

**New York State Urban Development Corporation
d/b/a Empire State Development Corporation**

Columbia University Educational Mixed-Use Development

**Land Use Improvement and Civic Project
Modified General Project Plan**

December 18, 2008

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A. Introduction

The New York State Urban Development Corporation d/b/a the Empire State Development Corporation (“ESDC”) is adopting this Modified General Project Plan (“GPP”) for the Columbia Educational Mixed-Use Development (the “Educational Mixed-Use Development” or “Project”) as both a Land Use Improvement Project and a Civic Project in accordance with the New York State Urban Development Corporation Act (the “UDC Act”).

The Educational Mixed-Use Development would provide for the creation of new educational, academic research, recreational and civic facilities through the rehabilitation of blighted and underutilized urban parcels and would benefit the City and the State of New York and the area of West Harlem by: (1) enhancing the City and State as centers for higher education, premier graduate programs and scientific research; (2) enabling Columbia University in the City of New York (“Columbia”) to maintain its position as one of the foremost educational and cultural institutions in the world; (3) creating new employment opportunities while solidifying Columbia’s status as one of New York City’s largest private employers; (4) furthering scientific research, including research into neurological ailments such as Alzheimer’s disease; and (5) creating much-needed, park-like open space in the area. Columbia is a non-profit corporation, the seventh largest private employer in the City of New York, and a prominent educational institution with an excellent financial rating and extensive experience developing academic facilities.

The Project would be located in the Manhattanville neighborhood of West Harlem on an approximately 17-acre site (the “Project Site”) in northern Manhattan, the principal portion of which is bounded by and includes West 125th Street on the south, West 133rd Street on the north, Broadway on the east and Twelfth Avenue on the west, as well as certain areas located beneath City streets within this area and beneath other City streets in the Project Site. The remaining

portion of the Project Site consists of an area which is bounded by and includes Broadway on the west, West 133rd and West 134th Streets on the south and north, respectively, and a line between West 133rd and West 134th Streets approximately 200 feet east of Broadway, along with an irregularly-shaped block which is bounded by and includes Broadway on the west, Old Broadway on the east, West 131st Street on the south, and West 133rd Street on the north. A map showing the boundaries of the Project Site is attached hereto as Exhibit A.

The Educational Mixed-Use Development is envisioned as a modern, open, integrated teaching and academic research campus with approximately 6.8 million gross square feet (“GSF”) of new, state-of-the-art facilities housed in up to 16 new buildings and in an adaptively reused existing building. A new, approximately 2 million square foot, multi-level basement structure (the “Below-Grade Facility” or “Facility”) would connect many of these buildings below-grade and underneath City streets, permitting the operation of campus service facilities, as set forth in Section F.3. This new campus would be used for higher education, academic research, campus housing, recreation, and other support services and facilities, including a mix of street level uses that would transform the Project Site into a vibrant, attractive city streetscape.

Development of the Project is anticipated to be carried out over an approximately 25 year period as the principal component of the larger West Harlem Rezoning and Academic Mixed-Use Development Project (the “Rezoning”) that encompasses approximately 35 acres of West Harlem, including the Project Site. The potential environmental impacts of the Rezoning, including the Educational Mixed-Use Development, have been examined in an Environmental Impact Statement (“EIS”) prepared at the direction of the New York City Planning Commission as the lead agency in accordance with the State Environmental Quality Review Act (“SEQRA”) and City Environmental Quality Review.¹ The Rezoning was proposed by Columbia to be undertaken by the City Planning Commission and the City Council and was reviewed pursuant to the New York City Uniform Land Use Review Procedure (New York City Charter Sections 197-c and 197-d) (“ULURP”). The Rezoning was approved by the City Council on December 19,

¹ The terms “Project” and “Educational Mixed-Use Development” as used in this GPP are referred to in the EIS as the “Academic Mixed-Use Development”. The term “Project” as used in this GPP should not be confused with the term “Proposed Project” used in the EIS, which encompasses the entire 35-acre West Harlem Rezoning area and which includes this Project.

2007. ESDC participated in the preparation of the EIS as an involved agency and will not make any final determination concerning the Project until it has made findings in accordance with SEQRA.

Columbia has requested ESDC's assistance to effectuate the Project through ESDC's adoption of a GPP and the possible exercise of ESDC's powers under the UDC Act, including the power of eminent domain and the override of certain local laws. ESDC's acquisition of real property and easements beneath City streets and possibly under certain private parcels north of those streets is also contemplated in order to provide for the construction of the Project's Below-Grade Facility and the installation of below-grade support structures. Below-grade support structures could include slurry walls, rock anchors, tie backs, tie downs and/or piles some of which could be needed to counteract the geostatic forces associated with below-grade construction. The slurry walls would also address groundwater intrusion during excavation and thereafter. Any affirmation of the GPP by ESDC's Directors would follow a public hearing pursuant to the UDC Act, and could include a decision that compliance with ULURP with respect to transfers of real property by or to the City, and compliance with ULURP and the City Map with respect to the acquisition of volumes below certain City streets needed to construct the Below-Grade Facility, are not feasible or practicable. The exercise of ESDC's condemnation power is discretionary and would occur only after a public hearing and if the Directors approved a determination and findings in accordance with the Eminent Domain Procedure Law ("EDPL"). ESDC may choose to hold the EDPL and UDC Act public hearings simultaneously.

B. Project Location

The Project Site is located entirely within the Borough of Manhattan, New York County, State of New York, and is comprised of the following parcels: Manhattan Tax Block 1986, Lots 1, 6, 10, 30 and 65; Block 1987, Lots 1, 7 and the westerly part of Lot 9; Block 1995, Lots 31 and 35; Block 1996, Lots 14, 15, 16, 18, 20, 21, 23, 29, 34, 36, 50, 56 and 61; Block 1997, Lots 1, 6, 9, 14, 17, 18, 21, 27, 29, 30, 33, 34, 40, 44, 47, 48, 49, 52, 55, 56, 61, and 64; Block 1998, Lots 1, 3, 6, 10, 13, 16, 17², 24, 26, 29, 38, 49, 57, and 61; and Block 1999, Lots 1, 29, 30, 31,

² Although this Lot 17 (site of the Studebaker Building) is within the Project Site, its development is not part of the Project.

32, 33 and 36. The Project Site is currently dominated by warehouses, auto repair and service stations, and aging vacant or deteriorating buildings. The Project Site's block and lot designations are provided in Exhibit A.

Currently, Columbia controls more than 80% of the lots on the Project Site through ownership or through contracts or options to purchase certain parcels. Those portions of the Project Site that are not under Columbia's control are either privately owned (including one lot that is owned by Consolidated Edison Company of New York ("Con Edison")) or are owned by the City of New York (the "City"). Two of the City-owned parcels are currently leased to an affiliate of the Metropolitan Transportation Authority (the affiliate hereinafter referred to as the "MTA") for use as bus depot/parking and service facilities. A map depicting the current ownership and control of the Project Site's parcels is attached as Exhibit B.

As noted above, the Project Site also includes City-owned land constituting below-grade portions of West 130th Street, West 131st Street and West 132nd Street between Broadway and Twelfth Avenue, as well as below-grade portions of other City streets within the Project Site that are needed for the Below-Grade Facility and other components of Project implementation such as access, below-grade support structures and tie backs (collectively, the "Underground Streets Area"). The surface, roadbed and areas immediately beneath these streets would continue to be owned by the City and would remain open at grade after roadbed reconstruction is completed. The exact upper and lower limits of the Underground Streets Area would vary, but the upper limit below West 130th, West 131st, and West 132nd Streets would generally be eight to ten feet below street grade.

C. Project Overview & Goals

The principal goals of the Project are: (1) to maintain the City and State of New York as leading centers of higher education and academic research by providing for Columbia's long term growth through the creation of an open, integrated, urban campus with state-of-the-art facilities; (2) to facilitate scientific advances through academic research; (3) to transform an urban landscape that is presently underutilized, unattractive and substandard into new educational, cultural, recreational and local retail facilities; (4) to provide Columbia with the flexibility to accommodate a range of higher educational uses, such as emerging areas of

research that would encourage scientific innovation; (5) to provide tangible community benefits in terms of new employment opportunities, publicly-accessible open spaces, and other civic amenities; and (6) to enliven West 125th Street to draw residents to the new West Harlem Piers Park.

To achieve these goals, the Educational Mixed-Use Development would create a modern, open, integrated, urban teaching and academic research campus with approximately 6.8 million GSF of new facilities, with the Below-Grade Facility as one of its key components. This Below-Grade Facility would provide needed support space for higher education and academic research facilities, in addition to the new space provided above-grade in up to 16 new buildings. The Facility would also integrate the new campus by connecting facilities below-grade and underneath City streets and by providing shared infrastructure consistent with modern facility design objectives. The Below-Grade Facility would create new underground parking and receiving facilities that would help minimize street congestion. The Facility would also reduce the density of above-grade development by providing space below ground for necessary facilities, which in turn would make room for new public open spaces and broader sidewalks and improve sight lines. Existing City streets within the Project Site would remain open (following reconstruction and staging use) providing access to and through the campus and facilitating a mix of street level uses. This would strengthen Columbia's connection to the area, connect Central and West Harlem to new open space and recreational opportunities now under construction within the West Harlem Piers Park, and draw nearby residents to new, active ground floor retail and community uses.

The land use and operational requirements specified in this GPP would ensure that the Educational Mixed-Use Development continues to achieve the Project's goals in the future. These requirements include: limitations on above-grade and below-grade uses to specified educational and supporting uses; maximum and minimum development ranges that would provide for an appropriate balance among these uses; and a requirement that the architecturally and historically significant Warren Nash Service Station Building (the "Nash Building") be retained and adaptively reused.

D. Background

Higher education is essential to the intellectual and economic growth of both the City and State of New York, with Columbia widely regarded as one of the leading institutions of higher education in the world. Private colleges, universities and other cultural institutions have grown at a rate more than three times the rate of New York State's economy, increasing employment by 16% between 1990 and 2005. While industrial employment has been steadily decreasing in New York City, private colleges and universities annually spend \$2.1 billion in research in New York State, spurring the creation of 10,000 new jobs in the private sector. Although technological changes have shifted jobs in finance, insurance and real estate away from urban centers, the interpersonal nature of educational institutions is more difficult to replicate in cyberspace.

