

**MINUTES OF THE MEETING  
OF THE BOARD OF DIRECTORS  
OF  
PUBLIC REALM IMPROVEMENT FUND GOVERNING GROUP, INC.**  
*October 30, 2018*

The annual meeting of the Members and Directors of the East Midtown Public Realm Improvement Fund Governing Group was held at 3:04 p.m. on October 30, 2018 at 120 Broadway, New York, NY 10271.

Public notice of this meeting was given and posted in accordance with the Open Meetings Law.

The meeting was chaired by Council Member Powers, Vice-Chairperson of the Governing Group, on behalf of Deputy Mayor Alicia Glen, Chairperson of the Governing Group. The following Directors and Alternate Directors were present:

The following Members were present:

- Hon. Keith Powers, Council Member for District 4
- Dan Garodnick, Designee of Speaker of the Council
- Terrence O’Neal, Member and Designee of Manhattan Community Board Six
- Susan Chin, Executive Director of the Design Trust for Public Space

The following Members acted by proxy:

- Hon. Gale Brewer, Manhattan Borough President
- Alicia Glen, Deputy Mayor of Housing and Economic Development
- Marisa Lago, Director of the NYC Department of City Planning
- James Patchett, President of the NYC Economic Development Corporation
- Polly Trottenberg, Commissioner of the NYC Department of Transportation
- Melanie Hartzog, Director of the NYC Office of Management and Budget
- Mitchell Silver, Commissioner of the NYC Department of Parks and Recreation
- Vincent Sapienza, Commissioner of the NYC Department of Environmental Protection

The following Directors and Alternate Directors were present:

- Hon. Keith Powers, Council Member for District 4
- Dan Garodnick, Designee of the Speaker of the Council
- Lizette Chaparro, Alternate Director for the Manhattan Borough President
- Terrence O’Neal, Member and Designee of Manhattan Community Board Six
- Susan Chin, Executive Director of the Design Trust for Public Space
- Caitlin Lewis, Alternate Director for Deputy Mayor of Housing and Economic Development
- Bob Tuttle, Alternate Director for the Director of the Department of City Planning

- Kim Vaccari, Alternate Director of the President of the Economic Development Corporation
- Lizette Christoff, Alternate Director for the Director of the Office of Management and Budget
- Ed Pincar, Alternate Director of the Department of Transportation
- Nicholas Molinari, Alternate Director for the Commissioner of the Department of Parks and Recreation
- Michael DeLoach, Alternate Director for the Commissioner of the Department of Environmental Protection
- Wally Rubin, Representative for Manhattan Community Board Five

The Meeting of Members commenced, a quorum being present.

**1. Public Realm Improvement Projects Status Update:** It was announced that the NYC Department of Design and Construction (DDC) and the NYC Department of Transportation (DOT) would present an update on public realm improvement projects within East Midtown. Jamie Torres-Springer, DDC's First Deputy Commissioner, and Emily Weidenhof, DOT's Director of Public Space, provided an update on the: (1) Pershing Square West plaza, (2) Pershing Square East plaza, (3) 43rd Street shared street, (4) Lexington Avenue thoroughfare improvements, (5) 53rd Street thoroughfare improvements, and (6) Park Avenue thoroughfare improvements.

Mr. Torres-Springer proceeded to discuss DDC's construction timelines for Pershing Square West. He noted that construction is anticipated to be complete before the end of 2018. The main outstanding item was the installation of the custom-fabricated bronze elements, including railing, trench drain grating and edging, given that they need to be retrofitted into the plaza after the granite and other elements were laid. He noted that the bronze elements were currently in production and were anticipated to be delivered over the ensuing weeks, after which they'd be installed in the plaza. He also stated that a grand opening would be planned in conjunction with the Grand Central Partnership.

Mr. Torres-Springer noted that DDC has created a front-end planning unit that provides basic planning analysis prior to the funding of a capital project, and that the agency will standardize their design elements moving forward, and will have multiple sourcing options for each element. These policy changes will ensure that future DDC plaza build-outs in East Midtown do not experience similar delays as did Pershing Square West.

