

PLEASE NOTE - We welcome public comment on the items on the following agenda. To ensure maximum opportunity for participation, speakers representing themselves may speak for up to 2 minutes each, and those representing groups may speak for up to 4 minutes (1 speaker per group). Speakers' comments may address only items considered at today's meeting.

NEW YORK CONVENTION CENTER DEVELOPMENT CORPORATION

MEETING OF THE DIRECTORS

Thursday

January 31, 2013 – 10:00 a.m.

PROPOSED AGENDA

I. CORPORATE ACTIONS

- A. Approval of the Minutes of June 27, 2012 Directors Meeting
- B. New York (New York County) – Jacob K. Javits Convention Center – Authorization to Adopt the Established New York State Urban Development Corporation d/b/a Empire State Development Team of Counsel

II. FOR CONSIDERATION

- A. New York (New York County) – Jacob K. Javits Convention Center – Authorization to Enter into an Easement Agreement with the City of New York in Connection with the Development and Operation of the Highline

III. FOR INFORMATION

- A. President's Report – Project Budget and Scope of Work (Oral Report)
- B. Construction Manager's Report – Tishman Construction Company – Status of Construction (Oral Report)
- C. Integrity Monitor's Report – BDO Consulting (Oral Report)

DRAFT – SUBJECT TO REVIEW AND REVISION

NEW YORK CONVENTION CENTER DEVELOPMENT CORPORATION

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

June 27, 2012

MINUTES

In Attendance

Directors:

Henry Silverman, Chairman
Michael G. Carey
Kevin S. Corbett
David Cornstein
Vincent Iannelli
George Little
Carl H. Loewenson
Joseph Spinnato
Robert Steel
Ann Weisbrod
William Wheeler

NYCCDC Officers:

Barbara Lampen, President
Eileen McEvoy, Corporate Secretary

Attending for ESD:

Jonathan Beyer, Senior Counsel
Natasha Pallan, Director-Subsidiary Finance
Sheila Robinson, Assistant to the CFO

Also Present:

Convention Center Operating Corporation
Alan Steel

For Tishman Construction Corporation
Glenn Johnson
Michael J. Mennella

DRAFT – SUBJECT TO REVIEW AND REVISION

BDO Consulting
Mark E. Feldman

Mehul Patel, Project Manager - MSDC
The Public
The Press

The Meeting of the Board of Directors of the New York Convention Center Development Corporation (“CCDC”) was called to order at 10:01 a.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.

Chair Silverman then called for the approval of the Minutes of the March 12, 2012 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 MARCH 12,
2012 MEETING OF THE DIRECTORS OF THE NEW YORK CONVENTION CENTER
DEVELOPMENT CORPORATION

RESOLVED, that the Minutes of the meeting of the Corporation held on March 12, 2012, as presented to this meeting, 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.

* * *

DRAFT – SUBJECT TO REVIEW AND REVISION

Mr. Beyer then asked the Directors to authorize CCDC to enter into a contract with Sherman & Sterling LLP to provide real estate legal services to the Corporation.

Mr. Beyer provided the relevant background information regarding this request, noting that in addition to the completion of a renovation and expansion project, CCDC has and is expected to undertake additional projects that could include a hotel and the sale or development of unused or unnecessary parcels owned by CCDC.

This could include, Mr. Beyer continued, the acquisition of significant property by the Corporation, the vacating of such property, the integration of new and previously owned property, analyses of easements and various other real property matters inherent in real estate development in Manhattan.

To assist the Corporation in completing these activities, Mr. Beyer noted, staff recommends the retention of real estate counsel.

Mr. Beyer added that CCDC's existing retainer agreement with Skadden Arps will be capped out shortly and Skadden has indicated that it is not willing to continue with the current discounted rates that CCDC requires of their counsel.

DRAFT – SUBJECT TO REVIEW AND REVISION

Mr. Beyer then explained in detail the process involved in selecting Sherman & Sterling to perform real estate legal services for the project for a five-year term in an amount not to exceed \$500,000.