Founded in 1754, Columbia is the oldest institution of higher education in New York State and the fifth oldest in the nation. Originally known as Kings College and located in Lower Manhattan, Columbia moved to Manhattan's Morningside Heights a century ago, where its main campus and administrative offices are still located. It has been a major and integral academic institution in New York City and has contributed greatly both to the City's leadership in higher education and to the intellectual growth and advancement of individuals of wide-ranging socioeconomic means. Today, Columbia's financial aid programs are putting quality graduate and undergraduate educations within the reach of economically-disadvantaged students while supporting a broad and diverse student population.

Columbia's facilities are currently comprised of: its main campus in Morningside Heights, which houses undergraduate and graduate schools and programs and adjoins affiliated schools such as Barnard College, Teachers College, as well as Jewish Theological Seminary and Union Theological Seminary; its Medical Center campus in Washington Heights; and athletic and recreational facilities located at the northern tip of Manhattan on the Harlem River. Columbia also operates the Lamont-Doherty Earth Observatory in Palisades, New York, and the Nevis Laboratories in Irvington, New York. In total, Columbia has approximately 24,400 students and employs over 14,000 people, over two-thirds of whom reside in New York City.

The Project Site is located in the Manhattanville section of West Harlem, approximately a half mile north of the Morningside Heights campus and one and three-quarters miles south of the

Medical Center campus. Manhattanville was one of the first areas of Manhattan island to be settled by the Dutch during the 17th century. Its gently sloping valley allowed easy entry from the Hudson River between shoreline bluffs, and encouraged settlement centered around present-day West 125th Street. The early development of Manhattanville with industry and shipping uses established relatively low-density development patterns that persist to this day with the Project Site's predominance of auto repair and warehousing uses, a density far lower than surrounding neighborhoods.

Columbia has been a presence in Manhattanville for decades. In addition to its academic building (Prentis Hall) located on the south side of West 125th Street and university housing located at 560 Riverside Drive, Columbia is now renovating the former Studebaker Building on the Project Site for administrative uses. The adaptive reuse of this building (located within the Project Site at 615 West 131st Street) is an as-of-right use that will proceed regardless of whether the Project is approved. In addition, Columbia will provide a development site in the vicinity of the Project Site at no cost to the City for the creation of a new public secondary school that would utilize Columbia's resources in science, mathematics and engineering. Columbia's faculty would continue to assist the school (currently operating at a temporary location) with curriculum development.

E. The Need for Modern Higher Educational Facilities

In addition to the other public benefits it offers, the Project would allow Columbia to satisfy its long-term need for the modern facilities necessary to maintain Columbia's competitive position as a leading university. Such facilities -- laboratories, classrooms, faculty offices, libraries, study and performance spaces -- are essential to the academic research, teaching, learning, and discourse at the core of higher education and prerequisites for attracting and retaining top faculty and students. Today, multidisciplinary academic research and teaching facilities need large, open floor plates which can be easily adapted to changes in technology, interdisciplinary programs and educational requirements. Large, regularly-shaped (generally rectangular) floor plates with a minimum of obstructions are particularly important for academic research because they facilitate interaction of different scientific disciplines and enable higher education institutions to compete more effectively for federal research grants.

Academic Research Facilities

The National Science Foundation (“NSF”) and the National Institutes of Health (“NIH”) are two of the principal national governmental agencies that award grants for scientific research. Although there is no single template for the design of modern research laboratories, guidelines issued by these organizations identify flexibility and adaptability as key objectives in the design of new laboratory facilities, including those dedicated to academic research. Columbia ranks in or near the top 10 institutions nationally in total sponsored research grant income awarded by NSF and NIH, thus making their guidelines an important factor in Columbia’s facility planning. These guidelines favor multiple-purpose occupancy with shared support, amenities and core facilities over traditional, single-discipline, stand-alone research facilities. The design of academic research facilities with these attributes also helps institutions such as Columbia recover operating costs under NIH and NSF reimbursement criteria.

State-of-the-art academic research buildings are designed with rectangular floor plates of at least 25,000 square feet in size to maximize achievement of these objectives. The academic research facilities contemplated as part of the Project would house research laboratories able to accommodate adjustable space configurations, special purpose equipment, and support spaces. Wet laboratories are currently the most common type of research laboratory space. These typically include lab benches, fume hoods, chemical resistant finishes, storage space for chemicals and solvents, plug-in plumbing, and outlets for compressed air, gas, vacuum, water, deionized water, and electricity.

Modern lab buildings are based on a repetitive and regular planning module to facilitate flexible groupings of three types of space that need to be in close proximity: laboratories, laboratory support, and office/meeting space. Large, open, rectangular floor plates are required to maximize flexibility and interaction among scientists of various disciplines working on the next scientific breakthrough or medical advancement. The rectangular shape also provides flexibility for the expansion or contraction of space allocation quickly, without costly and time-consuming facility alterations. In addition, the minimum 25,000 square foot size generally assures an appropriate ratio of “usable space” (such as laboratory benches and offices, also called “assignable space”) to “total space” (usable space plus other nonusable but necessary space, such as public corridors and elevators), as NIH and NSF reimburse institutions’ overhead costs based

on usable space. If the proportion of usable space to total space drops too low, the institution is not able to recover in full its operating costs for such facilities. As the requirements of modern scientific research have evolved over time, the easy adaptability of the laboratory layout within a large rectangular floor plate has become an essential component of such facility design.³

Academic Facilities

Academic uses are comprised of instructional and related activities, including non-laboratory research, requiring classrooms, computational and other analytical space, offices for faculty and administrators, and library and study spaces, along with spaces related thereto, including teaching laboratories. Although each academic discipline has specific space needs to support its program, construction and operational efficiencies are measurably higher with large floor plate buildings. As with academic research facilities, large floor plates in academic facilities allow for greater flexibility in programming over the long term. Classrooms located together on lower floors optimize the accommodation of large groups of students and facilitate their moving easily from one room to another during class changes. Large lecture halls are typically clustered on the same floor because they require a floor-to-floor height higher than ordinary classrooms to accommodate sloped floors for auditorium-style seating. Large floor plates make this clustering feasible and also create centralized informal meeting and gathering spaces that enhance the intellectual life of the school.

Overall Need

Large facility expansions are planned or underway at other leading higher education institutions throughout the nation. Harvard is developing its Allston campus, envisioned as “Harvard’s 21st Century Campus,” on approximately 130 acres across the Charles River from its main campus. The first stage of this expansion includes the construction of a new 1 million square foot scientific and educational research building. The University of Pennsylvania is expanding onto a 24 acre site along the Schuylkill River near its West Philadelphia campus, where preliminary planning has identified interdisciplinary research space and health sciences as key components. Yale University recently purchased a 136-acre tract west of New Haven and

³ The EIS (p. 1-10) lists examples of large floor plate research facilities recently constructed or planned by other universities.

has launched a \$1 billion construction program for new science and research buildings. The new facilities would include several new buildings for Yale's medical school and would accommodate both graduate and undergraduate science programs.

Columbia has grown at an average rate of approximately 200,000 square feet per year over the past decade. Based on this rate of growth, and to keep pace with other leading universities, Columbia estimates that over the next 25 years it must expand its program space by 5 to 6 million square feet, exclusive of support facilities such as parking and utilities. Based on current trends in graduate programs and academic research, Columbia projects that approximately half of this program space will be needed for academic research, with the balance devoted to other higher educational uses, such as academic, university housing, and recreational facilities.

Columbia now faces significant challenges in providing these facilities due to the limits of its existing space and facilities, as well as the siting constraints associated with being located on one of the world's most densely developed islands. Columbia's ratio of square footage per student -- 326 GSF per student -- is already considerably lower than any of its peer institutions.⁴ Columbia has considered a range of options for meeting its long-term facility needs, including expanding existing buildings, replacing existing buildings with larger structures, developing nearby off-campus properties, and continuing to acquire nearby properties as they become available in the marketplace. Columbia has also evaluated how to make better use of its facilities at its Morningside Heights and Medical Center campuses, as well as its existing facilities outside Manhattan.⁵ Columbia has concluded that none of these options would adequately address its long-term space needs, promote integration among disciplines and schools, create an environment that would foster new areas of education and academic research, and provide sufficient room for civic amenities for both Columbia's population and local residents. The

⁴ A sampling of square footage to student ratios for other leading higher education institutions is presented in the EIS, pages 1-13 to 14.

⁵ In addition, Columbia considered the possible use of vacant land at the southern end of the Riverside South development area, a large-scale mixed-use project being built between West 59th Street and West 72nd Street west of West End Avenue. Aside from its limited size, which would not meet Columbia's long-term needs, Columbia concluded that this site was not feasible due to its substantial distance from the Morningside Heights campus, the Medical Center campus, and public transportation.

Educational Mixed-Use Development is proposed to meet these needs and goals, maintain the position of the City and State as international centers for higher education and research, develop the intellectual capital of their citizens and provide new employment opportunities, both directly and indirectly, to their residents.

F. Project Description

The Project would create an estimated 6.8 million GSF of building space, with just over 5 million GSF for use by Columbia for higher education purposes, including teaching, academic research, recreation, below-grade support and university housing. The remaining space would be used for energy centers, parking, storage and other supporting uses, with approximately 162,000 GSF dedicated to active ground floor uses. Approximately 4.8 million GSF of the total space would be developed above-grade on 17 development sites, with the balance to be provided below-grade – principally in the Below-Grade Facility. With world-renowned architects overseeing the Project’s design, the Educational Mixed-Use Development is expected to contain a variety of building heights and shapes generally compatible with neighboring buildings and site topography that would be clustered around new public open spaces.⁶

1. Site Size & Configuration

A large, substantially contiguous site is required for the development of a modern, open, integrated urban campus. At 17 acres, the Project Site would accommodate Columbia’s long-term future contemplated growth and its need for flexible, state-of-the art facilities with sufficiently large floor plates; permit parking and other infrastructure to be located below-grade within the new Below-Grade Facility; and facilitate the construction of broader sidewalks and mid-block open spaces that are essential to the creation of an urban campus that is open to the surrounding community. As the Project is implemented, it would ensure consistent, orderly, comprehensive and controlled growth throughout the 17 acres. The Project Site is also proximate to other Columbia facilities, particularly its Morningside Heights and Medical Center campuses. Such proximity would foster inter-disciplinary discourse and collaboration among

⁶ Under the Rezoning, maximum building heights would range from 120 feet to 240 feet to the roofline (not including mechanical equipment).

university faculty and students, which are vital to a dynamic academic environment and to keeping New York City a vibrant center of research and intellectual energy.

