



**ATLANTIC YARDS COMMUNITY DEVELOPMENT CORPORATION**  
at Long Island University's Brooklyn Campus  
Library Learning Center – 515C Conference Room (5<sup>th</sup> Floor)  
One University Plaza (at Flatbush and DeKalb Avenues)  
Brooklyn, New York 11201

**Meeting of the Directors**

Tuesday  
May 17, 2016 at 3:00 pm

PROPOSED AGENDA

CORPORATE ACTION

1. Approval of the Minutes of the March 15, 2016 Directors' Meeting

FOR INFORMATION

2. President's Report – Corporate Update (Oral Report)
  - HDR's Environmental Update
  - Community Relations Update
  - Developer's Construction Update
3. Public Comments

# Item 1

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Also Present:                   Katiana Anglade-Ogwueleka, HDR  
                                      Josh Chaiken, KPF  
                                      Ashley Cotton, Greenland Forest City Partners  
                                      Taek Kim, SHoP Architects  
                                      Jeff Martirano, HDR

                                      Members of the Media  
                                      Members of the Press  
                                      Members of the Public

The meeting of the Atlantic Yards Community Development Corporation (the “Corporation” or “AYCDC”), was called to order at 3:27 p.m. by Chairman Zemsky.

The Chairman reminded the Directors that the meeting was being webcast and that they had received the written materials in advance of the meeting and were free to ask questions at any time. He noted for the record the Corporation’s policy which welcomes public comments on the items on the current Agenda. He also noted, as referenced as the final Agenda item, that time would be made available for members of the public to make non-Agenda related comments.

Before beginning with the substantive portion of the meeting, Chairman Zemsky asked the Directors whether anyone had any potential conflict of interest with respect to any of the items on the proposed Agenda. Hearing none, he turned to the first order of business, approving the Minutes of the Directors’ meetings of July 28, 2015 and October 20, 2015. In response to a request for any comments, additions or deletions from the Directors to either set of Minutes, Director Stein noted two spelling edits to pages 10 and 11 of the July 28<sup>th</sup> Minutes

and on page 11 of the October 20<sup>th</sup> Minutes, she asked for clarification of a discussion concerning her request for notes from the Community Update Meetings. Director Kummer noted that he would abstain from the vote on the Minutes as he didn't attend either meeting.

Noting Director Stein's comments and Director Kummer's abstention, and hearing no further comments from the Directors, upon motion duly made and seconded, the following resolution was unanimously adopted:

ATLANTIC YARDS COMMUNITY DEVELOPMENT CORPORATION – Approval of Minutes of the July 28, 2015 and October 20, 2015 Meeting of the Directors of the Atlantic Yards Community Development Corporation

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RESOLVED, that the Minutes of the meeting of the Corporation held on July 28, 2015 and October 20, 2015 as amended at this meeting, are hereby approved and all actions taken by the Directors present at such meetings as set forth in such Minutes, are hereby in all respects ratified and approved as actions of the Corporation.

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The Chairman then turned the meeting over to Tobi Jaiyesimi to present a request for authorization for the Corporation to approve its FY 2016 – 2017 Operating Budget. Ms. Jaiyesimi explained that the Operating Budget for April 1, 2016 to March 31, 2017 proposed a total of \$125,903 in personnel services and \$99,097 in non-personnel services, professional consultants and other administrative expenses for a total budget amount of \$225,000.

Following Ms. Jaiyesimi's presentation, Director Kummer asked about the allocation of

legal and accounting fees. In response, Maxwell Padden, Empire State Development's ("ESD") Director of Subsidiary Finance, noted that in drafting the budget there was no indication of an immediate need for legal services in the upcoming fiscal year. However he stated that should a need arise, with approval from the Board of Directors, funds can be reallocated from other budget lines.

Chairman Zemsky then asked for public comment on the budget approval. Gib Veconi, representing the Prospect Heights Neighborhood Development Council, noted that the AYCDC Board should consider allocating funds in the next fiscal year for the development of a complaint collection system. Peter Krashes, from the Dean Street Block Association, stated that the AYCDC Board should also consider funding the preparation of minutes for Community Update Meetings.