Following the full presentation, the Chairman called for any further questions or comments. Director Little asked why five years and \$500,000 was selected and Mr. Beyer explained that that was based on CCDC's experience with Skadden. Skadden, he explained, put a \$500,000 cap on the contract and that cap was reached.

Mr. Beyer continued and explained that Skadden had believed that a developer would have been brought in and the law firm would be able to get paid at a higher rate. When that did not happen, Mr. Beyer added, Skadden stated that this was a loss for them and chose not to continue as counsel.

Because of that, Mr. Beyer explained, CCDC was very satisfied that it was able to get a firm of similar quality and the Corporation's goal therefore is to have the Board authorize the contract for the longest period and get the firm to provide services for as long as possible.

Director Ann Weisbrod asked if it was correct that Skadden had been involved for more than five years and Mr. Beyer stated that that was correct but that there had been a monetary cap.

DRAFT – SUBJECT TO REVIEW AND REVISION

In answer to further questions, Mr. Beyer explained that the Corporation is only authorized to spend \$500,000. If additional funds are required, he added, that request will be put before the Board for approval.

There being no further questions or comments, and upon motion duly made and seconded, the following resolution was unanimously adopted:

Convention Center Development Corporation – Authorization to Enter Into a Contract with Shearman & Sterling LLP to Provide Real Estate Legal Services and to Take Related Actions

BE IT RESOLVED, that upon the basis of the materials presented to this meeting (the “Materials”), a copy of which is hereby ordered filed with the records of the Corporation, the Corporation hereby finds Shearman & Sterling LLP to be responsible; and be it further

RESOLVED, that the Corporation is hereby authorized to enter into a contract with Shearman & Sterling LLP in an amount not to exceed five hundred thousand (\$500,000) for the purposes and services, and substantially on the terms and conditions, set forth in the Materials; 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.

* * *

Ms. Lampen then provided the President’s Report wherein she addressed the project budget and scope of work.

Among other things, Ms. Lampen provided a detailed synopsis of a breakdown of the work remaining on the project and the funds available for same. She stated that she had

DRAFT – SUBJECT TO REVIEW AND REVISION

broken the remaining work down into three different areas – (a) work that is still in the general project plan that was previously approved by the Board, (b) specific life safety and code related issues and (c) a certain number of patron/client amenities that are most pressing in the building.

Ms. Lampen then explained that if the Directors agree with her approach, she will develop these areas more fully, advance the scope, advance the design of the scope and advance the pricing and return to the next Board meeting and present the Directors with a more developed version of this proposed scope of work.

A brief discussion ensued with regard to various aspects of Ms. Lampen’s presentation. It was noted that the Directors were in general agreement with regard to Ms. Lampen’s approach to the remaining work.

Next, Glenn Johnson from Tishman Construction provided a Powerpoint presentation illustrating the status of construction at the site. Mr. Johnson provided a detailed account of the status of each area of construction.

Director Ianelli asked what the useful life will be once the project is completed. Ms. Lampen and Mr. Johnson noted that certain of the warranties are for 25 years. They further stated that in general, useful life of much of the project is 25 to 30 years.

DRAFT – SUBJECT TO REVIEW AND REVISION

Director Corbett asked if there is anything that suggests the expansion of the building onto Pier 76. Ms. Lampen stated that that would have to be determinate by of the legislature.

Mr. Beyer provided further information in that regard adding, among other things, that legislatively CCDC only has the right to occupy real estate that has roadbeds within the general Javits areas.

The Chair then asked if there has been any comment from the exhibitors or customers with regard to the construction. He then stated that once the project is finished, some public relations must be coordinated to get the word out that the expansion has been completed.

Mr. Alan Steel stated that the comments from customers have all been very positive.

Mr. Alan Steel then voiced his agreement with the Chairman regarding the need for a coordinated public relations effort in connection with the announcement that the project has been completed.

Lastly, Mr. Feldman of BDO provided a report on integrity monitoring on the project.

Mr. Feldman provided a detailed synopsis of the findings of BDO with regard to billing and the actions taken to rectify any inconsistencies discovered with regard to those billings.