Infill Alternatives

The EIS evaluated a range of alternative scenarios to the West Harlem Rezoning for development on the Project Site, including two scenarios which assumed the use of only those parcels that Columbia currently owns or controls. One of these scenarios assumed that the floor area ratio (“FAR”) of the Columbia-owned or controlled sites would be 6 for community facility and commercial uses, as in the proposed Rezoning (the “FAR 6 Infill Alternative”). The other alternative, called the “Full Build Infill Alternative,” considered a scenario under which Columbia’s long-term needs would be accommodated on those sites without any limitation as to the FAR. Under either alternative, there would be no Below-Grade Facility because it could not be constructed without land beneath City streets and because it would be impracticable to construct slurry walls around the smaller, irregularly-shaped and discontinuous parcels not owned or controlled by Columbia.

Under these two scenarios, the number of existing industrial, warehouse and transportation buildings and uses that would remain in place on the Project Site would prevent Columbia from achieving its goal of an integrated, open, modern urban campus. The continued presence of these buildings and uses would also make it impossible to create at-grade setbacks, widened sidewalks and the contemplated major publicly-accessible open spaces. Because neither scenario could accommodate the Below-Grade Facility, there also would be increased vehicular traffic, parking and loading on City streets.

The FAR 6 Infill Alternative would provide only approximately 60% of the total program space compared to the Project, thus falling far short of meeting Columbia’s stated space needs. Under the Full Build Infill Alternative, the Project Site could accommodate the construction of approximately 5.1 million GSF of program space, but only by pushing new buildings to heights far in excess of the 240 foot limit permitted by the Rezoning. Those required building heights (over 500 feet, excluding roof top mechanical equipment) would not be compatible with the surrounding community or the remaining buildings on the Project Site.

The EIS also included an Expanded Infill Alternative, which considered the extent to which Columbia’s program needs could be accommodated using Columbia-owned or controlled sites and publicly-owned property (both above- and below-grade). The Expanded Infill Alternative would provide only 65% of the total program space that would be provided by the Educational Mixed-Use Development. Like the FAR 6 Infill Alternative, the continued presence of existing industrial and warehouse buildings would prevent Columbia from achieving its goal of an integrated, modern, open campus, and reduce the amount of publicly accessible open space. The Below-Grade Facility would be significantly smaller and would not provide the functionality necessary to keep most of the loading, parking, and other support facilities below grade. The limited space available on West 125th Street would preclude Columbia from achieving its goal of enlivening that street as a gateway to the new West Harlem Piers Park as well as the new campus.

None of these alternatives would provide the public benefits of the Project or meet Columbia’s educational needs for an open, integrated campus possessing large floor plates for modern academic and academic research buildings, or create the open space and other public benefits which would accompany the Project.

197-a Plan Alternative

The EIS also included, at the request of Community Board 9, an alternative based on a 197-a Plan under the New York City Charter that was proposed by that Board (the “197-a Plan Alternative”) to evaluate the extent to which that Plan would achieve the goals of the Rezoning, including the Project. The Community Board’s 197-a Plan Alternative recognized the significant underutilization of the Project Site. The EIS used a series of assumptions developed by the New York City Department of City Planning in conjunction with the Community Board and stated that the 197-a Plan Alternative would not meet the basic goals and objectives of the Project, including the creation of an integrated modern, urban and open campus. Moreover, only approximately 31% of Columbia’s program space needs could be met, and only one state-of-the-art academic research building could be constructed under this Plan.

Two variants of this alternative were also considered in the EIS: the “197-a Plan 2 Alternative” and the “197-a Plan 2 ‘Relaxed’ Alternative”. The 197-a Plan 2 Alternative

incorporated changes in the boundaries of several subdistricts within the proposed area to be rezoned (including portions of the Project Site), and modified land use and floor area requirements and design regulations in those areas. The changes would have allowed larger floorplates and higher community facility floor area, among other things. The Community Board indicated that the changes were intended to “enable Columbia to redevelop its properties to meet its needs in a manner consistent with the goals and objectives of the 197-a Plan.” (EIS at page S-92.) The 197-a Plan 2 “Relaxed” Alternative would have allowed the demolition of historic structures that would be protected under the 197-a Plan 2 Alternative, thereby affording Columbia an opportunity to demolish historic structures in order to allow for the potential construction of new buildings with the large floorplates required for the Project.

The EIS concluded that both variants of the 197-a Plan Alternative described above would not meet the basic goals and objectives of the Project, including the creation of an integrated modern, urban and open campus. Although these scenarios would accommodate more space than the original 197-a Plan Alternative, the 197-a Plan 2 Alternative and the 197-a Plan 2 “Relaxed” Alternative would accommodate only 50% and 53%, respectively, of the Project’s required floor area. The lack of the full Below-Grade Facility would reduce the functionality of the Project, preclude the provision of full program space, and limit the ability to create a campus environment. For example, each building would need its own parking, truck delivery docks, curb cuts, and ramps for any below-grade parking. These features – many of which would be above-grade – would be incompatible with the campus atmosphere sought by Columbia. Support services would not only need to be duplicated but the limits on below-grade space would require support services for academic research, as well as utilities, to be placed in buildings. These and similar consequences would constrain Columbia’s ability to achieve its program goals. In addition, neither alternative could accommodate the uses contemplated for the first phase of the Project, as there would be insufficient space and floor area for the relocation of the Business School and the School of the Arts. Without these critical components, the integrity of the overall Project would be jeopardized.

2. Above-Grade Development

The illustrative plan for the above-grade development of the Project is set forth in Exhibit C.⁷ New academic research buildings – including, for example, laboratories dedicated to neuroscience, biomedical engineering, nanotechnology, system biology and environmental sciences – are proposed primarily along the Broadway corridor on development sites (“Sites”) 2, 6, 6b, 8, and 15, with two academic research sites on Sites 12 and 13. These laboratories would be operated in accordance with applicable Biosafety Level standards for clinical, diagnostic, teaching, and research facilities issued by NIH and the Centers for Disease Control and Prevention. The applicable standard would not exceed Biosafety Level 3.

New academic facilities are proposed along the West 125th/129th Street corridor (Sites 1, 3, 4 and 7) as well as on Twelfth Avenue (Sites 10 and 14), and on the east side of Broadway in portions of the Nash Building (Site 16), which would be renovated for adaptive re-use. University housing would be located on Twelfth Avenue sites (Sites 7 and 14, with such sites being shared with academic uses) and along Broadway (Sites 11 and 17), with a recreation center to be developed on Site 9, in the midblock between West 131st and West 132nd Streets.

Along West 125th Street, Broadway, and Twelfth Avenue, Project buildings would permit a range of active ground floor uses as mandated by the Rezoning, including community-oriented uses such as retail, galleries, performance spaces, community centers and daycare centers. Glazing and transparency would be required on the street walls on the lower floors of all new buildings to help connect them to the lively commercial corridor and contribute to a pedestrian-friendly approach to the West Harlem waterfront.

All new academic and academic research buildings would have large, relatively unencumbered floor plates sufficiently sized to house state-of-the-art facilities. Flexibility is required in the educational programming of the Project’s new buildings due to the long build out period and the need to respond to evolving academic needs. Accordingly, Columbia would be permitted to develop Sites 7, 11, and 14 for academic and/or university housing use; Sites 6b, 8,

⁷ Subsequent to the completion of the EIS and prior to the approval of the Rezoning by the City Planning Commission, Columbia refined its plans for certain sites at the request of the City Planning Commission. Those modifications were described and their environmental consequences discussed in a Technical Memorandum, dated November 26, 2007.

10, 12, 13 and 15 would be developed for academic and/or academic research uses; and Sites 6 and 9 would be developed for academic research and/or recreation use. These permitted uses are set forth in Exhibit D.

3. Below-Grade Facility

The Below-Grade Facility is a critical component of the Project. It would extend under most of the Project's development sites, approximately from the north side of West 125th and West 129th Streets to the south side of West 133rd Street and from the east side of Twelfth Avenue to the west side of Broadway, and below the intervening City streets.⁸ Construction of this continuous, multi-level, below-grade structure would require extensive excavation, blasting in limited areas and the construction of slurry walls, and other foundation walls with related foundation supports and tie backs.

The Below-Grade Facility would provide multiple vertically contiguous levels of varying depth (up to approximately 80 feet) to accommodate educational, academic research, recreational and supporting uses and infrastructure. The Facility would be used to support Columbia's academic, academic research, university housing, recreation and teaching programs and the needs of other occupants of buildings in the Project Site. It is expected that the Facility would house centralized energy plants to provide heating, ventilation and air conditioning, other utility services and mechanical facilities; shops, receiving, loading, trash compaction, recycling and goods distribution facilities; parking, storage, research support facilities, recreation facilities; and other academic and shared academic research building support facilities, such as libraries, food service areas, meeting spaces, classroom and other instructional spaces, computer labs, and equipment. In addition, the Below-Grade Facility portion of West 132nd Street may be used for bus depot, public transportation and accessory uses.⁹

⁸ The Below-Grade Facility would not extend under the new buildings on Sites 1, 15, and 17 or under the existing Nash and Studebaker Buildings.

⁹ Columbia may permit use of the Below-Grade Facility for utility lines, conduit, cable, equipment, etc., that is not owned by Columbia or used for the Project provided that such public utility equipment installation is required (1) for the relocation of public utilities which are located within the Project Site or (2) for public utilities, whether now providing services or which may provide services in the future to customers within the vicinity of the Project Site and with respect to which the public streets cannot reasonably accommodate the installation of such public utility

The Facility's below-grade educational and research facilities would increase the efficiency and adaptability of the above-grade spaces, while the Facility's parking and loading functions would help minimize mobile source emissions and vehicular presence on local streets and enhance the pedestrian experience at street level. Subject to an agreement with the MTA, and so long as the various legal and regulatory approvals are secured, the bus depot and parking facility, which currently occupies above-grade and some traditional below-grade space on Block 1999 may be located in a separate new below-grade facility on that parcel.

A graphical depiction of below-grade elements of the Educational Mixed-Use Development is set forth in Exhibit E, although the location of some uses may shift as Columbia's needs change over time. The approximate space allocations are expected to be constant in terms of one another.