Mr. Torres-Springer then provided an update on Pershing Square East. He noted that they plan to retain the Citi Bike bike-share station in the plaza, which is currently the most heavily used in the city, and incorporate new trees, plantings and security infrastructure. He further noted that while DDC intends to use the same material palette as used in Pershing Square West, they will ensure that the design is simple enough to be delivered on time and on budget. He further noted that a subsurface conditions survey was being carried out and would wrap up before the end of 2018. It was anticipated that those conditions would be less complex than those at Pershing Square West. The project is on an expedited review schedule.

The design stage is expected to commence in early 2019 and to be completed within two years, and construction is anticipated to be complete by Summer 2023.

Ms. Weidenhof provided an update on E. 43<sup>rd</sup> Street shared street, noting that the interim treatment was almost complete. She reminded the Governing Group that the scoping for 43<sup>rd</sup> Street and the Lexington Avenue thoroughfare improvements had been linked and briefly discussed the scoping process for the Lexington Avenue thoroughfare improvements, 43<sup>rd</sup> and 44<sup>th</sup> Street shared streets. She indicated that the full results of the below-grade survey would be complete in January of 2019, after which they would narrow down the proposed geometries of the improvements, and begin the design process with DDC.

Ms. Weidenhof provided further updates on early action items. Regarding the 53<sup>rd</sup> Street thoroughfare improvements, she relayed that implementation would proceed in spring of 2019. For the Park Avenue median improvements, Ms. Weidenhof noted that Metro North, who operates the train shed underneath Park Avenue, is in the process of scoping capital improvements in order to upgrade the shed. She relayed that the early-action interim improvements to the medians and left-hand turn bays would complicate Metro North's efforts, and in turn, the City had decided instead to focus on the design of permanent build-outs to the medians, and planned wait to implement them until the train shed upgrades are complete. She noted that there will be a public outreach process regarding the permanent design, and that it's currently in the very early stages.

Ms. Weidenhof discussed updates to Vanderbilt Plaza, which is in the preliminary design phase. Construction is anticipated to be complete in Summer of 2020, when the building is open and fully occupied.

Hon. Mr. Powers opened the floor to questions. He reiterated that the Lexington Avenue improvements would not be complete until 2023, and asked for clarity as to why that process would take five years. Mr. Torres-Springer noted that the roadbed on Lexington is the slab roof of the 4, 5, 6 subway line and presents an extremely complex subsurface condition. Therefore, it would be difficult to give a more precise time estimate until the subsurface conditions survey is complete. Hon. Mr. Powers inquired as to whether the thoroughfare improvements would cause any interference with the operation of the subway, to which Mr. Torres-Springer noted that it would not. Mr. Garodnick clarified with Mr. Torres-Springer that the subsurface conditions survey would be complete in six months, which would provide a clearer idea of the thoroughfare improvements' complexity. He also confirmed that this survey would cover all of the possible thoroughfare improvements. Mr. Torres-Springer explained that the estimated duration of five years was based on their projections for Pershing Square East, and is subject to change based on the survey results. He noted that the design process takes approximately 24 months, and that because of the city's design-bid-build construction system, the project needs to be fully designed before procurement can begin. Following procurement, a two-year construction schedule would be anticipated. He explained that the timetable is partly driven by the need to minimize disruption to vehicular traffic and subway operations.

Regarding the East 43<sup>rd</sup> Street capital build-out, Mr. Garodnick confirmed that the design process had commenced in Fall of 2018, but that construction would not begin until 2021. He inquired as to why there would be a multi-year gap between design and construction for this project, given that it was not above the subway. Mr. Torres-Springer noted that, as with the Lexington Avenue improvements, they could only provide estimates until the subsurface conditions survey is complete. Mr. Powers asked what could potentially be done to expedite the capital construction process for these projects. Mr. Torres-Springer detailed some of the inter-agency collaboration that had taken place to make the project move faster, noting that a two-year design process is an expedited timetable by City standards.