Director Stein then asked whether the points raised by Mr. Veconi and Mr. Krashes could be incorporated into the budget before Board approval. Marion Phillips III, AYCDC's President, responded that as previously stated by Mr. Padden, budget funds can be reallocated to accommodate any fiscal changes as they arise.

Director Reardon inquired about the community feedback app and the status of the development of a draft RFP for the creation of the app. Mr. Phillips explained that the ESD website is currently being redesigned and, once the website was finalized, the development of the app will recommence. He also noted that there was no draft RFP available and that the

projected timeline for the ESD website redesign was approximately six months to a year.

There was a discussion lead by Director Chan about providing notes from Community Update Meetings to the Directors and making the document public and available on ESD's website prior to AYCDC Directors' meetings.

The discussion then returned to the timeline for development of the community feedback app. The Directors noted that the app should be developed in coordination with the redesign of the ESD website, and that the Directors be able to review a draft RFP and scope of work for the app's developer.

Director Williams then asked about the presentation of documents and Project-related information sent to Directors. Ms. Jaiyesimi responded that she will think of ways to streamline how information is sent to the Directors and for public review.

Director Chan then asked Nicole Jordan to provide Chairman Zemsky with an overview of the Community Relations protocol currently in place for addressing complaints and community concerns. Ms. Jordan explained what the ESD Incident Log is; her outreach to the pertinent entities for feedback and then the follow-up response to the complainant which are noted on the Incident Log.

Director Williams asked about providing public access to documents sent to Directors and maintaining an open line of communication between all parties.

Chairman Zemsky asked for any additional comments from Directors or members of the public about the budget. Director Kummer asked if not making specific provisions in the budget for the app would pose an obstacle in the future. Director Chan asked for clarification and Robin Stout, ESD Senior Counsel, confirmed that the budget could be amended at any point during the fiscal year.

Upon motion duly made and seconded, the following resolution was unanimously adopted:

ATLANTIC YARDS COMMUNITY DEVELOPMENT CORPORATION – AYCDC FY 2016/2017  
Operating Budget Proposal – Approval of the Corporation’s Operating Budget for Fiscal  
Year 2016/2017 (April 1, 2016 – March 31, 2017)

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BE IT RESOLVED, based on the materials at this meeting and ordered filed with the Corporation (the “Materials”), the Corporation’s proposed FY 2016/2017 Operating Budget is hereby approved, and adopted in all respects, substantially in the form set forth in the materials and subject to the availability of funds; and be it further

RESOLVED, that the Officers of the Corporation and/or appropriate designees, and each of them hereby are, authorized and directed to take all actions and execute all documents in connection with the establishment and implementation of the Corporation’s Budget; and be it further

RESOLVED, that the President of the Corporation or his designee be, and each of them hereby is, authorized to take such action and execute such documents as may be necessary or appropriate to carry out the foregoing resolution.

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The Chairman then turned the meeting over to Mr. Phillips to provide the President's report. He noted that the oral report was an informational item that required no vote.

Mr. Phillips explained that the President's Report would consist of a Project Update; a Community Relations update; an environmental update; and a construction update provided by the Project Developer, Greenland Forest City Partners.

Mr. Phillips discussed recent media coverage of possible changes to Project Development Site B1 and Site 5, but assured the Board that the Developer had made no final proposal to the Corporation, and that any final proposal would go through a full public review process, including environmental review and review by the AYCDC's and ESD's Directors prior to final approval.

Mr. Phillips then informed the Directors about ESD's Directors' approval of the contract extension for STV, ESD's owner's representative for the Project. He explained that the contract extension was an administrative function that did not require recommendation from the AYCDC Board. STV has served as ESD's owner's representative since 2010 and the contract has been amended twice before. He noted that the contract extension totaled \$1,250,000 for two years, bringing the total amount of the contract to \$5,000,000.

Continuing with his report, Mr. Phillips announced that the school site at B15, which is located on the corner of Sixth Avenue and Dean Street, was designated by New York City

Board of Education Chancellor Carmen Farina to be a district wide middle school.

Mr. Phillips noted that the Directors have so far received three 2015 quarterly reports from HDR, ESD's environmental monitor for the Project. He explained the delay in submitting the reports to the Directors included the process for compiling data and drafting the report. Mr. Phillips introduced Katiana Anglade-Ogwueleka as the newest addition to the HDR team.

