



**Queens West
Development
Corporation**

A Subsidiary of Empire State Development

QUEENS WEST DEVELOPMENT CORPORATION

MEETING OF THE DIRECTORS

to be held at the offices of
Empire State Development
633 Third Avenue – 36th Floor Conference Room
New York, New York 10017

Wednesday

March 20, 2019 – 3:00 p.m.

AGENDA

I. CORPORATE ACTION

- A. Approval of the Minutes of the October 24, 2018 Meeting of the Directors
- B. Queens West Development Corporation FY 2019-20 Budgets – Approval of QWDC's Fiscal Year 2019-20 (April 1, 2019 – March 31, 2020) Operating and Capital Budgets

Item I. A.

QUEENS WEST DEVELOPMENT CORPORATION

MINUTES

of the
Meeting of the Directors

at the offices of the
New York State Urban Development Corporation
633 Third Avenue
New York, New York 10017

Held on

Wednesday, October 24, 2018

Directors

In Attendance: Marion Philips - Acting Chair
Terence Cho
Jonathan Glickman
Matthew Pedersen

Present for QWDC: Douglas Bressette, Treasurer
Elizabeth R. Fine, Vice President and General Counsel
Oluwatobi Jaiyesimi, President
Debbie Royce, Acting Corporate Secretary
Simon Wynn, Senior Counsel

Also Present: The Public

The meeting of the Queens West Development Corporation (“QWDC” or the “Corporation”) was called to order at 2:01 p.m. Before beginning with the substantive portion of the meeting, Marion Phillips noted that he would serve as the Acting Chair for the meeting.

DRAFT – SUBJECT TO REVIEW AND REVISION

It was noted for the record that the meeting was being webcast, and that the Directors had received all written material in advance of the meeting. Acting Chair Phillips then noted for the record the Corporation’s policy which welcomes public comments on the items on the current Agenda.

Next, Acting Chair Phillips introduced and welcomed newly appointed Director, Jonathan Glickman from the Port Authority of New York and New Jersey.

The Acting Chair stated that Director Glickman was appointed to fill the vacancy created after the retirement of Andrew Lynn.

Acting Chair Phillips then asked the Directors whether anyone had any potential conflicts of interest with respect to any of the items on the proposed Agenda. Hearing none, the Acting Chair called for a motion to approve the Minutes of the Directors’ meeting of the Queens West Development Corporation of March 14, 2018. Upon motion duly made and seconded, the following resolution was unanimously adopted:

APPROVAL OF MINUTES AND RATIFICATION OF ACTIONS TAKEN AT THE MARCH 14, 2018, MEETING OF THE DIRECTORS OF THE QUEENS WEST DEVELOPMENT CORPORATION

RESOLVED, that the Minutes of the meeting of the Corporation held on March 14, 2018 are hereby approved 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.

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DRAFT – SUBJECT TO REVIEW AND REVISION

Next, Acting Chair Phillips called on Tobi Jaiyesimi to present the only item on the Agenda for the Directors' consideration, a request for Procurement of Environmental Consulting Services.

Ms. Jaiyesimi explained that the Directors were being asked to approve a contract amendment with Fleming Lee Shue, Inc. ("FLS") in order to allow for the continuation of environmental consulting services for ESD.

Ms. Jaiyesimi further explained that FLS has served as ESD's environmental monitor since 2011 and was initially contracted to perform remediation work at Parcel 8 and Center Boulevard. She added that FLS expanded their services to include monitoring and compliance work.

Furthermore, Ms. Jaiyesimi explained that the amendment was needed due to the Department of Economic Compliance's requirements, which caused ESD to exhaust time and money under the current contract.

Ms. Jaiyesimi stated that the contract is for a two year term not to exceed \$500,000 per term.

Following the full presentation, the Acting Chair called for questions or comments. Director Pederson asked if any amount of the \$500,000 would be used for costs previously

DRAFT – SUBJECT TO REVIEW AND REVISION

incurred and currently in arrears.

Ms. Jaiyesimi confirmed that an amount would be used, however, the funds would also be used for costs incurred from April 1, 2018 to present and would keep ESD from entering into arrears going forward.