DRAFT – SUBJECT TO REVIEW AND REVISION

Mr. Feldman further noted that BDO has been monitoring trade waste activity and security activity at the site and that there have been no findings to report in this regard.

There being no further business, the meeting was adjourned at 10:42 a.m.

Respectfully submitted,

Eileen McEvoy
Corporate Secretary

FOR CONSIDERATION

January 31, 2013

TO: The Directors

FROM: Barbara Lampen

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

REQUEST FOR: Authorization to Adopt the Established New York State Urban
Development Corporation d/b/a Empire State Development Team
of Counsel

Contract Need and Justification

I. Background

In April 2012, the New York State Urban Development Corporation d/b/a Empire State Development Corporation (“ESD”) placed an advertisement in the New York State Contract Reporter pursuant to which ESD subsequently issued a Request for Proposals (“RFP”) to select a group of counsel in 9 different practice areas for ESD’s legal matters including those carried out by ESD subsidiaries. Based upon review of all relevant criteria, ESD selected a list of counsel in 9 practice areas to remain in effect for three years, with an option for the General Counsel or Deputy General Counsel to extend the list for a fourth year.

This action seeks adoption of the ESD approved pre-qualified list which would make these firms available for future recommendation to the Convention Center Development Corporation (“CCDC”) Directors for retention as the need may arise, without the need to conduct a further solicitation. No individual law firm is being recommended at this time for retention in connection with any particular matter and no funding is being authorized. Rather, only a pre-qualified list is being approved.

II. The Solicitation

As part of the Solicitation, ESD staff placed an advertisement in the New York State Contract Reporter requesting proposals from law firms in the following areas of law: real estate and land use; environmental; construction; condemnation; bankruptcy; labor; taxation; bond financing; foreclosure and, in each case, related litigation. Proposals were due by May 17, 2012 and all submissions were opened on May 23, 2012.

In addition, ESD staff contacted by letter and/or email all firms that had responded to the 2008 and 2010 solicitations, all New York State certified minority and women-owned business enterprise firms ("M/WBE"), as well as other firms referred to us by ESD staff and others. All such communications advised the firms of the Contract Reporter procurement opportunity.

Sixty-six firms responded to the solicitation. The responses were evaluated by a Review Committee consisting of the Deputy General Counsel and five Senior Counsels, including the Senior Counsel primarily responsible for bond financings and the Senior Counsel for environmental and litigation matters. The submissions were evaluated on the basis of, among other things: number and experience of attorneys practicing in each area of expertise; demonstrated experience in development projects similar to those in which the ESD engages; experience in government and public/private initiatives generally; presence and size of office(s) in New York State; the firm's current arrangements and/or willingness to engage in future M/WBE partnering or mentoring arrangements; and willingness to work within ESD's limitation on hourly fees. In some cases, additional information was requested in clarification of an initial submission and nine firms were selected for interviews.

Based on the review, ESD staff recommended approval, as pre-qualified counsel to ESD, in the indicated areas of expertise, the 50 firms listed on Attachment A to these materials. The ESD Board approved the pre-qualified list at its September 2012 meeting. This pre-qualified slate permits staff to respond to legal project needs efficiently.

III. Financial Commitment and Selection from the List

The Directors are not now being asked to authorize the retention of any firm in connection with any matter. Instead, the requested approval would serve to make available to CCDC a selection of candidate firms that have been through a broad solicitation process. This would allow staff to select from among the candidate firms to recommend to the CCDC Directors in the future for retention in connection with particular projects without the need for conducting individual solicitations in each instance. This will save for each project the two or more months that is normally needed to conduct a solicitation, perform the necessary review and formulate a recommendation.

In addition, staff recommends that the General Counsel of ESD or, in the General Counsel's absence, the Deputy General Counsel, be given the authority to refer to any such counsel matters in related areas of expertise as s/he may deem appropriate and advisable in connection with any project. For example, in the event that a tax issue arises in connection

with a real estate transaction, the General Counsel or, in the General Counsel's absence, the Deputy General Counsel, in s/he discretion could call on the expertise of tax attorneys with the pre-qualified firm that was selected to handle the real estate aspects of the transaction.