Mr. Powers asked for further detail regarding the Park Avenue median improvements. Ms. Weidenhof explained that Metro North will be incrementally digging up parts of the roadbed, and that DOT will be implementing their proposed design as these parts of the roadbed are being re-constructed. The opening up of the roadbed will already cause significant traffic disruption, which would be exacerbated by the implementation of additional interim median treatments.

Mr. Garodnick asked for clarification regarding the timetable for Vanderbilt Plaza. Ms. Weidenhof noted that a conceptual design was presented to Manhattan Community Board 5, and that their feedback was being discussed with SL Green and the Public Design Commission (PDC). She further noted that Vanderbilt Plaza has complex security requirements, with multiple agencies requiring certain levels of both access to and protection for the space. She confirmed that the next steps would be a refined proposal incorporating feedback from the Community Board and PDC.

Regarding Pershing Square East and West, Ms. Chin asked Mr. Torres-Springer about whether the discussions regarding the standardization of design materials between the two spaces had advanced to the PDC. Mr. Torres-Springer noted that those discussions would commence during the design process for Pershing Square East. He noted that they're balancing concerns about making the design details match as closely as possible, while utilizing materials that can be fabricated quickly and easily, in order to prevent similar delays with Pershing Square East. He noted that their design team would be working to carefully balance these goals. Ms. Chin asked if the design would be undertaken in-house or by a consultant. Mr. Torres-Springer confirmed that it would be designed by a consultant. He gave his assurances that DDC would be continually looking for ways to expedite the implementation of East Midtown public realm improvements, and committed to returning to the Governing Group at the next meeting to provide updates on any new ideas for time-saving measures.

Ms. Schreiberman, New York City Transit Operations Planning Group, presented an update on underway and future transit improvements in Greater East Midtown. She provided a brief overview of the Metropolitan Transportation Authority's (MTA) methodology in identifying eligible stations and the improvements within those stations, and detailed how as-of-right developments in Transit Improvement Zones would select and undertake the identified improvements. She presented the full list of currently eligible projects.

Ms. Schreiber then provided an update of the improvements currently underway at the 42<sup>nd</sup> Street-Grand Central station as part of the 2015 special permit approval of One Vanderbilt Avenue. She presented a map detailing the location of improvements that were being undertaken by the SL Green team, and those that were eligible to be undertaken through the Proposal for Greater East Midtown. Regarding the 1 Vanderbilt-associated upgrades, she detailed the purpose and need behind the platform-to-mezzanine stair improvements on the Lexington Avenue Line. Mr. O’Neal asked when the 1 Vanderbilt-related improvements would be expected to be complete, to which Ms. Schreiber noted that there had been some recent changes to the schedule, and that she would get back the Group with an answer. Ms. Chin asked for further clarity on one of the highlighted improvements that was eligible under East Midtown. Ms. Schreiber noted that the improvements in question were ‘placemaking’ upgrades, and confirmed for Mr. O’Neal that they would include new finishes and lighting. She confirmed for Mr. Rubin that SL Green does not need to do a design-build process and don’t have to follow MTA’s contracting practices, provided they follow their design guidelines.