The Acting Chair then called for any further questions or comments. Ms. Jaiyesimi referred to the previous contract amendment, and explained that the scope of services could not cover the costs of the dense non-aqueous phase liquid (“DNAPL”) well installations.

Director Glickman asked if any of the work was completed after the contract expired.

Ms. Jaiyesimi explained that the presence of the DNAPL material was not anticipated to be found at the site. Therefore it was not included in the anticipated changes by FLS.

Moreover, Ms. Jaiyesimi explained that the purpose of the current contract amendment was to cover the scope of the work because QWDC ran out of time.

Director Cho asked why were the wells removed.

Ms. Jaiyesimi explained that the wells were not removed but repaired due to damage caused by construction work that was not done by FLS.

DRAFT – SUBJECT TO REVIEW AND REVISION

Mr. Wynn noted that the damage was the responsibility of the NYC Department of Design and Construction on Parcel 8 and explained that they have paid for the reinstallation of the damaged wells.

The Acting Chair then called for questions or comments. Director Pederson commented that QWDC is benchmarking their cost against other contractors that ESD has with other projects.

Ms. Jaiyesimi explained that she reviewed ESD’s pre-qualifying list of environmental monitors and consultants as well as the City’s Environmental monitor on site and compared them to Fleming’s. She stated that she found them to be beneficial to the Corporation.

Director Glickman asked, regarding the current outstanding balance on the contract.

Ms. Jaiyesimi estimated the balance to be between \$15,000 and \$30,000.

Next, The Acting Chair asked for any further questions or comments. Hearing none, upon motion duly made and seconded, the following resolution was unanimously adopted:

QUEENS WEST DEVELOPMENT CORPORATION - Hunters Point (Queens West) Waterfront Development Land Use Improvement Project - Authorization to Amend the Contract with Fleming Lee Shue, Inc. to Continue to Provide Environmental Monitoring Services; and Authorization to Take Related Actions

DRAFT – SUBJECT TO REVIEW AND REVISION

RESOLVED, that in accordance with the materials presented to this meeting, a copy of which is hereby ordered to be filed with the records of the Corporation (the “Materials”), the Corporation hereby finds the firm of Fleming Lee Shue, Inc. (“FLS”) to be responsible; and be it further

RESOLVED, that the Corporation is hereby authorized to amend its existing contract with FLS to add an additional two (2) years to the contract term for the purposes and services, and substantially on the terms and conditions, as set forth in the Materials; and be it further

RESOLVED, that the Corporation is hereby authorized to further amend its existing contract with FLS to increase the contract amount by a maximum of Five Hundred Thousand Dollars (\$500,000) per term (two years), for a new maximum contract amount of \$2,044,144.80 Two Million Forty-Four Thousand One Hundred and Forty Four Dollars and Eighty Cents; and be it further

RESOLVED, that the President and 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 such actions as may be necessary or appropriate to effectuate the foregoing.

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Hearing no further business, the meeting adjourned at 2:20 p.m.

Respectfully submitted,

Debbie Royce
Acting Corporate Secretary

Item I. B.



FOR CONSIDERATION

March 20, 2019

TO: The Directors

FROM: Oluwatobi Jaiyesimi

SUBJECT: Queens West Development Corporation FY 2019-20 Budgets

REQUEST: Queens West Development Corporation (“QWDC” or the “Corporation”) – Approval of QWDC’s Fiscal Year 2019-20 (April 1, 2019 – March 31, 2020) Operating and Capital Budgets

I. BACKGROUND

New York State Finance Law requires that prior to the commencement on April 1 of each new fiscal year, the Directors of Queens West Development Corporation (“QWDC” or the “Corporation”) adopt an annual operating and capital budget. As such, attached for your review and approval is the proposed FY 2019-20 Operating Budget and FY 2019-20 Capital Budget for QWDC.

II. QWDC FY 2019-20 OPERATING BUDGET AND CAPITAL BUDGET SUMMARY

The Operating Budget of \$83,167 includes personal services expenses of \$61,221 and non-personal services expenses of \$21,946. Empire State Development (“ESD”) corporate funds are advanced to cover the operating budget and reimbursement is anticipated from developers’ brownfields program tax credit entitlements and site remediation contributions from responsible parties under the Federal Superfund and other applicable laws.