IV. Duration of List

Staff recommends that the pre-qualified list remain in effect for three years, with the option to extend the duration of the list for an additional year at the discretion of the General Counsel or, in the General Counsel's absence, the Deputy General Counsel.

V. Environmental Review

ESD staff has determined that this determination does not constitute an action as defined by the New York State Environmental Quality Review Act and its implementing regulations. No further environmental review is required in connection with the requested approval.

VII. Recommendation and Requested Action

Staff recommends and the Directors are requested to approve the firms on Attachment A to these materials as pre-qualified counsel in the areas of expertise identified in such Attachment (and in each case related litigation) and, in the discretion of ESD's General Counsel or, in the General Counsel's absence, the Deputy General Counsel, such related areas of expertise as the he or she may deem appropriate and advisable in connection with any project, for a term of three years plus an additional year at the option of the General Counsel or, in the General Counsel's absence, the Deputy General Counsel.

Attachment

Resolution

Attachment A

January 31, 2013

CONVENTION CENTER DEVELOPMENT CORPORATION – Counsel for Convention Center Development Corporation - Authorization to Adopt the Established New York State Urban Development Corporation d/b/a Empire State Development Team of Counsel

WHEREAS, Convention Center Development Corporation (the “Corporation”) proposes to select a team of counsel for all matters related to the Convention Center Development Corporation; and

WHEREAS, the New York State Urban Development Corporation d/b/a Empire State Development (“ESD”) placed a notice in the New York State Contract Reporter, and issued a Request for Proposals to select a group of law firms to serve as ESD’s counsel and on the basis of the overall rankings of the proposals submitted by the responding firms, selected counsel in nine (9) different practice areas including two (2) tiers of bond counsel and;

WHEREAS, based on ESD’s evaluation of such counsel, the Corporation wishes to adopt the same counsel adopted by ESD; and

BE IT RESOLVED, that on the basis of the materials presented to this meeting, a copy of which is hereby ordered to be filed with the records of the Corporation, the law firms, listed in Attachment A be and each hereby is, approved as pre-qualified counsel in the various areas of expertise (and, in each case, related litigation), and in such other areas as the ESD General Counsel or, in the ESD General Counsel’s absence, the ESD Deputy General Counsel, may in his or her sole discretion may deem appropriate or advisable in connection with any particular project or matter, such approval to remain in effect until the meeting of the Directors first occurring after September 20, 2015 or, in the discretion of the General Counsel or, in the General Counsel’s absence, the Deputy General Counsel, until the meeting of the Directors first occurring after September 20, 2016

RESOLVED, that the President and Vice President of the Corporation or his designee(s) be, and each of them hereby is, authorized in the name and on behalf of the Corporation to execute and deliver any and all documents and to take all and any related actions as he or she may in his or her sole discretion consider necessary or proper to effectuate the foregoing. Any actions taken by the Corporation prior to the adoption of this resolution complementing or in furtherance of the actions authorized are hereby ratified.

* * *

Attachment A:
Pre-Qualified Legal Counsel
Adopted by ESD Board on September 20, 2012
Adopted by Convention Center Development Corporation Board
January 31, 2013

Real Estate and Land Use

Bond Schoeneck & King PLLC
* Brown & Hutchinson
Bryan Cave LLP
** Bryant Rabbino LLP
Carter Ledyard & Milburn LLP
Damon & Morey LLP
Day Pitney LLP
Law Offices of Donald J. Tobias
* Gonzalez Saggio & Harlan LLP
Harris Beach PLLC
Hawkins Delafield & Wood LLP
Herrick Feinstein LLP
Hiscock & Barclay LLP
Hodgson Russ LLP
Holland & Knight
Ingram Yuzek Carroll & Bertolotti LLP
Jaeckle Fleischmann & Mugal LLP
Knauf & Shaw LLP
Kramer Levin Naftalis & Frankel LLP
Mentor Rudin & Trivelpiece PC
McNamee Lochner Titus & Williams, P.C.
Nixon Peabody LLP
Phillips Lytle & * The Gibson Law Firm
Saunders Kahler LLP
Schiff Hardin LLP
* Schoeman Updike & Kaufman LLP
Shearman & Sterling LLP
Sidley Austin LLP
Skadden Arps Slate Meagher & Flom LLP
Venable LLP
Whiteman Osterman & Hanna LLP