4. Open Spaces

Columbia would construct new open spaces substantially as they are described in the EIS as each block of the Project Site is developed, even if the prerequisites to the construction of open space under the Rezoning were not then met. These new open spaces would be gateless and publicly accessible, but privately-owned and maintained, and would be integrated into the urban fabric of Manhattanville. As shown in Exhibit F, these open spaces would include widened sidewalks, midblock open spaces, a large square and two smaller, park-like open spaces. These interrelated open spaces would not be fenced, but would invite pedestrians via widened sidewalks into an open, attractive urban campus – a considerable improvement over the bleak and treeless conditions that now prevail on the Project Site, which discourage east-west pedestrian traffic, particularly after dusk. In total, Columbia would be required to create and maintain in perpetuity at its cost some 94,000 square feet of publicly accessible open space punctuated by trees, paths, landscaping and street furniture, with an additional 28,000 square feet of space for widened sidewalks.

equipment because of space or constructability limitations. Any other forms or manner of public utility equipment installation within the volume of the Below-Grade Facility would require the City's and ESDC's express consent.

Sidewalks within the Project Site would be widened on West 130th Street; the north sides of West 129th Street and West 132nd Street; and the south side of West 131st Street and West 133rd Street to provide additional light and air to the Project Site and to enhance views from Broadway of the Hudson River and two architecturally significant transportation viaducts. Sidewalks along Twelfth Avenue would be widened by 30 feet to approximately 50 feet and would include a new walking path, landscaping and seating, as well as a market zone to accommodate kiosks and street vendors.

The proposed Educational Mixed-Use Development includes mid-block open spaces, as shown on Exhibit F, extending between West 129th Street and West 133rd Street, on the blocks between Twelfth Avenue and Broadway, that would create mid-block north-south view corridors and improve connectivity through the Project Site. Each of these mid-block open spaces would extend through the block on which it is located, from sidewalk to sidewalk, and be at least 50 feet wide at grade. In all, the mid-block open spaces would provide at least 40,000 square feet of active and passive open space, and include walking paths, trees, lawn and other amenities. In addition, an east-west open space at least 60 feet wide would be constructed east of Broadway in the midblock between West 131st and West 133rd Streets. It would extend through the whole block from Old Broadway to Broadway and would align with West 132nd Street to allow access and views to the Hudson River from Old Broadway.

A large, central public open space (the “Square”) would be created just west of the center of Block 1997. The Square would be a minimum of 40,000 square feet in size (almost one acre) and would include landscaped surfaces, trees and areas for active and passive recreational use. On Block 1996, three of the Project’s new buildings would be clustered around a smaller, approximately 11,700 square foot central open space (the “Small Square”), which would provide for pedestrian enjoyment and focus the new development toward West 125th Street, thereby improving the Project Site’s connection to the street grid. An approximately 585 square foot open space (the “Grove”) would be constructed across the street as indicated in Exhibit F. The Square, the Small Square and the Grove would be designed to complement the streetscape and provide for passive open space and seating for the public. The timing of the development of the new open spaces is discussed below in Section F.5.

5. Development of the Project Site

As described below, the Project would be constructed in two Phases over the course of approximately 25 years. Phase I would be carried out in two Stages beginning in late 2008 that would include the entire Project Site except for Block 1999.¹⁰ Construction of Phase II would commence in approximately 2025 on Block 1999, with full build out of the Project expected to occur in 2033. The two Phases of the Project are delineated in Exhibit B.

Construction of the Project would generally move from south to north, starting on Blocks 1995, 1996 and 1997, proceeding northward, and ending on Block 1999. Each construction Stage (as hereafter defined) would begin with necessary property acquisition, relocation, above-grade abatement and remediation followed by demolition as needed for development of the Project. Excavation would occur for construction of subgrade slurry walls which would be poured around the perimeter of a particular work area. After the slurry walls were poured, soils within the construction area would then be excavated, and (if necessary) remediated, underground facilities would be constructed, followed by the construction of above-grade buildings.

The intensive and complex excavation and construction activities during Phase I require that areas of the Project Site be set aside for construction staging activities such as on-site management, truck marshalling, materials lay down and parking for construction workers. These areas would help minimize street congestion from truck traffic, reduce on-street air emissions from idling trucks and improve site safety. They would also enable trucks to assemble off-street near the construction site so that they can be called on as needed to remove fill generated by the site's excavation while minimizing idling time.¹¹

Phase I, Stage 1 (2008-2015)

Phase I, Stage 1 would encompass: (i) staging and construction on Block 1995, Lots 31 and 35; Block 1996, Lots 14, 15, 16, 18, 20, 21, 23, 29, 34, 36, 50, 56 and 61; Block 1997, Lots 1, 6, 9, 14, 17, 18, 21, 27, 29, 30, 33, 34, 40, 44, 47, 48, 49, 52, 55, 56, 61, and 64; West 130th

¹⁰ The Phases and Stages under this GPP do not coincide with the phases described in the EIS.

¹¹ Columbia would ensure that trucks idling in staging areas comply with on-street idling regulations.

Street and the eastern portion of West 131st Street; (ii) staging only on Block 1986, Lot 30 and Block 1998, Lots 1, 3, 6, 10, 13, 16, 24, 26, 29, 57 and 61; and (iii) renovation of the Nash building on Block 1986, Lot 65. During this Stage, it is anticipated that Columbia would proceed with acquisition, relocation, above-grade abatement and remediation, as necessary, soil excavation and any necessary remediation, construction of foundations for the Below-Grade Facility, and construction of new buildings on Sites 1, 2, 3, 4, 6, 6b and 7.

Before excavation for the Below-Grade Facility could begin, Columbia would remove any utilities in West 130th and 131st Streets, and then install the slurry walls and the tie-backs necessary to restrict the flow of groundwater and to provide lateral stability. The slurry walls and tie backs would initially be installed around most or all of Blocks 1996 and 1997.¹² During this Stage 1, it is anticipated that West 129th Street would be closed for less than six months for the installation of new utilities and that West 130th Street would be closed for up to three years. During this Stage, portions of West 131st Street would be closed for periods totaling up to three years as necessary to permit construction and staging. However, the closure of West 131st Street would not overlap with the closure of West 130th Street or any other street affected by the Project except on a temporary basis.

The newly constructed facilities during this Stage would permit Columbia to house academic and academic research programs in need of space while fostering the inter-disciplinary collaboration among faculty and students in the different fields of study co-located in the new space. The five buildings to be built in this Stage shall include space for the Jerome L. Greene Science Center for Columbia's Mind, Brain and Behavior Initiative;¹³ the Columbia Business

¹² The exact location of the west and north sides of the slurry walls and the depth of the slurry walls cannot be ascertained until further engineering studies are completed; however, the construction of the initial portion of the slurry walls would necessitate the relocation of utilities located under the street bed and could require the acquisition of subgrade property (and/or tie back easements) on the north side of West 131st Street and below adjacent streets.

¹³ The Jerome L. Greene Science Center would include laboratories in which Columbia's scientists would explore the causal relationship between gene function, brain wiring, and behavior, research which would have implications for the treatment of brain illness—probing the root causes of neurodegenerative diseases, such as Parkinson's and Alzheimer's, and motor neuron diseases, among others—and which would also assist in decoding disorders of mood and motivation, cognition and behavior, such as autism, dementia and schizophrenia. The Science Center would establish an educational outreach facility and clinical programs with a focus on childhood developmental disorders and diseases of the aging brain. Currently one in eight people age 65 years and older has Alzheimer's; half of those 85 and older have it. By 2011, as millions of baby boomers turn 65, Alzheimer's and dementia are projected to become the most significant public health problem for this nation.

School, the School of the Arts, and the School of International and Public Affairs. Three of these buildings would be clustered around the Small Square and the Grove that would also be constructed during Stage 1. Construction of new buildings on Sites 6 and 6b would extend into the next Stage, with their completion scheduled to occur no later than 2020. Renovations to allow for the reuse of the Nash Building on Site 16, which is located on the east side of Broadway north and east of these sites, is scheduled to begin in 2014.

Phase I, Stage 2 (2016-2025)

Phase I, Stage 2 is expected to commence in or about 2016 with site acquisition and occupant relocation to permit construction and staging on Block 1987, Lots 1 and 7; portions of Block 1987, Lot 9; and Block 1998; and beneath West 132nd Street and the western portion of West 131st Street. During this Stage, renovations would continue on the Nash Building and it is anticipated that remaining buildings on Block 1998 (except the Studebaker Building) would be emptied, abated, remediated and demolished. Development of the Below-Grade Facility would then progress northward, requiring the extension of the slurry walls and associated tie backs to connect with the slurry walls installed earlier. During Stage 2, West 131st Street and West 132nd Street may be closed to pedestrians and vehicle traffic to permit staging and construction, however one traffic lane in either West 131st Street or West 132nd Street would remain open at all times (except on a temporary basis). Acquisition, relocation and development on Site 17, along with a new off-site community facility immediately to the east of that site, are also expected to occur during Stage 2.

Construction during the two Stages of Phase I would require the relocation of utilities located under the street beds, and the possible acquisition of subsurface easements for tie backs or foundation support in advance of acquisitions of properties located on the northerly sides of West 131st and West 132nd Streets to support construction of the slurry wall. Thus, although a parcel required to be vacant for Stage 2 may not be acquired prior to 2016, subsurface easements to support foundations or the slurry wall to be constructed as part of Stage 1 may be required under certain Stage 2 properties prior to 2016. Similarly, subsurface easements may be required under Block 1999 prior to 2025 to facilitate the Stage 2 work. However, it is anticipated that no two streets would be closed at the same time, except on a temporary basis (i.e., hours) to permit necessary below-grade utility work.

Phase II and Project Build-Out (2025-2033)

Construction of Phase II is expected to commence in 2025 and would encompass all of Block 1999. During this Phase, it is anticipated that any remaining buildings on Block 1999 would be emptied, abatement and remediation would occur, with portions of this Block to be used for staging. During Phase II, development of the Below-Grade Facility would progress northward, the MTA bus depot and parking facility would be relocated underground and new buildings on Block 1999 (Sites 11, 12, 13 and 14) and on Block 1986 (Site 15) would be constructed. During periods of time in Phase II, West 132nd Street would be closed to pedestrians and vehicle traffic to permit construction and staging.

Timing of Development of Open Spaces

The development of the public open spaces would take place in conjunction with the development of each block. Columbia's obligation to create open space in Stage 1 would be triggered upon the commencement of demolition, excavation or construction activities in furtherance of the Project for Stage 1 after required acquisitions and delivery of vacant possession by ESDC in furtherance of the Project in connection with that Stage. Substantial completion of the Project's open space would be tied to the issuance of a temporary certificate of occupancy ("TCO") for the above-grade portions of adjoining buildings, unless required sooner under the Rezoning.