Primary operating expenses for Fiscal Year 2019-20 will include the following:

- Salaries and fringe benefits
- Office occupancy expenses, such as rent and utilities
- Insurance

The Capital Budget of \$1,510,000 includes the Construction Costs of \$450,000 for the State Parks Ranger and Comfort Station, \$865,000 for the 47th Street Park Entrance, and a small contingency. Construction of the Library continues under the purview of the New York City Department of Design and Construction.

III. ENVIRONMENTAL REVIEW

ESD staff, on behalf of QWDC, have determined that the requested authorization to adopt an annual operating and capital budget constitutes a Type II action as defined by the New York State Environmental Quality Review Act ("SEQRA") and the implementing regulations for the New York State Department of Environmental Conservation. The construction activities in connection with the capital expenses identified in the FY 2019-20 budget were included in prior SEQRA environmental review(s) conducted for the project, and therefore, no further environmental review is required in connection with the requested authorization.

IV. REQUESTED ACTION

The Directors are requested to approve QWDC's FY 2019-20 Operating and Capital Budgets.

V. RECOMMENDATION

Based upon the foregoing, I recommend approval of the above-requested action.

ATTACHMENTS

Resolution
QWDC Operating Budget for Fiscal Year 2019-20
QWDC Capital Budget for Fiscal Year 2019-20

March 20, 2019

QUEENS WEST DEVELOPMENT CORPORATION (“QWDC” or the “Corporation”) – Queens West Development Corporation FY 2019-20 Budgets – Approval of QWDC’s Fiscal Year 2019-20 (April 1, 2019 – March 31, 2020) Operating and Capital Budgets

RESOLVED, that subject to the availability of funds, the attached QWDC Operating Budget and Capital Budget for Fiscal Year 2019-20, a copy of which is also ordered filed with the records of the Corporation, be and hereby is approved; and be it further

RESOLVED, that the Corporation is hereby authorized to undertake tasks and incur expenditures consistent with advancing the scope of work contemplated in the proposed Operating and Capital Budgets, subject to the availability of funds; and be it further

RESOLVED, that the President or her designees be, and the same hereby are authorized to execute and deliver on behalf of the Corporation all documents, instruments and agreements that the President shall deem necessary and appropriate to carry out these resolutions; and be it further

RESOLVED, that the President or her designees be, and the same hereby are authorized to take any action necessary and appropriate to carry out the foregoing.

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**Empire State Development
Queens West Development Corp
Operating Budget Plan FY 2019-20**

	Budget Plan FY 2018-19	Budget Plan FY 2019-20
<u>PERSONAL SERVICES</u>		
Salaries	42,640	44,363
Fringe Benefits	16,203	16,858
TOTAL PERSONAL SERVICES	58,843	61,221
HEADCOUNT	0.5	0.5
<u>NON-PERSONAL SERVICES</u>		
Professional Fees		
Legal / Accounting Fees	1,000	1,000
Consultant Fees	0	0
Total Professional Fees	1,000	1,000
Other Non-Personal Services		
Employee Travel & Meals	0	0
On-line Services/ Due & Subscriptions	0	0
Office Occupancy Expenses	16,000	15,000
Insurance	7,863	5,546
Repairs/ Maint /Prop Mgmt/ Outside Serv.	0	0
Telephone/Fax/Internet	400	400
Office Supplies / Printing / Advertising	0	0
Computers/Software/Equipment	0	0
Total Other Non Personal Services	24,263	20,946
TOTAL NON-PERSONAL SERVICES	25,263	21,946
TOTAL OPERATING BUDGET	84,106	83,167

**Empire State Development
Queens West Development Corp
Capital Budget Plan FY 2019-20**

	Budget Plan FY 2018-19	Budget Plan FY 2019-20
Acquisition Costs	0	0
Design & Other Soft Costs	0	0
Legal Costs	40,000	40,000
Property Management/Maintenance Costs	120,000	120,000
Insurance	0	0
Demolition & Site Clearance	0	0
Construction Costs	1,350,000	1,350,000
Other Misc. Costs	0	0
TOTAL CAPITAL BUDGET	<u><u>1,510,000</u></u>	<u><u>1,510,000</u></u>