Following Mr. Phillips' introduction, Ms. Anglade-Ogwueleka and Jeffrey Martirano, also from HDR, were called to the table to answer questions from Directors.

Director Stein noted that the quarterly reports have been provided to the Directors six months after the end of the quarter. She asked for an explanation of the process for creating and sorting the reports before they are sent to the Directors. Mr. Martirano responded that the reports begin to be drafted shortly before the quarter ends. He explained that then all the data is compiled, including a quarterly report from the developer, which is compared to what HDR has observed at the Project site. He noted that the draft report is sent to ESD and there is a comment and review period and stated that once the report is finalized and reviewed for quality assurance, it is then provided to the Directors.

Director Stein then asked for an update on the Noise Receptor Control Program

which was discussed during the July 28, 2015 AYCDC Directors' meeting. Mr. Martirano responded that he would confer with his HDR colleagues responsible for tracking the program and follow-up accordingly. Ms. Anglade-Ogwueleka added that the HDR team was in regular contact with the Developer about progress in implementing the Noise Receptor Control Program.

Director Stein asked about a section of the third quarter report that discussed emission rates for the boiler at B15. Ms. Anglade-Ogwueleka stated that she did not have that information readily available but would provide a follow-up response.

Director Stein then asked for an explanation of the specific recommendations HDR made on proactive planning between ESD and the Developer in the context of multiple development sites. Mr. Martirano responded that the Project currently has a number of individual construction sites with varying MPT plans, truck routing and truck logistics, and that, as more sites become active, it is important for the Developer to coordinate all the moving parts so the entire Project works in concert. Mr. Martirano explained that HDR takes a proactive approach to coordinating this activity at a high level.

Director Stein then asked whether the HDR recommendations would be made available to the Directors. It was noted that the recommendations were still under discussion and that, upon finalization, it will be determined whether the recommendations

will be released.

Director Reardon then asked for an update on the Noise Receptor Control Program and the number of installations to date. Ms. Anglade-Ogwueleka and Mr. Martirano responded that they will follow-up with specific updated information on the number of AC and window installations.

Director Williams then asked about the notification system to tenants and landlords about the Noise Receptor Control Program. Ms. Anglade-Ogwueleka explained that the Developer has a number of ways to engage residents at different addresses, including posting flyers in the neighborhood and sending letters to landlords and management companies.

Director Williams asked about efforts to prepare for the upcoming NCAA basketball tournaments at the Barclays Center. Mr. Phillips asked that Director Williams' question be addressed by the Developer during their presentation later in the meeting. Mr. Krashes suggested that Arena operations be considered a construction-related concern. Before Mr. Phillips continued on to the next portion of the President's Report, Chairman Zemsky welcomed Deputy Borough President Diana Reyna to the meeting.

Mr. Phillips then turned the meeting over to Nicole Jordan, ESD's Manager of Community Relations for the Project, for the Community Relations Update. Ms. Jordan

stated that since the last AYCDC Board meeting there were two Community Update Meetings. She stated that Meeting notes and the ESD Incident Log were provided to the Directors.

Ms. Jordan explained that there were 27 incidents documented on the Incident Log, seven of which were related to the Project's Memorandum of Environmental Commitments (MEC), which outlines environmental requirements for Project construction. Ms. Jordan informed the Directors that in December 2015 a resident notified the NYPD and the Developer of a sexual harassment incident involving a construction worker. She noted the incident was discussed during the December 9, 2015 Community Update Meeting. Ms. Jordan stated that ESD and Developer met with the resident and that the matter was being addressed by the NYPD. She advised that at the February 24, 2016 Community Update Meeting, the Developer presented a plan for a construction worker ID badge program. She explained that the ID program, which was pending implementation, would make it possible via color-coded ID badges, to identify construction workers according to construction site and to their employer.

Ms. Jordan announced the next Community Update Meeting had been scheduled for April 19, 2016, but at the Community's request will be rescheduled. She also noted that, if necessary, a separate Community meeting would be scheduled for presentation of the Project's site wide traffic mitigation plan.