Condemnation

Berger & Webb
Bond Schoeneck & King PLLC
Carter Ledyard & Milburn LLP
Damon & Morey LLP
Day Pitney LLP
Harris Beach PLLC
Hiscock & Barclay LLP
Kramer Levin Naftalis & Frankel LLP
McNamee Lochner Titus & Williams, P.C.
Nixon Peabody LLP
Sidley Austin LLP

Construction

Bond Schoeneck & King PLLC
Carter Ledyard & Milburn LLP
Damon & Morey LLP
Day Pitney LLP
* Gonzalez Saggio & Harlan LLP
Greenberg Traurig LLP
Harris Beach PLLC
Herrick Feinstein LLP
Hodgson Russ LLP
* Hoguet Newman Regal & Kenney LLP
Holland & Knight
Ingram Yuzek Carroll & Bertolotti LLP
Kilpatrick Townsend & Stockton LLP
Kramer Levin Naftalis & Frankel LLP
Mentor Rudin & Trivelpiece PC
McNamee Lochner Titus & Williams, P.C.
Nixon Peabody LLP
Saunders Kahler LLP
Schiff Hardin LLP
Shearman & Sterling LLP
Sidley Austin LLP
Venable LLP
Wasserman Grubin & Rogers LLP
Whiteman Osterman & Hanna LLP
* Wilson & Chan LLP

* M/WBE Firm

** Certification Pending

Attachment A:
Pre-Qualified Legal Counsel
Adopted by ESD Board on September 20, 2012
Adopted by Convention Center Development Corporation Board
January 31, 2013

Bankruptcy

Bond Schoeneck & King PLLC
Bryan Cave LLP
Damon & Morey LLP
Day Pitney LLP
Law Offices of Donald J. Tobias
Harris Beach PLLC
Herrick Feinstein LLP
Hodgson Russ LLP
Jaeckle Fleischmann & Mugal LLP
Mentor Rudin & Trivelpiece PC
McNamee Lochner Titus & Williams, P.C.
Nixon Peabody LLP
Saunders Kahler LLP
Schiff Hardin LLP
Shearman & Sterling LLP
Sidley Austin LLP
Venable LLP
Whiteman Osterman & Hanna LLP

Labor

Bond Schoeneck & King PLLC
* Brown & Hutchinson
Clifton Budd & DiMaria LLP
Damon & Morey LLP
Day Pitney LLP
* Gonzalez Saggio & Harlan LLP
Harris Beach PLLC
Hiscock & Barclay LLP
Hodgson Russ LLP
* Hoguet Newman Regal & Kenney LLP
Jaeckle Fleischmann & Mugal LLP
Schroder Joseph & Associates LLP
McNamee Lochner Titus & Williams, P.C.
Putney Twombly Hall & Hirson LLP
* Rao Tiliakos LLP
Saunders Kahler LLP
* Schoeman Updike & Kaufman LLP
Shearman & Sterling LLP
Sidley Austin LLP

Environmental

Bond Schoeneck & King PLLC
Bryan Cave LLP
Carter Ledyard & Milburn LLP
Damon & Morey LLP
Day Pitney LLP
* Gonzalez Saggio & Harlan LLP
Harris Beach PLLC
Herrick Feinstein LLP
Hodgson Russ LLP
Jaeckle Fleischmann & Mugal LLP
Knauf & Shaw LLP
Kramer Levin Naftalis & Frankel LLP
Mentor Rudin & Trivelpiece PC
McNamee Lochner Titus & Williams, P.C.
Nixon Peabody LLP
Phillips Lytle & * The Gibson Law Firm
Shearman & Sterling LLP
Sidley Austin LLP
Sive Paget & Riesel PC
Venable LLP
Whiteman Osterman & Hanna LLP