On Block 1995, the Grove would be substantially completed within one year after a TCO has been issued permitting the occupancy of one or more floors in the newly constructed building on Site 1. On Block 1996, the Small Square and adjacent midblock open area would be substantially completed within one year after TCOs are issued for a floor in each of the new buildings on Sites 2, 3 and 4. On Block 1997, the Square would be substantially completed within one year after a TCO is issued for the new building on Site 7, and the adjoining midblock open area would be substantially completed within one year after a TCO is issued for a floor in the new building on Site 6b. Barring uncontrollable circumstances, the Square would be open to the public prior to the commencement of above-grade construction of any new building in Stage 2.

Columbia's obligation to create open space in Stage 2 would be triggered upon the commencement of excavation or construction activities in furtherance of Stage 2 after acquisitions by ESDC required to effectuate that Stage. The midblock open area on Block 1998 would be substantially completed within one year after a TCO is issued for occupancy of a floor in the new building on Site 9. The midblock open area on Block 1999 would be substantially completed within one year after a TCO is issued for occupancy of a floor in each of the new buildings on Sites 12 and 13. Finally, an "East/West Open Area" would be substantially completed in accordance with the Rezoning prior to any occupancy of the new building on Site 15.

6. Environmental Sustainability

Columbia would design, build and operate the Project's residential and academic buildings to achieve a minimum Leadership in Energy and Environmental Design ("LEED") v. 2.2 Silver Certification (or its equivalent) from the United States Green Building Council ("USGBC"). Although current USGBC standards for sustainability may not be directly applicable to laboratory facilities or to large scale developments taking place over many years, Columbia would undertake good faith efforts to apply multi-building development criteria and would, where practicable, incorporate any relevant new standards into current and future stages of the Project's development. To the extent practicable, Energy Star appliances would be used in all Project buildings as would appropriate technologies to mitigate heat island effects and reduce storm water runoff.

Columbia participates in Laboratories for the 21st Century ("Labs21"), a cooperative program of the U.S. Environmental Protection Agency and the U.S. Department of Energy intended to improve the energy efficiency and environmental performance of laboratories. During the construction and operation of the Project's academic research facilities, Columbia would design, build and operate new academic research buildings in accordance with Labs21 guidelines.

Columbia has agreed to exercise reasonable efforts to reduce its greenhouse gas emissions by 2017. Other environmental sustainability measures incorporated into the Project include Columbia's commitment to (1) commission all newly constructed buildings to ensure

optimal system performance in accordance with applicable LEED certifications; (2) establish a \$10 million revolving fund to encourage use of energy efficiency measures relating to building components and operations on the Project Site different from or which exceed the LEED commitments made by Columbia in connection with this GPP; (3) reduce energy consumption in all new construction and major renovations as compared with the requirements in the New York State Energy Conservation Construction Code; (4) adopt measures to reduce air emissions during the construction period that would surpass those specified in New York City Local Law No. 77 of 2003, including the use of ultra-low-sulphur fuel in nonroad vehicles and nonroad engines; (5) use the best available technology to control emissions of particulate matter during construction; and (6) monitor the use of such measures and technologies by all contractors and subcontractors.

7. Land Use Controls & Enforcement

Redevelopment of the Project Site would be regulated principally by the City's Rezoning and the GPP. The Rezoning would be enforced by the City and would govern and control significant features of the Project, including urban design, maximum building heights and envelopes, open space, and permitted uses. Additional requirements with respect to development and operation of the Educational Mixed-Use Development are set forth in this GPP and include, but are not limited to, the following:

- (i) Building Uses. The primary above grade uses for new buildings on the Project Site would be limited to academic, academic research, university housing, recreation, as set forth in Exhibit D, and the retail and other active ground floors uses permitted by the Rezoning. Columbia would not permit occupancy of the Project Site for the conduct of scientific research as a commercial enterprise, provided that Columbia may engage in activities ancillary to academic or academic research activities or programs and may realize the benefit of intellectual property resulting from the conduct of academic or academic research activities or programs.
- (ii) Below-Grade Uses. The Below-Grade Facility would be used for academic, academic research, recreation, and supporting uses, as set forth in Section F.3 above. Supporting uses permitted in the Below-Grade Facility would include

central energy plants to provide heating, ventilation, and air conditioning; academic research support facilities; parking and loading facilities; and storage space.

- (iii) Maximum and Minimum Development Ranges. The Project would not exceed a zoning floor area of 4,417,956 square feet. Maximum and minimum GSF for above-grade development would be specified for use categories, as set forth in Exhibit G, to ensure a balance among these uses.
- (iv) Rehabilitation of Nash Building. Renovation for adaptive reuse of the architecturally and historically significant Nash Building for higher education or supporting uses would be required.
- (v) Environmental Sustainability. The design, construction and operation of the Project would comport with the environmental sustainability measures set forth in Section F.6. To ensure that design and construction would achieve LEED certification when the buildings are completed, Columbia has retained a LEED consultant who serves as a member of the Project's design team. Columbia would also retain an independent, third-party monitor to oversee, on behalf of ESDC and the City, the design of buildings to achieve the requisite LEED design measures. The independent monitor would also oversee Columbia's compliance with Project components relating to the environment and mitigation measures (all as set forth in the EIS), as well as other commitments set forth in this GPP. The independent monitor would be an entity that is jointly acceptable to ESDC and the City, with all associated monitoring costs to be borne by Columbia.

Compliance with the GPP, including these requirements, would be enforced in accordance with a Declaration of Covenants and Restrictions that would be recorded against each Project Site parcel and run with title to the land. Upon affirmation of the GPP and prior to the commencement of construction, the Declaration of Covenants and Restrictions would be recorded by ESDC effective immediately as to all property in the Project Site then owned by Columbia, and would become effective as to each additional parcel as and when acquired by Columbia or ESDC. The obligations of Columbia to adhere to the terms of the Declaration of

Covenants and Restrictions would be enforceable solely by the City (or its designee) and/or ESDC.

Nothing in this GPP shall be deemed to reduce or detract from Columbia's obligations under any agreement entered into by Columbia with the West Harlem Local Development Corporation or any other obligations which are imposed in connection with the Rezoning or under the Declaration of Covenants and Restrictions. Construction of all aspects of the Educational Mixed-Use Development, including securing all permits and approvals, would be subject to and conform to the New York City Building Code.

G. Project Site Conditions

Except for the Studebaker and Nash Buildings, the Project would provide for the clearance of existing buildings within the Project Site -- now mostly dilapidated auto related repair shops and warehouses -- for the reconstruction and rehabilitation of the area with modern higher educational facilities and a mix of supporting uses, including recreational facilities and public open spaces.¹⁴ The Project would create a modern, open, integrated, urban campus that would be part of the fabric of the local community and would advance higher learning, while revitalizing the Project Site's streetscape and providing new opportunities for active and passive recreation.

Of the 66 lots on the Project Site, approximately 60% or more of the lots have one or more substandard, unsafe, insanitary or deteriorated conditions thereon, including exhibiting critical and poor physical condition, a vacancy rate of 25% or more, and a utilization rate of 60% or less. Approximately 87% of the buildings on the Project Site were built more than 50 years ago and some 16% of the buildings on the site were constructed more than a century ago. For many generations, the area has been largely used by diverse owners for automotive sales, automotive repair, storage warehouses and light industrial uses. Currently 31% of the businesses are auto related. The high percentage of lots with deteriorating, insanitary and/or underutilized property conditions indicates that the Project Site has been suffering from long-term poor maintenance and disinvestment. These conditions are described in detail in the neighborhood

¹⁴ As noted in footnote 2, the Studebaker Building is not part of the Project. This GPP requires the Nash Building to be renovated.

conditions reports prepared in connection with this Project. The current bleak conditions in this area are and have been inhibiting growth in West Harlem and preventing the integration of the site into the surrounding community. At present, pedestrian street level activity is minimal within the Project Site, particularly after dusk, and discourages the use of the West Harlem Piers Park by residents of areas east of Broadway. Judged by typical measures of urban land utilization - build densities and vacancy - the Project Site is underutilized, particularly compared to other areas of Manhattan. The proposed Project would remove these blighted conditions.

H. Site Acquisition & Occupant Relocation

1. Site Acquisition

The Project Site consists of 66 tax lots. As of June 15, 2008, Columbia either owned or had contracts to purchase 53 of these lots, representing over 80% of the lots on the Project Site. The City owns four lots, two of which are leased to MTA for public transportation purposes (Block 1999, Lot 1 and Block 1997, Lot 6) and two of which are operated by the City's Department of Housing Preservation and Development ("HPD") in connection with its Tenant Interim Lease Program (Block 1998, Lot 38 and Block 1999, Lot 33) (the "HPD Lots"). The lots owned or controlled by Columbia together with the City-owned lots comprise over 85% of the Project Site area. Con Edison owns one lot (Block 1998, Lot 49) (the "Con Edison Lot"), which it uses for public utility purposes. Ownership and control of the lots is illustrated in Exhibit B.

Columbia continues to negotiate to acquire the properties within the Project Site that are not under its ownership or control. ESDC may assemble the Project Site as more fully set forth below through its statutory powers under the UDC Act, including the exercise of the power of eminent domain, in compliance with law, and pursuant to the EDPL, which would require a public hearing and a decision to go forward with such acquisitions. However, ESDC shall not exercise its eminent domain power to acquire the Project Site's seven residential properties, described in Section H.2. below, at any time while they remain occupied by residential occupants. ESDC shall not exercise its eminent domain power to acquire possession of any other legal residential unit not in such seven residential properties prior to 2018. The relocation efforts described below are expected to result in the voluntary relocation of all residents before the property housing those residents is needed for Project development.

Any such acquisition by ESDC would be considered in stages as necessary or appropriate in ESDC's discretion to carry out the development of the Project. ESDC (directly or through a special purpose subsidiary) would hold fee title to such parcels acquired by it prior to transferring such properties to Columbia for Project purposes in accordance with Section 6 of the UDC Act (Unconsolidated Laws § 6256). Provided ESDC would transfer vacant possession of a parcel to Columbia within three years of its acquisition from a third party by eminent domain, Columbia would within seven years of the date of the transfer to Columbia demolish existing structures or commence excavation on such parcel.

During Phase I of the Project, ESDC would acquire Phase I properties at the Project Site by condemnation, including all parcels described above as included within Phase I, or any interests therein, but excluding (1) the Con Edison Lot, so long as it continues to be used for public utility purposes; (2) Block 1997, Lots 29 and 48, so long as they continue to be used for religious purposes; (3) the City-owned parcel currently used by MTA on Block 1997, Lot 6; and (4) the HPD Lot on Block 1998.

