

**NEW YORK CONVENTION CENTER DEVELOPMENT CORPORATION**

**MEETING OF THE DIRECTORS**

633 Third Avenue, 37<sup>th</sup> Floor Board Room

Thursday

November 12, 2015 – 11:00 a.m.

New York, New York

**AGENDA**

**I. CORPORATE ACTION**

- A. Approval of the Minutes of the August 3, 2015 Meeting of the Directors

**II. FOR INFORMATION**

- A. President's Report – Oral Report

**III. FOR CONSIDERATION**

- A. New York (New York County) – Jacob K. Javits Convention Center – Authorization to Enter into a Construction Management and Funding Agreement with New York Convention Center Operating Company (“NYCCOC”) with Respect to Capital Improvements to the Jacob K. Javits Convention Center; Authorization to Take Related Actions

**ITEM I. A.**

**DRAFT – SUBJECT TO REVIEW AND REVISION**

**NEW YORK CONVENTION CENTER DEVELOPMENT CORPORATION**

Meeting of the Directors  
633 Third Avenue  
New York, New York 10017

August 3, 2015

**MINUTES**

**In Attendance**

**Directors:**

Henry Silverman, Chairman  
Michael G. Carey  
David Emil  
Bryan Grimaldi  
Vincent Iannelli  
George M. Little  
Joseph E. Spinnato  
Peter Wertheim  
William Wheeler

**NYCCDC Officers:**

Sarah Saint-Amand, President

**Attending for ESD:**

Kathleen Mize, Controller  
Steve Johs, Senior Director, Treasury  
Maxwell Padden, Director, Subsidiary Finance  
Debbie Royce, ESD Assistant Secretary  
Rose-Marie Mahase, Acting CCDC Secretary

**Also Present:**

Convention Center Operating Corporation  
Alan Steel, President and CEO

The Public  
The Press

**DRAFT – SUBJECT TO REVIEW AND REVISION**

The Meeting of the Board of Directors of the New York Convention Center Development Corporation (“CCDC”) was called to order at 1:30 p.m. by Chairman Silverman. It was noted for the record that the time and place of the meeting had been given in compliance with the New York State Open Meetings Law. A quorum was present.

The Chair then set forth the guidelines for public comment as well as the guidelines regarding any conflicts of interest the Directors may have with regard to items on the Agenda.

Next, Chair Silverman called for the approval of the Minutes of the May 27, 2015 CCDC Directors’ meeting.

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

**APPROVAL OF MINUTES AND RATIFICATION OF ACTIONS TAKEN AT THE MAY 27, 2015 MEETING OF THE DIRECTORS OF THE NEW YORK CONVENTION CENTER DEVELOPMENT CORPORATION**

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RESOLVED, that the Minutes of the meeting of the Corporation held on May 27, 2015, as presented to this meeting, are hereby approved as revised and all actions taken by the Directors present at such meeting as set forth in such Minutes, are hereby in all respects ratified and approved as actions of the Corporation.

\* \* \*

Mr. Silverman then asked the Directors to approve the appointment of Sarah Saint-Amand as President of the New York Convention Center Development Corporation.

**DRAFT – SUBJECT TO REVIEW AND REVISION**

Hearing no comments, and upon motion duly made and seconded, the following resolution was unanimously adopted:

**NEW YORK STATE CONVENTION CENTER DEVELOPMENT CORPORATION – Appointment of Officer - President**

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BE IT RESOLVED, that the following individual be, and she hereby is, appointed to the office which appears opposite her name, until her earlier resignation or removal, such appointment to be effective as of June 15, 2015:

Sarah Saint-Amand                      President

and be it further

RESOLVED, that within the meaning of the Business Corporation Law, and in accordance with and for all purposes of the Corporation's By-Laws, including but not limited to the indemnification provisions thereof, the above-referenced individual is an "officer" of the Corporation; and be it further

RESOLVED, that any and all actions taken by the foregoing individual since her nomination to the office identified herein be and hereby are ratified as the acts and deeds of the Corporation.

\* \* \*

There being no further business, the meeting was adjourned at 1:32 p.m.

Respectfully submitted,

Rose-Marie Mahase  
Acting CCDC Secretary

**ITEM III. A.**



FOR CONSIDERATION

November 12, 2015

TO: NYCCDC Board of Directors

FROM: Sarah Saint-Amand

SUBJECT: New York (New York County) - Jacob K. Javits Convention Center

REQUEST FOR: Authorization to Enter into a Construction Management and Funding Agreement with New York Convention Center Operating Company ("NYCCOC") With Respect to Capital Improvements to the Jacob K. Javits Convention Center ("Javits Center" or the "Facility"); Authorization to Take Related Actions.

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Approved as Part of the 2006 and 2009 General Project Plans; Expansion & Renovation Project

BACKGROUND

In October of 2014, the New York Convention Center Development Corporation ("NYCCDC") completed a nearly \$500 million expansion and renovation of the Javits Center. For the larger project, NYCCDC contracted with a third party construction manager to oversee the procurement of subcontractors and to execute the construction. Elements of the project, as it was originally conceived in the July 18, 2006 Jacob K. Javits Convention Center Expansion and Renovation Civic Project and Land Use Improvement Project General Project Plan ("2006 GPP"), were scaled back to align the construction costs with the funds available at that time. The Jacob K. Javits Convention Center Renovation and Expansion Civic Project, which was adopted March 19, 2009 ("2009 GPP"), carved out certain elements from the scope of the 2006 GPP for immediate execution, recognizing and acknowledging that future renovation and expansion pursuant to the 2006 GPP might occur at a later date.

