pier 97, installation of the Shade Structures is almost complete. Contractors are installing drainage mats and geofoam fill at the future lawn area, and a considerable amount of the required cast-in place concrete has been poured in various areas. The concrete block structural wall for the Overlook is complete and electrical conduits for light fixtures and power receptacles are being installed. The general contractor for the new comfort station expects to begin work at the end of the month.

At Chelsea Waterside, after completing salvage, removal, and earthwork operations, the site contractor is presently installing footings, curbs, walls, and site utilities in the Central Area, Overlook, and Dog Run areas. The Trust is still on track to open the larger, improved dog run in the summer. The comfort station contractor has completed the foundation and is in the midst of

installing subgrade plumbing and electrical utilities associated with the new comfort station. The Public Programs department has sent notices to field users to inform them that the field will be closing in June to enable construction, and the Trust has prioritized finding alternative locations for youth users at other park fields during construction. The Trust is fortunate that the timing of the new rooftop field at Pier 40 will be able to serve as swing space for these field users.

The Albany County Court has allowed construction to continue at the Gansevoort Peninsula while the Court reviews all papers filed in the Article 78 Petition by petitioner Mariah Lopez. The Trust will certainly inform the Board and the many advocates including the Advisory Council and Community Board 2 when the Court issues its final ruling on that litigation.

In the meantime, Gansevoort is a very busy site. Steven Dubner Landscaping is busy constructing sports field, subsurface infrastructure, boardwalks, pine grove walkways, and final grading. The 13th Avenue promenade work is proceeding well, including the installation of soils, trees, and even some plantings! Now that the in-water construction moratorium has concluded, work on the resilient southern edge and salt marsh on the northern edge is proceeding. EJ Electric has completed sports lighting installation and is beginning lighting installation for the rest of the peninsula. Padilla Construction and all building contractors have mobilized to begin construction of the new restroom building. Trevcon Construction is coordinating with Billion Oyster Project to complete seeding of oyster gabions and reef balls that will be installed near the salt marsh starting in mid-Summer.

Moving back to the northern end of the park, Private Passage by Malcolm Cochran was reinstalled in Clinton Cove on April 26 after a comprehensive restoration in Virginia. It has returned with a new exterior coating, more resilient windows and a fully rehabilitated interior. The conservation team will be on site completing some minor touch up work later in May. This was a very complicated project that also entailed securing approvals from the NYC Public Design Commission and President Doyle thanked Kate O'Malley for spearheading the project.

Staff from the Design and Construction departments continues to lead the review of proposals received for the Estuarium design services RFP and tennis court reconstruction RFP and President Doyle hopes hope to bring those selections to the Board this summer. The OLIN Studio continues to refine the Pier 26 Science Play Area design based on feedback from the Trust and is completing construction documents later this Spring.

At Pier 40, aside from continuing the comprehensive pile repair program and completing the new rooftop field, the Trust is also out to bid on a project related to replacement of the loading dock roof that rings the perimeter of the courtyard field. The Trust recently installed some safety netting in this area as a protective measure while they explore longer term options for this area. As the Trust advised the Finance Committee recently, now that the pile work is nearing completion along with other infrastructure repairs such as the Phase 3 roof, the Trust will need to assess its priorities for using the balance of the air rights funds as the remaining funds – approximately \$18 million – will not suffice for all of the work that staff has identified as needing attention.

The Trust is also working with two outside projects that affect the Park. Staff is coordinating with the construction and development team for 550 Washington Street, the new Google building across from Pier 40, on the phasing and construction plan for the new crosswalk. Subject to that work receiving permits from the State and City Departments of Transportation, work is likely to occur in early Fall, though the Trust may approve certain early work for site efficiencies, especially given the anticipated adjacent tennis court work.

Last, the staff has been coordinating with Vornado, which is planning to convert Pier 94 into film and TV studio space. Pier 94 is not within the Park's boundaries. As part of the approved ULURP some years ago, Vornado is obligated to build public restrooms and a community amenity room on their property, but bordering Clinton Cove. Vornado has been coordinating with the Trust and Community Board 4 about the desired amenities which design must ultimately be approved by NYC.

Last month, staff coordinated the delivery and installation of an additional composter to support the growing amount of food scraps that the Park collects through its Community Composting Program. Hudson River Park Friends secured a grant from the NYS Pollution Prevention Institute that helped support purchase of the new composter which has a vessel rotating barrel system that can handle up to 2000 pounds of food scraps per day. The grant also supported the purchase of new compost bins. The Trust has installed the new bins with reflective park decals promoting the growing compost program throughout the Park. The Trust has also posted educational information about composting and its benefits on the fence surrounding the machinery north of the heliport.

The Trust and Friends have been very engaged with volunteer events this Spring. Friends and the Park's Horticulture Department work together closely to host both corporate volunteers

and dedicated individual gardeners known as the Green Team, and the Park has come to rely heavily on the work these volunteers do to support the Park's garden beds and habitat area. Recently, a group of volunteers from Turner Construction even repainted the courtyard tunnel at Pier 40 as part of the Park's Spring Cleaning program.

The Trust is excited that the 2022 Hudson River Park events schedule has been announced, and that it includes over 260 free events from May to October. The Trust's arts and cultural programming includes a mix of new series combined with returning foundational events. The Trust continues to highlight the diversity of people and places in and around the Park, bringing new performers and styles to different locations, all while working collaboratively with community organizations to support their performances, and introducing new ways of experiencing Hudson River Park.