During Phase I, Stage 1, ESDC would acquire through eminent domain the portions of the Underground Streets Area which are needed for the construction and development of the Below-Grade Facility in Stage 1. During Phase I, Stage 2, ESDC would acquire through eminent domain the portions of the Underground Streets Area which are needed for the continued construction and development of the Facility in Stage 2.

During Phase II, ESDC would acquire through eminent domain the remainder of the Underground Streets Area which are needed for the completion of the Below-Grade Facility. Also during Phase II, ESDC would also acquire any remaining parcels on the Project Site not owned by Columbia and any interests in properties owned by Columbia as may be necessary to further Project purposes, but excluding: (1) the Con Edison Lot, so long as it continues to be used for public utility purposes; (2) Block 1997, Lots 29 and 48, so long as they continue to be used for religious purposes; and (3) the seven residential properties described in Section H.2. below, while they remain occupied by residential occupants. ESDC may acquire subsurface easements for tie backs on these parcels that have no impact on such uses.

Acquisition of the City-owned lots is expected to occur pursuant to Section 14 of the UDC Act (Unconsolidated Laws § 6264) rather than through condemnation. Any acquisition of the HPD Lots or the City-owned parcel currently used by MTA on Block 1997, Lot 6 could occur at any time after the lots become vacant, and then such acquisition would be pursuant to Section 14 of the UDC Act. Subject to the agreement of the MTA and so long as the various legal and regulatory approvals are secured, ESDC would consider the acquisition of City-owned parcels used by MTA.

Should ESDC decide to undertake any acquisition, Columbia would reimburse all of the costs, liabilities, claims, legal fees and expenses arising from, or in any way associated with or related to such acquisitions, any operation or management of any property so acquired; including, without limitation, any additional expert fees, costs, awards, charges, or expenses ordered by the condemnation court or agreed to by ESDC in good faith in any settlement of any claim against ESDC. Columbia would post letters of credit in amounts satisfactory to ESDC prior to the commencement of any eminent domain proceedings, and any such larger amount as the condemnation court may thereafter deem appropriate. In addition, Columbia would pay the cost of relocating any utilities located on the Project Site (including those above and within the Underground Streets Area) to the extent the cost is not paid by the affected utility company or other third parties.

Upon ESDC's acquisition of any property interest in the Project Site, the reimbursement by Columbia of all of ESDC's cost of acquiring the same, at the option of ESDC, the payment of all fees, claims and expenses incurred or accrued by ESDC, and ESDC's securing full possession thereof, ESDC would convey and release such property interest to Columbia by deed without any grantor's covenants subject, however, to the Declaration of Covenants and Restrictions discussed herein. In any event, any costs, liabilities, and expenses of acquiring any interest in the Project Site, holding or having title thereto and of relocating its occupants regardless of how, the manner of acquisition or when any such interest was so acquired, would be borne solely by Columbia or third parties, without any cost, liability or expense, direct or indirect, to ESDC.

2. Residential Occupants

The Project would require the relocation of a reported 298 occupants of approximately 135 dwelling units. All but ten of the 135 dwelling units are located north of West 131st Street on the following seven residential properties:

- Four lots (Block 1999, Lots 29, 30, 31 and 32) (the “Four Lots”) that are owned and being operated by not-for-profit corporations charging below market rents for the apartments pursuant to regulatory agreements.
- The two HPD Lots.
- One lot (Block 1999, Lot 36) (the “Seventh Lot”) that is privately owned and is under contract to be sold to Columbia. The current owner of the Seventh Lot charges below market rents pursuant to federal and City regulatory agreements which expire in 2015 and 2029, respectively, and which will bind Columbia when it acquires title

The Four Lots and the HPD Lots

Columbia would cause the construction of new housing to replace 75 residential dwelling units in the Four Lots and the HPD Lots that are required for Project purposes plus a minimum 10% additional housing units. These new housing units, a minimum of 83 total, would be completed in a timeframe acceptable to HPD, but in no case later than 2025. Columbia has been negotiating for the acquisition of the properties containing the 75 existing residential units on the Project Site and the voluntary relocation of their occupants to new, affordable units to be constructed in the vicinity of the Project Site that are equal to or better than the current housing. If such negotiations are successful, a total of approximately 104 dwelling units would be constructed.

The new units would be provided by Columbia, subject to funding by HPD from HPD programs for the additional units with respect to the Four Lots. In the case of additional units attributable to the HPD Lots, Columbia's funding of the additional units for the HPD Lots would be reimbursable from the sale by Columbia of those incremental units to third parties at prices meeting the requirements of applicable regulatory programs. If Columbia acquires the Four Lots

and the HPD Lot located at 3289 Broadway before they are needed for the Project, in the interim, Columbia would use those lots for university housing or other academic uses. Commercial use of these lots would be prohibited during this interim period, except for the existing ground floor retail space.

Columbia (or its designee) owns replacement sites, selected in cooperation with the two current, not-for-profit owners of the Four Lots, for the construction of units to replace the housing on the Four Lots. Upon Columbia's completion of the replacement units for the Four Lots, the new buildings would be transferred to the owners in exchange for title to and vacant possession of the Four Lots. Upon completion of these new buildings, the subsidies (to the extent permitted by law) and regulatory regimes would be transferred from the existing buildings on the Four Lots to the new buildings.

Columbia also owns a replacement site, selected in consultation with HPD and meeting HPD's criteria, for the construction of units to replace the housing on the HPD Lots. The occupants of the HPD Lots who participate in the City's Tenant Interim Lease program would be offered ownership units through one or more newly-formed tenant cooperatives at no expense to HPD and at no expense to the tenants beyond the \$250 purchase price.

The Seventh Lot

The Seventh Lot is under contract for purchase by Columbia. This building is not required for Project purposes until 2029, when both of the regulatory programs currently applicable to this building will have expired. Upon no less than one year's notice, Columbia will relocate the occupants of the Seventh Lot to equal or better housing which substantially replicates the affordable housing regulatory regime or payment, including rent stabilization, being provided to them at the time relocation occurs. In addition, for a 10-year period beginning in 2029, Columbia has committed to create 50 affordable housing units within the local community. These units would be made available to income eligible persons from the local community who are unaffiliated with Columbia, with tenants who occupy the Seventh Lot having the first option to move into such units.

Supplemental Relocation Assistance Program

Relocation assistance would be provided to all residential households on the Project Site that would provide for moving services and expenses, relocation payments, and referrals to alternative housing, all of which would be paid for by Columbia. Moving services and expenses would include payment for the cost of the physical move, the transport of personal property to the replacement housing location, labor and material, insurance and storage as necessary. A relocation consultant would bid out all moves and would select the lowest reasonable and responsible bid from a professional mover. If a residential occupant instead chooses to conduct a “self-move,” that household would receive a payment when such unit is vacated equal to the moving costs of the amount that would have been paid to the mover selected through a bid process. A one-time relocation assistance payment of \$5,000 per household would be made available to each residential household to assist it in meeting additional expenses encountered in establishing new living quarters, such as telephone, cable and other utility hook-up charges, new return address labels, etc. This payment, which would be adjusted to the relocation date based on the Consumer Price Index, is intended to compensate occupants for the inconvenience of having to move and to encourage them to vacate their units as quickly as possible

For the occupants of the Seventh Lot and those occupants of the Four Lots and the HPD Lots who have endeavored to participate in the plans outlined above but whose relocation has not been successful, the relocation program would also include referrals to alternative housing. This assistance would help residents identify affordable housing alternatives that are at least as good as their existing dwellings, are decent, safe and sanitary, and have generally equal or better access to their jobs, public facilities and commercial amenities. Replacement housing would be offered in the vicinity of the Project Site or other comparable locations. A professional relocation specialist would meet with residential occupants to assess their particular housing needs and to assist them in finding replacement housing. A real estate broker’s services would be made available to them at no charge.

3. Non-Residential Occupants

Approximately 85 known private businesses would be displaced by the Project. Those displaced businesses include businesses which own their building, tenants in such buildings, and

subtenants. Assuming Columbia has not previously provided for the relocation of commercial occupants at the time their parcels would be needed for the Project, a relocation consultant would provide commercial occupants with relocation assistance, including locating and showing available commercial space and providing information about private brokers located throughout the City.

The relocation plan would provide for the cost of the physical move, including the cost of transporting personal property to the replacement site, insurance and storage as necessary. ESDC or the relocation consultant would bid out any such moves and select the lowest reasonable and responsible bid. Moving costs would be paid when the space is vacated. Columbia would provide additional funding to commercial occupants, up to \$20,000, for other reasonable costs commonly associated with relocation, including the cost of relettering or replacing signs, replacing stationery and reinstalling telephone lines or other existing communications equipment. The \$20,000 would be adjusted to the relocation date based on the Consumer Price Index.

Pursuant to their wishes, and with their consent, Columbia would fund the relocation of other non-residential occupants displaced by the Project, including religious, public utility and public transportation facilities. The two churches would voluntarily relocate during Phase I. Columbia would also fund the relocation of the cooling facility on the Con Edison Lot, the MTA bus depot and parking facility (Block 1999, Lot 1) and the MTA service shop (Block 1997, Lot 6) to the extent their relocation is not paid for by third parties.

As with the relocation of residential occupants, all costs and expenses in connection with the relocation of the Project Site's non-residential occupants would be reimbursed by Columbia or by third parties, but not paid for by ESDC.

I. Project Financing

The estimated cost for the remaining acquisition and construction of the Educational Mixed-Use Development is \$6.28 billion (exclusive of financing costs). A summary and breakdown of those costs is provided below.

<u>Cost</u>	<u>Amount</u> ¹⁵
Acquisition -- City and public utility property	\$42,000,000
Acquisition -- private residential & commercial property not owned/controlled by Columbia	\$38,000,000
Development (hard & soft costs)	\$3,900,000,000
Infrastructure (including slurry walls & below-grade support)	\$2,300,000,000
Total	\$6,280,000,000

Development costs include construction costs for all above-grade structures, including all buildings, fit-out, building utilities, open spaces and recreational facilities and sidewalk work. Infrastructure costs include construction costs for all below-grade structures including the slurry walls, foundations, parking, central utilities, loading docks, academic research support space, and storage. The acquisition costs for remaining residential and commercial property on the Project Site is based on estimates of those properties' fair market value assuming the increased FAR in the Rezoning. Maintenance and upkeep of the Project is expected to cost approximately \$70 million annually.