Taxation

Bond Schoeneck & King PLLC
Carter Ledyard & Milburn LLP
Damon & Morey LLP
Day Pitney LLP
Harris Beach PLLC
Herrick Feinstein LLP
Hodgson Russ LLP
Holland & Knight
Ingram Yuzek Carroll & Bertolotti LLP
Jaeckle Fleischmann & Mugal LLP
McNamee Lochner Titus & Williams, P.C.
Nixon Peabody LLP
Schiff Hardin LLP
Shearman & Sterling LLP
Sidley Austin LLP
Whiteman Osterman & Hanna LLP

* M/WBE Firm

** Certification Pending

Attachment A:
Pre-Qualified Legal Counsel
Adopted by ESD Board on September 20, 2012
Adopted by Convention Center Development Corporation Board
January 31, 2013

Venable LLP
Whiteman Osterman & Hanna LLP

Foreclosure

Bond Schoeneck & King PLLC
Carter Ledyard & Milburn LLP
Damon & Morey LLP
Law Offices of Donald J. Tobias
* Gonzalez Saggio & Harlan LLP
Harris Beach PLLC
Herrick Feinstein LLP
Mentor Rudin & Trivelpiece PC
McNamee Lochner Titus & Williams, P.C.
Nixon Peabody LLP
Sidley Austin LLP

Bond

Senior Tier:

Harris Beach PLLC
Hawkins Delafield & Wood LLP
Holland & Knight
Mintz Levin Cohn Ferris Glovsky and Popeo
Nixon Peabody LLP
Orrick Herrington & Sutcliffe LLP
Squire Sanders LLP & * Knox Seaton
Winston & Strawn LLP

Junior Tier:

Bond Schoeneck & King PLLC
* Brown & Hutchinson
Chapman & Cutler LLP
Day Pitney LLP
Edwards Wildman Palmer LLP and * The
Hardwick Law Firm LLC
* Gonzalez Saggio & Harlan LLP
Hiscock & Barclay LLP
* Law Office of Joseph C. Reid, P.A.
* Lewis & Munday PC
Sidley Austin LLP

* M/WBE Firm

** Certification Pending

FOR CONSIDERATION

January 31, 2013

TO: The Directors

FROM: Barbara Lampen

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

REQUEST FOR: Authorization to Enter into an Easement Agreement with the City of New York in Connection with the Development and Operation of the Highline

Background

In 2002, after acquiring by voluntary contribution the deeds of easements held by CSX Transportation, Inc. (CSX) for the rail viaduct structure of the 30th Street secondary track (colloquially “The Highline”) between Gansevoort and 30th Streets, the City of New York (the City) converted the Highline to linear public space pursuant to a Certificate of Interim Trail Use issued by the federal Surface Transportation Board. Under the National Trails System Act (the Trails Act), in granting this Certificate the rail easement is considered “banked” for abeyance of abandonment and possible reactivation should the need for rail freight service arise again.

In 2012, the City acquired from CSX the remainder of the Highline easement located north of 30th Street. That portion of the easement traverses the MTA’s East and West Rail Yards and continues across property owned by the New York Convention Center Development Corporation (NYCCDC) between 33rd and 34th Streets and 11th and 12th Avenues (the 34th Street site), before terminating beneath the viaduct at 34th Street and 11th Avenue. It is the City’s intent to develop this newly acquired portion of the Highline to linear public space under “a flexible plan that is responsive to the evolving development plan for the rail yards”.

The portion of the Highline easement encumbering the 34th Street site is approximately 20 feet wide and was reconstructed in the early 1980’s as concrete and steel raised viaduct sloping to rail at grade. The easement is fully contained within the site, with no access provided to the street or sidewalk (see Exhibit 1). The 34th street site currently serves as the marshalling yard for the Javits Convention Center, but in 2006 the NYCCDC proposed the sale of the property for private development to fund the expansion of the Convention Center.

Under that proposal, the NYCCDC adopted a General Project Plan (the 2006 GPP) for the expansion and renovation of the Javits Center that included 2.45 million square feet of commercial and residential development on the 34th Street site. As the 34th Street site is not included in the Special Hudson Yards District, the Plan exercised an override of the City Zoning Resolution to permit residential and commercial development on the site at densities greater than allowed under its current M2-3 zoning. An illustrative building program was developed, but the stated intent was that the final program and design would be determined after the site was sold to a developer and that Plan would conform to certain design guidelines in the 2006 GPP that were developed in coordination with the City's Department of City Planning (City Planning) (see Exhibit 2).