Mr. Tuttle then provided a development update on behalf of the Department of City Planning. He thanked DCP’s partners at Community Boards 5 and 6, as well as Borough President Brewer and Mr. Garodnick, who were leaders and active members of the East Midtown Steering Committee. Mr. Tuttle briefly discussed the future development by JP Morgan Chase at 270 Park Avenue, which would provide an additional 9,000 permanent jobs, as well as 8,000 construction-related ones, and would provide an estimated \$41 million for the Public Realm Improvement Fund. He also noted that Grand Central Terminal would receive an additional \$10 million in funding for its upkeep and maintenance, providing for a total combined contribution that would be greater than the City’s \$50 million upfront contribution. He noted that the sale price for those landmark development rights—which came out to 312.50 per square foot—was substantially similar to the results of the City’s landmark TDR market study, which anticipated development rights to sell for around \$307.45 per square foot. He noted that JP Morgan’s contribution to the Improvement Fund would be expected by the end of 2018, and that the new development would be expected to be complete by 2023, replete with a new public space on its property. Mr. Tuttle clarified for Hon. Mr. Powers that while the \$41 million would be deposited into the Improvement Fund, the additional \$10 million was for a continuing maintenance plan that LPC and MTA established prior to the enactment of the Greater East Midtown plan. He further clarified for the Hon. Mr. Powers that the funds would be deposited directly into the Improvement Fund at the conclusion of the sale.

Mr. Garodnick inquired about the mandatory public space requirements as they applied to 270 Park Avenue. Mr. Tuttle noted that 270 Park would be providing a public space via the certification process outlined in the Proposal for Greater East Midtown. He noted that JP Morgan was pursuing a text amendment to modify the public space requirements. He informed the group that he could provide further information once the application is filed. Mr. Rubin clarified for the group that JP Morgan had presented to Manhattan CB 5, and had indicated that they would be looking to modify the minimum size requirements for the public space from 10,000 square feet to 7,000 square feet. Mr. Rubin pointed out that this proposed modification was of concern to Community Board 5, and that they were further concerned

that the site had not been identified as a possible development site in the Environmental Impact Statement (EIS) for the Proposal for Greater East Midtown. Mr. Tuttle briefly spoke to the validity and methodology of the EIS, emphasizing that it considered a scenario in which the full capacity of development potential was realized, and in turn analyzed a wide variety of potential impacts. He clarified that the future text amendment application by JP Morgan would have a typical public review process, but that apart from the text amendment, the building would be developed as-of-right. Mr. Tuttle described the referral process to the Governing Group and noted that all members of the public would have the ability to testify at any future CPC public hearing. He clarified for Mr. O’Neal the referral and approval process regarding the purchase and transfer of landmark development rights under the East Midtown Framework, and re-iterated when the contribution to the Public Realm Improvement Fund would be deposited. He noted that the certification for 270 Park Avenue took approximately 7 months because it was the first to undertake the process, but that these applications would be anticipated to move a little quicker in the future.

2. **Directors and Alternate Directors:** It was announced that elections were in order to elect Directors and Alternate Directors of the corporation. There were no questions or comments. Upon a motion made and unanimously carried, a resolution was adopted for the membership sections at issue to elect the following Directors and Alternate Directors.

**Director:**

Alicia Glen  
 Marisa Lago  
 Polly Trottenberg  
 Mitchell Silver  
 Melanie Hartzog  
 James Patchett  
 Vincent Sapienza  
 Susan Chin  
 Gale Brewer  
 Daniel Garodnick  
 Keith Powers  
 Vikki Barbero  
 Terrence O'Neal

**Alternate Director:**

Caitlin Lewis  
 Bob Tuttle  
 Ed Pincar  
 Nicholas Molinari  
 Lizette Christoff  
 Kim Vaccari  
 Michael DeLoach  
 Martha Snow  
 Lizette Chaparro  
 Marianna Vaidman Stone  
 Emily Walsh  
 Clayton Dean Smith  
 Jesus Perez

3. **Annual Report:** It was announced that Ms. Vaccari would present the Annual Report on behalf of Mr. Patchett. Ms. Vaccari noted that there had been no financial activity for the Group as of yet, but that a bank account at EDC had been established in order to receive deposits. Ms. Lewis clarified for Mr. O’Neal that the initial funding from the City would not be deposited into this account, because it was allocated as part of the City’s capital process.

The Meeting of Directors commenced, a quorum being present.

1. **Adoption of Meeting Minutes:** It was announced that adoption of the meeting minutes from the Meeting of Members and Directors, held on May 10, 2018, was in order. Upon a motion made and unanimously carried, the meeting minutes were adopted.