During the ten year period from fiscal year 1997 through 2006, Columbia invested an average of \$230 million per annum in capital expenditures (measured in current dollars). The capital expenditures in Columbia's most recently completed capital plan were funded 55% from Columbia sources such as gifts and operating balances, and 45% from debt. Based on this history of capital investment, Columbia modeled financial performance through the build out of the Project. This model assumed the same proportion of debt sources and non-debt sources (gifts and operating balances), and assumes a conservative 9% growth rate of its endowment, far less growth than Columbia achieved between 1997 and 2006. Columbia also conservatively assumed that it would not undertake any capital campaigns in the future, but that the cash income would

¹⁵ The cost estimates are in current (2007) dollars.

be derived solely from the existing endowment (\$7.1 billion as of June 30, 2007) and the current \$4 billion capital campaign.¹⁶

Even with these assumptions, Columbia projects that it would have more than adequate funds available to provide for the acquisition, construction and long-term upkeep and operation of the proposed Educational Mixed-Use Development including any adjustment for inflation. Columbia's cash flow projections indicate that its net operating results would be positive throughout the construction period. Moreover, Columbia's model and its projection of key balance sheet ratios, including the "Expendable Resources-to-Debt" ratio, indicate that it would be able to maintain a strong debt rating and minimize the cost of debt financing.¹⁷ As previously noted, ESDC would not fund or be responsible for any portion of Project financing or costs, including, without limitation, any cost or expenses associated with any transfers made by ESDC to Columbia of property acquired by ESDC.

J. Economic Impact

The Educational Mixed-Use Development would have a significant beneficial impact on the State, City and local economies through the introduction of thousands of new, long-term construction jobs and the permanent addition of new private sector jobs for the ongoing operation of the Project's educational facilities and supporting uses. These jobs are expected to generate millions of dollars in State and City revenues annually, both during the construction period and after the completion of the Project.

Construction Jobs

Columbia anticipates constructing approximately 1.4 million GSF of new facilities by 2015 and an additional approximately 5.4 million GSF by 2033. Over the course of the build out, construction of the Project would generate over 14,000 construction jobs in the State and, along with related employment, would generate over a billion dollars in personal income for New Yorkers. The present value of tax revenues derived from construction expenditures and

¹⁶ Columbia has indicated that its current capital campaign is on track to meet or exceed its \$4 billion goal. This includes a \$208 million gift earmarked for construction of the Jerome L. Greene Science Center to be constructed on Site 2.

¹⁷ Columbia's debt is currently rated AAA.

total personal income of persons employed during this period is estimated to total \$122 million for the State and \$87 million for the City.¹⁸

Permanent Private Sector Jobs

The Educational Mixed-Use Development would also create thousands of new private sector jobs both from the permanent operation of Columbia's educational facilities and from the operation of a mix of private commercial and community ground floor uses. Employment in these areas is expected to ramp up over the construction period as the different stages of the Project are completed. New Columbia jobs in teaching, academic research and administration would be created ranging from entry level (e.g. unionized clerical support, food service, facilities management and public safety), to mid-level and professional (e.g. financial services, engineering, medical services and information technology), to senior executive and management positions. Each of the full-time Columbia jobs would come with a complement of medical, education and retirement benefits.

Ongoing operation of the Educational Mixed-Use Facility would also solidify Columbia's role as the City's seventh largest and one of its most stable private sector employers, and a major employer in the surrounding community. By 2033, after construction is scheduled to be completed, Columbia is expected to directly employ approximately 6,000 people at the Project Site, while others would be employed providing retail and neighborhood services within the Project's active ground floor uses. For the period 2008-2033, personal income generated by these jobs and other Project-related employment is valued in excess of \$2 billion dollars, with revenues to State and City coffers estimated to total \$168 million and \$74 million, respectively, in 2007 dollars. It is anticipated that by 2033 the active ground floor uses, by themselves, would generate almost double the real property taxes that were generated by the Project Site in 2004-5.

¹⁸ Personal income and tax revenues were projected utilizing an economic model developed by Regional Economic Models, Inc. ("REMI"). This is a different model from the economic model used in the preparation of the EIS. The REMI model discounts future cash flows to their present value in 2007 dollars, regardless of the year the cash flow occurs. REMI addresses the time value of money, *i.e.*, a cash inflow that occurs sooner is valued more highly than the same cash flow that occurs later. Accordingly, the REMI economic projections differ from those in the EIS which do not account for the time value of money.

K. Site Investigation & Hazardous Materials

Potential contaminants identified in the Project Site would be remediated as part of the proposed Educational Mixed-Use Development. The Project Site has been utilized for over 100 years for manufacturing and light industrial purposes, with many of the parcels containing automobile garages, repair shops, filling stations and numerous underground and above ground petroleum storage tanks. The Project Site currently also houses warehousing, gas stations, repair shops and transportation and utility uses, including the MTA bus depot and parking facility. As a result of these uses, contaminated materials are present on the surface or in the subsurface. A preliminary environmental site assessment was prepared for the Project area to assess the potential for hazardous or contaminated materials in buildings, soil and groundwater as a result of past or current uses. The assessment included each lot in the Project Site. In addition, Phase II Environmental Site Assessments were conducted on lots owned or controlled by Columbia that are representative of historic and current uses in the Project area. Environmental testing results, which are reflected in the EIS, indicate the presence of hazardous materials that are likely to be associated with urban fill material, as well as petroleum and related byproducts in localized areas.

The contaminants on or under the Project Site would be remediated consistent with a Remedial Action Plan approved by the New York City Department of Environmental Protection (“NYCDEP”) and, for parcels involving a release of petroleum, by the New York State Department of Environmental Conservation (“NYSDEC”). Remedial and construction activities would be undertaken pursuant to a Construction Health and Safety Plan, also approved by NYCDEP and in certain cases NYSDEC. These remedial activities would be mandated and enforced through NYCDEP restrictive declarations for those properties owned by Columbia or through New York City’s E-designation process for other properties within the area rezoned by the City.

L. Certain Local Law Will Not Apply to Project Actions

The Educational Mixed-Use Development would preserve the surface street grid through the Project Site. The surface of streets and the space extending to a depth of approximately 8 or 10 feet below the street surface would continue to be and function as mapped and open streets except during certain street closures during the construction of the Project. The installation of

structural supports such as slurry walls, underpinning and tie-backs associated with the Project's below-grade components and the permanent location of the Project within the Underground Streets Area would be located in City streets. To the extent the Project would require the elimination of portions of mapped streets below grade for any slurry walls, the easements relating to the construction of the slurry walls or related tie backs and below-grade supports, as described above, and for the permanent location of portions of the Below-Grade Facility underneath those streets, it would be inconsistent with the City Map.

The Project contemplates the acquisition by ESDC of property from the City for purposes of Project implementation. It is proposed that ESDC acquire below grade portions of streets within the Project Site through uncontested condemnation. The Project also anticipates voluntary conveyances being made by the City to ESDC pursuant to Section 14 of the UDC Act of four City-owned lots within the Project Site, as described elsewhere in this GPP.

Voluntary transfers of property by the City and amendment of the City Map to eliminate portions of City streets necessary for Project implementation, without involvement by ESDC, would require compliance with Sections 197-c and 197-d (Uniform Land Use Review Procedure) and Sections 198 and 199 (City Map) of the New York City Charter. These Sections require precise identification of the below grade volumes involved, which information will not be available until Project design is further advanced. Compliance with these provisions of the City Charter would then interrupt Project implementation for a substantial period of time. Involuntary transfers of property by the City, such as are contemplated for the Underground Streets Area, and voluntary transfers pursuant to Section 14 of the UDC Act, do not require compliance with the otherwise applicable provisions of the City Charter. Any such acquisitions and transfers of property shall be necessary and convenient for ESDC's purposes.

Compliance with ULURP, to the extent that it might be deemed applicable to any aspect of Project implementation, and with the City Map, would result in a multiplicity of reviews, delayed implementation of the Project and its public benefits and needless duplication of the ULURP process that has already been conducted. The proposed Project has already received substantial public disclosure and involvement through the ULURP process that was conducted for the Rezoning, with additional public review being provided in connection with the approval of this GPP. Given the opportunity afforded the public to participate in connection with the

Rezoning and related environmental review, and the further opportunity provided by the GPP approval process, no additional public purpose would be served by the delay that would be associated with compliance with Sections 197-c, 197-d, 198 and 199 of the New York City Charter in connection with Project implementation such that compliance with these provisions would be impracticable and infeasible.

M. Environmental Review & New York City Approval of the Rezoning

Pursuant to SEQRA and City Environmental Quality Review, the New York City Planning Commission, as lead agency, required the preparation of an EIS to examine the potential environmental impacts of the Rezoning, including the Educational Mixed-Use Development. A Notice of Completion of the draft EIS was issued by the City Planning Commission on June 15, 2007 and Columbia's ULURP application for the rezoning of the 35 acres in Manhattanville, including the Project Site, was certified by the Commission on June 18, 2007. The draft EIS was made available for public review and comment as required by SEQRA in connection with both the review process for this GPP and the review of the Rezoning under ULURP. The City Planning Commission held a public hearing on the ULURP application and draft EIS on October 3, 2007, and accepted written comments until October 15, 2007. Public comments were considered by the lead agency in the preparation of the final EIS, for which a Notice of Completion was issued by the City Planning Commission on November 16, 2007. ESDC participated in the environmental review process as an involved agency. The City Planning Commission approved the Rezoning on November 26, 2007. After a public hearing held by the City Council on December 12, 2007, the Council approved the Rezoning on December 19, 2007. Final action on the GPP would not be taken by ESDC's Directors unless and until ESDC has made findings in accordance with SEQRA and other applicable laws.

N. Project-Related Civic Benefits

Columbia has committed to develop, fund and implement a number of initiatives in connection with the Project which will coordinate and link Columbia's long-term growth with providing tangible benefits to the local community on various levels. While various community benefits are interspersed under the various topics in this GPP, set forth below are a number of such initiatives.

1. Civic Facility Improvements

Columbia would fund and implement certain infrastructure improvements to address the needs of the local community.