Director Kummer asked whether the harasser from the December incident was caught. Ms. Jordan answered that she was not privy to that information as the incident was being handled by the NYPD.

Director Stein noted that the summary of the Community Update Meeting sent to the Directors made it difficult for those who were not in attendance to understand the context of the discussion. She explained that the bullet format would not allow for someone to understand, for example, that the discussion of the STV contract related to concerns that the Agenda for the ESD Director meeting at which the STV Contract was discussed was released too late for Community members to attend and to address the ESD Directors; and that the AYCDC Directors had not been informed of the matter. Director Stein requested that the AYCDC Directors receive actual minutes of the Community Update Meetings.

Director Williams asked whether there was more information available on the status of workers creating B2 modular units at the Navy Yard factory. Mr. Phillips deferred the question for the Developer presentation to follow. Director Williams also asked about lights on construction cranes, whether cranes would be de-mobilized in inclement weather, and about improved lightning on construction fences. Mr. Phillips responded that Department of Buildings' protocol, including as to be revised, would guide crane usage at the site, and that otherwise the questions required follow-up with Developer.

Director Williams then asked about the protocol for addressing traffic and parking issues after events at the Barclays Center. Ms. Jordan explained that all traffic-related complaints are immediately forwarded to the NYC Department of Transportation (“NYC DOT”) or the NYPD. She stated that the NYPD is responsible for enforcing parking and traffic regulations. Director Williams noted the need for additional enforcement by and direct communication with the NYPD.

Director Stein mentioned previous requests to have presentations from the NYC DOT and NYPD representatives at AYCDC Board meetings. Mr. Phillips responded that attempts have been made to have representatives from the NYC DOT and the NYPD present, including working with the Community Affairs Unit of the Mayor’s Office.

The discussion turned to the ESD Incident Report Log and Director Stein asked for a tally of one-time versus reoccurring issues, which Mr. Phillips said would be worked on.

Mr. Phillips turned the meeting over to Ashley Cotton, who was representing Developer Greenland Forest City Partners (“GLFCP”) and the Barclays Center. Ms. Cotton announced that approximately 180 units of affordable housing will be available at 461 Dean Street (“B2”) and that the marketing plan for the units was in the final stages for approval. Ms. Cotton also announced the transfer of the lease for the Barclays Center to Onexim, a company controlled by Mikhail Prokhorov. Ms. Cotton noted that she and Barclay Center’s Terrence Kelly would still handle external affairs for the Arena.

Following up on Ms. Jordan's presentation about the construction worker ID program, Ms. Cotton noted that the information presented at the February Community Update Meeting was still in its preliminary stages and the materials posted had not been formalized.

In response to Director Williams' question about the workers at the Navy Yard Modular Factory, Ms. Cotton responded that there was a reduced workforce at the factory, and that the Developer will continue to work closely with the various building trades to temporarily place workers who are no longer at the factory, until another contract is secured for the modular factory.

Ms. Cotton then explained that the Developer has nearly 800 units of affordable housing in construction on the Project site, and that it has begun to investigate different development scenarios for B1 (Barclays Plaza/Oculus) and Site 5 (site of Modell's and P.C. Richards). She emphasized that there would be no request for an increase in the gross square footage or of the number of residential units permitted under the General Project Plan ("GPP"). She stated that there will also be no requested changes to the affordable housing commitments. She explained that any proposed changes will undergo a full public review process before ESD's approval. She noted that the Developer is considering requesting the ability to transfer the previously approved B1 development rights to Site 5, allowing for the Plaza in front of the Barclays Center to remain public open space. Ms. Cotton also expressed the Developer's intent to study allowing commercial use at B4,



currently restricted to residential, essentially shifting the focus of the permitted commercial uses under the GPP from Flatbush Avenue to Atlantic Avenue.

Director Williams asked if the breakdown of what Site 5 would become were available, whether it would be a residential, commercial, or hotel split. Ms. Cotton responded that the Developer is studying the scenarios for a mixed use building. Director Williams also noted that B4 is across Atlantic Avenue from Tony Roma's and a residential neighborhood. Ms. Cotton noted that the residential B5 would also be built next door.