While the proposed development plan provided for the removal of the existing Highline structure, the integrity of the permanent easement was preserved to allow for future connection to the national rail system, as required under the Trails Act. The core of each structure was located outside the easement zone and the base structure was designed to allow the easement to pass through the structure in an enclosed box 20 feet wide by 20 feet high (the Box Easement). Implementation of this Plan was suspended by the NYCCDC and a new GPP for a modified renovation and expansion plan for the Javits Center was adopted by the NYCCDC in 2009.

In January 2011, the City made a request to the NYCCDC for the grant of certain easements across the 34th Street site and the imposition of certain design guidelines in connection with an anticipated extension of the Highline from 30th to 34th Street. These requests included, among other things, (i.) a widening of the easement from 20 feet to 30 feet and the grant of air rights above that expanded easement; (ii.) two new contiguous easements of 20 feet by 360 feet and 120 feet by 60 feet along the 34th Street property line for a pedestrian plaza and widened sidewalk to 11th Avenue; (iii.) restriction of building heights to the elevation of the Highline along the first 60 feet of the elevated viaduct; (iv.) a building setback of 5 feet on both sides of the widened highline across the western half of the site; and (v.) a number of restrictions on slab length and structure placement on the site to ensure optimal site lines and air space for the benefit of the Highline (see Exhibit 3).

The NYCCDC advised the City that the requested easements and design requirements were overly expansive and far exceeded the limited scope of the existing CSX easement. The NYCCDC further advised that the proposal significantly reduced the development potential of the site and would have a high impact on the fair market value of the site, an amount the City would be required to pay to the NYCCDC pursuant to the requirements of the Public Authorities Control Board (PACB). Subsequently, the NYCCDC developed, in consultation with City Planning, several illustrative schemes that could accommodate development of the Highline across the site while limiting the impact to its development potential. All of these schemes involved demolition of the existing Highline structure, relocation of Highline to base building structure, and a Box Easement to preserve the original alignment. As with the 2006 GPP, the intent is that a final alignment, building program and the design would be determined after a decision was made

regarding any proposed future use of the site (e.g.: sale or lease to a developer, development by the NYCCDC).

In October 2012, in an effort to help the City extend the Highline, the NYCCDC provided to the City, at no cost, access to the Highline through portions of the 34th Street and the use of portions of the site for Highline-related activities through a revocable License Agreement that expires in March 31, 2013 or earlier upon written notice (see Exhibit 4).

The City is now requesting the NYCCDC grant a permanent recordable easement over the 34th Street site to meet certain emergency egress requirements of the Department of Buildings (DOB).

Recommendation

It is recommended the NYCCDC enter into a long-term Easement Agreement with the City for the area generally identified in the attached Exhibit to provide emergency egress across the 34th Street site from the existing Highline (see Exhibit 4). This Easement Agreement can be revoked when and if the NYCCDC decides on an alternative future use for the site. At that point, the NYCCDC and its developer will negotiate with the City on the terms and conditions of a relocated permanent Easement on the site that meets the needs of the Highline while preserving and maximizing the development potential the site. In negotiating that future easement, the NYCCDC will work with the City to assure the DOB that such revocation will not result in a lack of compliant egress from the Highline. Such assurance will include proper Notice requirements to the DOB of pending revocation and NYCCDC cooperation in developing alternate points of egress from the Highline prior to revocation.

It is further recommended that the revocable License Agreement entered into between the City and the NYCCDC in October 2012 be amended so that there is no longer a set expiration date.

Requested Action

The Directors are requested to authorize the Corporation to enter into a long-term, revocable Easement Agreement with the City of New York for emergency egress across the 34th Street site and to authorize amending the License Agreement so that there is no longer a set expiration date, in which case revocation will be by written notice.

Attachments

Resolution
Exhibits 1 through 4