In addition to the return of the Blues BBQ Festival on August 13 this year on Pier 76, highlights include the return of Hudson River Dance Festival on June 9 & 10 at Pier 63 featuring performances by dance companies curated by the Joyce Theater with generous donation from the SHS Foundation; Hudson RiverKids on Mondays at Pier 25 and Thursdays at Pier 63; Dance on Tuesdays featuring Sunset Salsa in June and Afro-Caribbean dance in July -- both at Pier 76 -- and Bollywood & Bhangra in August at Pier 84; Jazz at Pier 84 in collaboration with the Jazz Foundation of America every other Wednesday in June, July and August; Sunset on the Hudson concerts on Friday nights at Pier 45 throughout the season; and Healthy on the Hudson, sponsored by Lululemon, on Mondays through Fridays at multiple Pier locations throughout the Park. The Trust will also be hosting Bicycle Skills 101 in collaboration with Bike NYC, once a month in May through August at Pier 76.

A complete listing with dates and times is now on the Hudson River Park website at hudsonriverpark.org/events. The updated website home page also features more of the park's beauty, amenities, and activities.

The River Project is also gearing up for a busy season of hands-on environmental science, with opportunities for all ages to discover and engage with the Estuarine Sanctuary and unique riverfront environment. The Wetlab will reopen for the 2022 season on Thursday, June 2 and will be celebrating the occasion with the Meet the Fishes event from 4 to 7 PM, where the public can explore the research aquarium and partake in guided tours of the wildlife collected so far this year.

Following Meet the Fishes, the Wetlab will continue to open for free to the public on a regular basis, with Wetlab Look-ins offered Tuesdays and Thursdays from 3 to 6 PM from June to October, and additional weekend hours from July to September. The Trust thanks the Facilities Department for the work they did to help ready the space for more students this year.

The Trust is very happy to be bringing back one of their all-time most popular programs, Big City Fishing, starting in July. The Trust supplies the rods, reels, bait, and instruction, and the public gets to learn catch and release fishing from Trust staff. The Trust is also bringing back the Ask a Scientist series, which welcomes guest STEM experts for humorous and informative talks followed by a live Q&A opportunity for guests. And of course, the Trust is also excited for the SUBMERGE Marine Science Festival scheduled for October 14 and 15 and Pumpkin Smash scheduled for November 5, both at Pier 84.

On May 7, the River Project hosted a shoreline cleanup as part of Riverkeeper's 11th Annual Sweep. Volunteers worked together to remove debris and conduct a macro plastics survey along the shoreline south of Pier 76. The data collected during the cleanup supports the Park's ongoing research of marine plastic pollution and educates the local community about the importance of reducing plastic waste.

On the same day, the Park participated in the Municipal Art Society of New York's Jane's Walk NYC. Park educators conducted a tour of the Compost Center at 34th Street. Visitors were shown the biodegradation process of large-scale composting, featuring the Park's new industrial composter. Participants learned about the environmental benefits of composting and healthy plant beds as well as how they can be involved in the Park's sustainability efforts.

The Park was honored to host Governor Hochul, Mayor Adams, Congressman Nadler, Senator Hoylman, and Council Member Bottcher and many community members and partners at the opening of the Pier 57 rooftop park on April 18. This new park space is currently open from 7AM-10PM, seven days a week, and the Trust is very pleased to announce that the new open space has been very popular. The ground floor spaces – including the Park's River Project classroom, food hall and public "living room" – are expected to open in the fall.

In addition, the annual financial audit for FY 22 is currently underway and the auditors, EFPR Group, expect to produce completed audited financials on or about June 15, 2022. The Trust will schedule a meeting with the Audit Committee so that EFPR Group can provide an overview

of the audited financial statements in late June before the final audit statement is posted on the Trust website.

At the beginning of the meeting, Daniel Miller presented the Advisory Council report that focused on safety, including bicycle and pedestrian safety around Chelsea Piers that was the basis of the Advisory Council's comment letter on the Proposed Chelsea Piers' lease. He stated that the Advisory Council has been very engaged over the past several years and has established standing committees, such as the committee to address equity, diversity and inclusion, committee to research the history of the Hudson River waterfront, the safety committee, and the executive committee. The agenda and minutes are published on the Hudson River Park website bringing in awareness to the Council and its operations. He further referred to two letters sent by the Advisory Council that focused on safety, particularly safety on the Greenway. He stated that NYS DOT, NYC DOT and the Trust should establish a task force to address the increasing traffic flow on the Greenway. He also provided a study commissioned by the Advisory Council related to traffic and the Chelsea Piers lease on the "chat" box, which report addresses the narrowing of the Greenway in front of Chelsea Piers and the blocking that occurs on the third lane of the eastern service road.

Chair Foster asked Connie Fishman to provide the Hudson River Park Friends report. Ms. Fishman stated that the Hudson River Park Friends was focusing on fundraising events, including the recent announcement of its \$800,000 sponsorship of the Trust's summer of events season for this year and the following year. She stated that the October 2022 gala will honor Hudson Yards and Michael Novogratz. She stated that the Friends' volunteer program is well underway with more than 70 events planned. She stated that Friends' Board member Jen Cohen is working with Friends and Trust staff on a strategic communications plan for the Park for 2023, which is the Park's 25th anniversary. And Friends has joined the Bloomberg Connects Smartphone app program.

Chair Foster then asked the Directors if there was any further business for the meeting. There being none, Chair Foster called for a motion to adjourn. The motion was unanimously approved; the meeting was adjourned at 5:05 pm.