2. **Treasurer's Report:** It was announced that adoption of Treasurer's Annual Report was in order. Upon a motion made and unanimously carried, the Treasurer's Report was adopted. It was noted that the document would be executed by the President and Treasurer and would be posted on the Governing Group's website.
3. **Annual Investment Report:** Ms. Vaccari presented the annual investment report to the Governing Group. She noted that the Governing Group had developed investment policy guidelines that would be used to manage all of the investments going forward, and that they were intended to mirror those of EDC, who acts as the custodian of the funds. She noted that moving forward, the investment report would be submitted to the Mayor, the City Comptroller, the New York State Department of Audit Control.
4. **Annual Audit Committee Report:** Ms. Vaccari presented the Annual Audit Committee report to the Governing Group. She noted that there had been no activity to date, and therefore there was no report to present.
5. **Annual Governance Committee Report:** Mr. Tuttle presented the annual investment report to the Governing Group. He noted that copies of a self-evaluation survey, an acknowledgement of fiduciary duties form and a policy, conflict of interest and code of ethics form had all been distributed to Group members and would need to be filled out on a yearly basis and returned to the Secretary. He also noted that Governing Group members would receive instructions on how to participate in a board member training session.
6. **Annual Update to the Concept Plan:** Mr. Pincar presented the annual report for the concept plan, noting that the document summarizes the items and updates covered in Ms. Weidenhof and Mr. Torres-Springer's earlier presentation. He noted that the document lists all eligible improvements within the plan, including thoroughfare improvements, shared streets and plazas. He reiterated that the City is looking to work collaboratively with Metro North on long-term improvements for Park Avenue, but will not be pursuing the early-action interim improvements at this time, due to the reasons Ms. Weidenhof relayed in her presentation. The document also noted the dollar-amount of funds that had been allocated to each project.

It was announced that approval of the Concept Plan Update was in order. Upon a motion made and unanimously carried, the Concept Plan Update was adopted.

**Officers:** It was announced that elections were in order to elect Officers of the corporation. There were no questions or comments. Upon a motion made and unanimously carried, a resolution was adopted to elect the following Officers:

Keith Powers (Vice-Chairperson)  
James Patchett (Treasurer)  
Marisa Lago (Secretary)

7. **Audit Committee:** It was announced that elections were in order to elect members of the Audit Committee. There were no questions or comments. Upon a motion made and unanimously carried, a resolution was adopted to appoint the following members to the Audit Committee.

James Patchett (Chair)  
Melanie Hartzog  
Keith Powers  
Alicia Glen (ex-officio)

8. **Governance Committee:** It was announced that elections were in order to elect members of the Governance Committee. There were no questions or comments. Upon a motion made and unanimously carried, a resolution was adopted to appoint the following members to the Governance Committee.

Marisa Lago (Chair)  
Melanie Hartzog  
Gale Brewer  
Alicia Glen (ex-officio)

9. **Adoption of Mission Statement:** It was announced that re-adoption of the Governing Group's mission statement was in order. There were no questions or comments. Upon a motion made and unanimously carried, the mission statement was re-adopted.

The mission of the corporation is to bolster and enhance East Midtown's status as a premier central business district with a high quality public realm, by allocating funds from the Public Realm Improvement Fund to implement public realm improvement projects in accordance with the Public Realm Improvement Concept Plan and the New York City Zoning Resolution.

10. **Adoption of Corporate Policies:** It was announced that re-adoption of the Governing Group's Corporate Policies was in order. These included investment guidelines, policy regarding the procurement of goods and services, policy regarding the disposition of real property, and policy regarding the disposition of personal property. Upon a motion made and unanimously carried, the corporate policies were re-adopted.

11. **New Business:** No new business was proposed.

12. **Adjournment:** There being no further business to come before the meeting, the meeting of the Board of Directors was adjourned at 4:12 p.m.