Director Kummer asked how tripling the square footage at Site 5 would affect building height. Ms. Cotton responded that the building could be massed in different ways and there was no available information about the estimated height.

Director Stein asked about public relations staffing changes at the Arena. Ms. Cotton explained that there were no staffing changes. She stated that Roberta Fearon serves as the Pacific Park Construction and Community Liaison, and Terrence Kelly works for the Brooklyn Events Center, the entity that leases the Barclays Center.

Director Williams inquired about how much space on Dean Street and Pacific Street was actually commercial. Ms. Cotton responded that the GPP permitted 461 Dean Street (B2) to be a commercial building, but the Developer instead opted for residential. She stated that the Developer's present interest is in studying the potential for B4 as a

commercial rather than residential building.

Director Kummer asked whether the study was considering a 100 percent commercial building or mixed use. Ms. Cotton responded that the study was of a 100 percent commercial building. Director Reardon then asked where the residential units currently planned for B4 would be moved to. Ms. Cotton explained that the residential units at B4 would be dispersed across other buildings within the Project site and that the Developer was still obligated to keep with its goal of 2,250 units of affordable housing.

Director Harris asked how long the study would take, to which Ms. Cotton responded, approximately one year.

Director Williams asked how potentially changing B4 to commercial impacts the schedule for putting affordable housing units on line. Ms. Cotton noted that the proposed plan would not ask for any changes to the current affordable housing requirements, which includes the number of units and the phasing of the building construction. Director Williams also asked whether approval of the proposed changes included the normal NYC land use process and whether Community Boards and the Department of City Planning (“DCP”) were involved. Ms. Cotton noted that a zoning override was included in the GPP and that, while there is no ULURP for the Project, DCP weighs in on the building design. She also noted that Community Boards have no formal role, but are kept abreast of the process.

Mr. Phillips noted that once the Developer presented ESD with a formal proposal for a GPP Modification, there will be a full public review process including multiple public hearings within the period of one year.

Director Stein asked whether the environmental review would include a Supplemental EIS or a new EIS. Mr. Phillips confirmed that it would be a Supplemental EIS.

Director Williams asked how increased mass at Site 5 would affect the immediately adjacent blocks on Fourth Avenue and Pacific Street. Ms. Cotton and Mr. Phillips responded that that would be a part of the public review.

Director Kummer asked whether the study was considering a single transfer from B1 to Site 5 or the possibility of transferring some development rights to other sites. Ms. Cotton responded that the study was solely for the transfer of development rights from B1 to Site 5.

The meeting then turned to a discussion of the construction worker ID program. It was noted that the color-coding by company and specific details had not yet been finalized. Ms. Cotton explained that the ID card system would make it easier to identify workers and adds an additional level of scrutiny to anyone engaging in bad behavior. In the meantime, Ms. Cotton suggested complaints be sent directly to her. Director Williams then noted that the ID card system was also important for when the middle school at B15 opens, especially

because the school would be expected to be operating adjacent to numerous construction sites.

Director Williams then redirected the conversation to the upcoming NCAA Basketball Tournament games at Barclays. Ms. Cotton explained that all events at the Arena are treated with the same level of detail, including security protocols, crowd control, and logistics for extra buses. Director Williams emphasized that the NCAA Tournament would attract guests from across the region, who are not familiar with the local area and traffic pattern. Ms. Cotton committed to working with the Barclays General Manager and the NYPD to address Director Williams' concerns.

Ms. Cotton then introduced Josh Chaiken from KPF for a design presentation of 615 Dean Street (B12), a condo building with 250 units facing Dean Street between Carlton and Vanderbilt. Taek Kim from Shop Architects was also introduced to present the design for 38 Sixth Avenue (B3), a 100 percent affordable building on the southeast corner of the Arena block at Dean Street and Sixth.

Mr. Chaiken started his presentation by noting how Brooklyn's mixed architectural landscape and the surrounding buildings influenced 615 Dean Street's design. Mr. Chaiken discussed incorporating ideas of vertical living, stacking the various elements of the building so it aligns to the Dean Street block and the surrounding open space. He noted the final design included a combination of various design details, brick palettes, refined

industrial materials, and the stacking of various height portions of the building.