Currently, there are a number of previously deferred construction items or repairs to the existing facility ("Capital Improvements") that NYCCDC and NYCCOC agree should be undertaken, all of which were part of the construction plan included in either the 2006 GPP or the 2009 GPP. The Capital Improvements are described in the attached Appendix 1 and Appendix 2. Much of the proposed construction is necessary to preserve the Facility and to improve life safety. For the scope of work completed in October 2014, NYCCDC contracted with Tishman Construction Corporation of New York, a third party construction manager, to oversee the procurement of subcontractors and to execute the construction. For the above described Capital Improvements,

NYCCOC's on site staff has the intimate knowledge of the Facility and the technical skill to manage the necessary procurements and construction for these Capital Improvements on behalf of NYCCDC without an outside construction manager.

NYCCDC is seeking to put in place an agreement between NYCCDC and NYCCOC for construction management and funding of these Capital Improvements ("Construction Management and Funding Agreement") that will set forth the terms and conditions for the performance of these services.

#### ESSENTIAL TERMS OF MANAGEMENT AND FUNDING AGREEMENT

The Construction Management and Funding Agreement provides that NYCCOC make a proposal to NYCCDC for any Capital Improvement that it seeks to undertake. Each proposal will include a project plan, including scope of work, drawings, proposed budget and a timeline for completion. NYCCDC and NYCCOC approvals, including any required board authorizations would be required before commencement of any Capital Improvement project.

Upon final approval of a Capital Improvement project, NYCCDC will advance to NYCCOC an amount not to exceed fifty percent (50%) of the proposed project budget. NYCCDC will then advance the remaining fifty percent (50%) of the proposed budget in tranches upon receipt of proof that the entire antecedent advance/tranche has been expended on approved Capital Improvements and/or that the Capital Improvement project has satisfactorily achieved certain predefined milestones as verified and approved by NYCCDC staff, in its reasonable discretion. The Construction Management and Funding Agreement requires:

- Quarterly reporting from NYCCOC on construction progress and expenditures
- Prior NYCCDC approval of substantial change orders
- Periodic MWBE reporting

#### NON-DISCRIMINATION AND CONTRACTOR & SUPPLIER DIVERSITY

Pursuant to New York State Executive Law Article 15-A, Empire State Development ("ESD") recognizes its obligation under the law to promote opportunities for maximum feasible participation of certified minority and women-owned businesses in the performance of ESD contracts.

It is the policy of the State of New York, and ESD, to comply with all Federal, State and Local laws, policies, orders, rules and regulations which prohibit unlawful discrimination because of race, creed, color, national origin, sex, sexual orientation, age, disability or marital status, and to take affirmative action in working with contracting parties to ensure that New York State Business Enterprises, certified Minority and Women-owned Business Enterprises (MWBEs), Minority Group Members and Women share in the economic opportunities generated by ESD's participation in



projects or initiatives, and/or the use of ESD funds. ESD's Non-Discrimination and Contractor & Supplier Diversity policies will apply to this project.

The Office of Contractor and Supplier Diversity will set MWBE Goals on each approved Capital Improvement proposal.

#### ENVIRONMENTAL REVIEW

Empire State Development staff on behalf of NYCCDC has determined that the activity covered by the requested authorization was assessed in a Technical Memorandum ESDC/NYCCDC had prepared in connection with the adoption of the 2006 GPP. No further environmental review is required in connection with this authorization.

#### REQUESTED ACTIONS

The Directors are requested to authorize NYCCDC to enter into the proposed Construction Management and Funding Agreement with NYCCOC.

#### RECOMMENDATION

Based on the foregoing, I recommend approval of the requested actions.

#### ATTACHMENTS

Resolutions

Appendix 1 List of Immediate Capital Improvements

Appendix 2 List of Potential Future Capital Improvements

November 12, 2015

New York (New York County) – Jacob K. Javits Convention Center - Authorization to Enter into a Construction Management and Funding Agreement with New York Convention Center Operating Company ("NYCCOC") With Respect to Capital Improvements Approved as Part of the 2006 General Project Plan for the Jacob K. Javits Convention Center Expansion & Renovation Project

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RESOLVED, that in accordance with the materials presented to this meeting (the "Materials") and a copy of which is ordered to be filed with the records of the Corporation, the Corporation be, and hereby is, authorized to enter into a Construction Management and Funding Agreement with NYCCOC for the performance of Capital Improvements to the Jacob K. Javits Center; and be it further

RESOLVED, that the President and Chief Executive Officer or her designee(s) be, and each of them hereby is, authorized and directed, in the name and on behalf of the Corporation, to execute and deliver any and all documents and to take all actions as may be necessary or proper to effectuate the foregoing.

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## Appendix 1 – List of Immediate Capital Improvements

- Fire alarm system repairs
- Signage package
- Interior banner system relocation
- 39<sup>th</sup> Street gate
- Interior gantry relocation
- Window treatments in the River Pavilion
- Green roof finalization
- CCTV security repairs
- HVAC deficiency list
- Inner roadway drainage system
- Javits II Contract Admin
- Door closures on 12<sup>th</sup> Avenue
- Inner roadway ceiling finishes
- Exterior landscaping
- East egress

## Appendix 2 – List of Potential Future Capital Improvements

### Circulation

- Elevators
- Egress
- Corridors

### Mechanical, Electrical and Plumbing

- Security systems
- Meeting rooms
- Adjacent facilities

### Exhibition Facilities

### Customer and consumer amenities