Mr. Kim followed Mr. Chaiken and presented the design for 38 Sixth Avenue. He discussed the architectural context for the building and the uniqueness of the building's footprint as it was situated directly behind the Barclays Center. Mr. Kim explained that the building will be 23 stories tall with 303 rental units of affordable housing. He noted that while B3 resembled B2, a modular building, B3 is a conventionally constructed, reinforced concrete building. Mr. Kim discussed the building's massing and scale, façade materials, color schemes, and the illustrations of the common amenities and a model bedroom.

After the presentations Mr. Phillips noted, that in the interest of time, any follow-up questions on the building designs will be responded to after the meeting.

Mr. Phillips then introduced the public comment period and asked that any remarks provide be limited to two minutes.

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Wayne Bailey commented on the need for data collection; for improving traffic conditions between Carlton, Pacific, and Sixth; for better dust damping; and for better enforcement mechanisms for trucking companies violating protocols.

Mr. Krashes commented on improving the window noise mitigation program; the ESD Incident Report Log and reporting of incidents of harassment; communication with

members of the community; and enforcement mechanisms and penalties when a problem arises.

Mr. Veconi commented on the possible changes to B1, B4 and Site 5 and recommended that the AYCDC Directors consider conducting studies and convening its own public meetings relating to potential GPP modifications. Mr. Veconi also asked that the Developer provide details on how the potential change to B4 will impact the 35 percent affordable housing commitment.

Anita Taylor commented that she was present at the meeting to listen to the community's concerns and Board's discussions on behalf of Congresswoman Yvette Clarke.

Michael West commented on Devotion NYC's economic advocacy and educational mission. He asked that the provisions of Community Benefits Agreements ("CBA") covering affordable housing, job creation, and economic development be enforced.

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Daniel Abramson introduced himself as the Brooklyn Borough Director for the Mayor's Community Affairs Unit.

Following the public comment period, Director Williams asked for a response from the Developer about the phasing of the affordable housing units and the CBA commitments. In response, Mr. Phillips explained that Developer's affordable housing

obligations would not change even if proposed modifications were approved, and that those obligations will be enforced going forward. He further explained that ESD was not a party to the CBA, but that ESD has met with Forest City to make sure they are working with members of the CBA group. Mr. Phillips noted that before the Developer's proposed changes to B1, B4, and Site 5 can be approved, a comprehensive plan on how the affordable housing goals will be met will need to be provided.

Director Stein asked that a summary of questions and comments from previous meetings be included in future meeting Agendas. Mr. Phillips responded that staff would provide such a list.

Director Chan noted that the AYCDC Directors should provide staff with any questions or comments prior to Board meetings to ensure a substantive discussion and efficient use of meeting time.

Director Stein asked that staff emails to AYCDC Directors not include "bcc" so that responses are made available to the entire Board.

Director Williams then asked for an update from the Developer on their CBA Economic Development commitments.

Director Reardon asked for an update on the Project's traffic management plan and

whether Community members and AYCDC Directors were able to comment on the proposed plan. Mr. Phillips explained that the plans are reviewed and approved by the NYC DOT. ESD staff member Rachel Shatz then clarified that the traffic plan was currently under NYC DOT review and that the plan will either be presented at the next Community Update Meeting or at a special meeting solely dedicated to traffic presentation.

Director Reardon asked whether the traffic plans can be changed at all. Ms. Shatz responded that the NYC DOT was receptive to public input and had a mechanism in place for adjusting plans as needed after implementation.

Director Reardon emphasized the need to carefully review the traffic conditions around the site, including Arena events and neighboring construction projects. Director Chan explained that requests have been made to have the NYC DOT and the NYPD representatives at AYCDC Directors' meetings. He noted that staff would work with Director Stein and the Mayor's Community Affairs Unit to address the Directors' requests and Community concerns.

Mr. Phillips noted that the traffic plan would be presented to the Community and if there were any Community concerns or questions, they would be directed to the NYC DOT before the plan's implementation.

Acting Chair Chan asked if the Directors had any additional questions or comments,



hearing none, the meeting was adjourned at 5:55 p.m.

Respectfully submitted,

Debbie Royce  
Corporate Secretary