- a. I.S. 195 Playground. Columbia would fund \$500,000 for playground and school-yard enhancement at Roberto Clemente I.S. 195 (located just north of the Project Site).
- b. 125th Street IRT Subway Station. Columbia would upgrade the E101 and E102 escalators at the 125th Street IRT Subway Station located on the west side of Broadway, south of West 125th Street, to 40-inch treads and replace the enclosures around the escalators.
- c. Wireless Internet Access. Columbia would provide free wireless internet access throughout its network of open spaces in the Manhattanville in West Harlem Project Site, phased in as TCOs for adjacent Project Site buildings are issued, and, if feasible, as well as to the West Harlem Piers Park. All such access would continue for a 25-year period from commencement of providing full internet access to the open spaces.
- d. Viaduct Improvements. Consistent with an agreement with the City, Columbia would fund viaduct lighting maintenance and electricity for lighting of the MTA viaduct at the intersection of West 125th Street and Broadway and the Riverside Drive viaduct at the intersection of West 125th Street and 12th Avenue through 2033.
- e. West Harlem Piers Park. Columbia has agreed to provide to the City's Department of Parks and Recreation funds for staff and enhanced services for the West Harlem Piers Park, which payments commenced in 2008 and shall extend 24 years thereafter. Such funds shall be in the initial annual amount of \$500,000, escalating at 3% annually.
- f. Shuttle Bus Service for the Elderly and Disabled. Commencing with approval of the Project by the Public Authorities Control Board ("Final Approval"), Columbia would provide a shuttle bus service complying with ADA specifications to connect the Project Site to subway stations at 116th Street and Broadway, 125th Street and Broadway, 168th Street and Broadway and Harlem Hospital Center. The shuttle bus service would be provided free of charge to members of the public who are disabled or who are senior citizens, including their attendants. The shuttle bus service would run on a regular schedule throughout the day every weekday except State and Federal public holidays. If during this period the IRT subway station located at 96th Street and Broadway is made ADA accessible, Columbia would provide shuttle bus service to connect this station to the locations above. The shuttle bus service would be provided through 2033, but may be discontinued if and when the 125th Street IRT station becomes ADA accessible.

2. Community Access to Columbia Facilities

Columbia would provide access to its facilities to persons from the local community.

- a. Access to Newly Constructed Columbia Swimming Facilities. Commencing with issuance of a TCO for the portion of the new building which will house the new swimming facility on the Project Site, Columbia would offer access to its new swimming facilities proposed as part of the Project to the physically disabled and to a local swim team or club for two hours each weekday evening. Every Sunday afternoon year-round, Columbia would also offer a four-hour “family swim” to local residents. All such access would continue for a 25-year period from commencement of full access.
- b. Community Meeting Space. Commencing with the issuance of the TCO for the last building to be constructed in Phase I, Stage 1, Columbia would make available space on the Project Site for Manhattan Community Board 9 to accommodate at least 4 full-time persons and a meeting space for regular meetings throughout the month to accommodate at least 50 people. In addition, commencing at the same time Columbia would make meeting rooms available to local community organizations for two evenings per month on a scheduled basis. All of such space would continue to be made available for a 25-year period from commencement of making such space available.
- c. Artist Space. Columbia would make available 5,000 GSF of space or spaces, within or contiguous to the Project Site, for use by local artists. Columbia would subsidize this space such that it would be accessible to a variety of artists and/or artists’ organizations. Such space would be made available commencing with the issuance of the first TCO in Phase I, Stage 2 and continue to be made available for a 25-year period from commencement of making such space available.

3. Columbia-Sponsored Community Benefit Initiatives

Columbia would provide a range of programs and services for the benefit of the community with an emphasis on education and health care.

HEALTH CARE AND RELATED SERVICES

- a. Mind, Brain, Behavior K-12 Education Center. Columbia would locate within the proposed Jerome L. Greene Science Center, to be constructed in Phase I, Stage 1, an Education Center to educate the community about diseases that affect the mind and brain as well as the advances being studied by Columbia faculty and researchers. The Center would encourage and design programs for local elementary, junior high school, and high school students. The Center would commence operation upon issuance of the TCO for the Jerome L. Greene Science Center and operate for a 25-year period from commencement of full operation.

- b. Mind, Brain, Behavior Public Outreach Center. Columbia would locate within the proposed Jerome L. Greene Science Center a Screening and Education Center for community outreach. The purpose of the Screening Center would be to provide stroke awareness lectures and free blood pressure and cholesterol screenings. The Center would commence operation upon issuance of the TCO for the Jerome L. Greene Science Center and operate for a 25-year period from commencement of full operation.
- c. Mobile Dental Center for Pre-School Children. Commencing with the acquisition by ESDC of all properties required by Columbia for Phase I, Stage 1 of the Project, as set forth herein, and continuing for a 25-year period from commencement, Columbia would extend its Mobile Dental Clinic to service pre-school age children and seniors from the Manhattanville in West Harlem area. Columbia University's College of Dental Medicine, in partnership with the Children's Aid Society and Crest Healthy Smiles 2010 operates a mobile Dental Center. It is fully equipped with two dental operatories, x-ray equipment, waiting/oral health education area and handicapped accessible chairlift. The Mobile Dental Center is staffed with a dentist, pediatric resident, dental hygienist, dental assistant, and driver/data entry clerk. The Center currently travels to over 50 local Day Care and Head Start centers throughout northern Manhattan during the school year offering children ages 3-5 years comprehensive dental care. Parked adjacent to the host site two or more times per month, follow-up appointments are made every six months. Children requiring specialty services are referred to affiliated Community DentCare or Children's Aid Society dental clinics located throughout Washington Heights/Inwood and Harlem. Columbia's partnership with Alianza Dominicana facilitates enrollment into Medicaid or Child Health Plus for the uninsured.
- d. Dental Health Screenings for Senior Citizens. During the summer months, the Mobile Dental Center offers northern Manhattan's elderly population free dental screenings and referrals for further dental treatment at senior centers throughout Washington Heights/Inwood and Harlem. Commencing with the acquisition by ESDC of all properties required by Columbia for Phase I, Stage 1 of the Project, as set forth herein, and continuing for a 25-year period from commencement, such services would be extended to include New York City Housing Authority ("NYCHA") residents in Manhattanville Houses and General Grant Houses.
- e. Senior Citizen Services. Commencing with the issuance of the first TCO in Phase I, Stage 2, and continuing for a 25-year period from commencement, Columbia would provide 2,000 GSF of space within the Project Site for a center designed to provide education, screening and referrals for the senior population of West Harlem. Programs could include voluntary home screening for older individuals to identify ways to make their apartments safer from accidents, creation of a voluntary registry of vulnerable elderly individuals and the disabled to enable first responders to prioritize assistance to those vulnerable populations in the event of severe weather, fires or other serious circumstances, health screening, education,

referral and outreach services center with programs like Columbia's oral hygiene ElderSmile program.

EDUCATION

- f. Undergraduate Scholarships for Aid-Eligible Students from the Local Community. In an effort to encourage local students to attend Columbia College and the Fu School of Engineering and Applied Science, Columbia would undertake a targeted recruitment effort for qualified students from the local community. Commencing with Final Approval, Columbia would establish a scholarship fund to serve up to 40 aid-eligible undergraduate students per year who are admitted to Columbia College and the Fu School of Engineering and Applied Science from Harlem, with funding made available to meet their fully demonstrated financial need until 2033.
- g. Graduate Scholarships for Elementary School Teachers. In an effort to enhance the quality of elementary school education within the local community, and as part of Columbia's strong commitment to supporting quality education for the community, commencing with the acquisition by ESDC of all properties required by Columbia for Phase I, Stage 1 of the Project, as set forth herein, and continuing for a 25-year period from commencement, Columbia will establish three scholarships for qualified teachers to earn a master's degree in an appropriate field at Columbia University or Teacher's College. The three scholarships would be awarded to qualified elementary school teachers either currently teaching within Community District 9 or interested in teaching elementary school within Community District 9. A maximum of three scholarships would be in force at any given time with a cumulative maximum of 18 credits per year. Recipients of the scholarships: (i) must be admitted to the masters program of choice; (ii) agree to teach within Community District 9 for five years after they commence their participation in the scholarship program; and (iii) meet related criteria of the DOE, the UFT, and/or the local school principal.
- h. New Public Middle and High School for Math, Science and Engineering. Columbia has collaborated with the New York City Department of Education and has already agreed to provide the land necessary (via a rent-free, 49-year lease) to create a new public secondary school that will address the critical need to improve education in science, math and engineering for students in New York City on a site immediately adjacent to or within the Project Site. The School is currently educating students at the middle school level at a temporary location and will ultimately serve approximately 650 students from grades 6 through 12. Enrollment will be competitive, with the Middle School enrollment coming from high performing local students from northern Manhattan above 96th Street. The Middle School will provide roughly half of the enrollment of the High School with the balance of the High School enrollment filled through a competitive process for students from across the five boroughs. Columbia researchers from the proposed Project Site would provide curriculum support to the faculty of the

new School to ensure the highest level of education in Math, Science and Engineering, and continuing for a 25-year period from Final Approval.

- i. Availability of Faculty. Commencing when the new Public Middle and High School for Math, Science and Engineering matriculates upper level students eligible for competing in regional and national Math, Science and Engineering competitions, Columbia would make its faculty from existing campuses available to students from the new High School interested in competing in regional and national Math, Science and Engineering competitions. As the Project Site is developed, Columbia would make its faculty from the Project Site available to students from the new High School interested in competing in regional and national Math, Science and Engineering competitions. Such support would continue for a 25-year period from commencement.
- j. Availability of Facilities. Commencing with the acquisition by ESDC of all properties required by Columbia for Phase I, Stage 1 of the Project, as set forth herein, and continuing for a 25-year period from commencement. Columbia would make its libraries, computing facilities and other academic support facilities and services available to students from the new High School for Math, Science and Engineering.
- k. Summer Internships. Commencing with Final Approval, but not commencing earlier than 2010, Columbia would create a pilot program for up to fifteen summer internships per year for high school students with one-third selected from the local community and two-thirds from the new Math, Science and Engineering High School to support the academic and research interests of students. The program would begin with five students from the local community and add ten students from the new High School when current students reach the upper grades and qualify for such an internship. The internships would initially take place in existing Columbia facilities and would move to the new Academic and Academic Research buildings proposed within the Project Site when constructed. After five years the program would be reviewed by leadership of the High School and Columbia with the intent of modifying, extending the size and/or renewing the program upon mutual agreement.
- l. Scholarships to Lifelong Learners. Commencing with the acquisition by ESDC of all properties required by Columbia for Phase I, Stage 1 of the Project, as set forth herein, and continuing for a 25-year period from commencement, Columbia would fund up to two courses per year for 50 residents per year (25 residents from NYCHA Manhattanville and Grant Houses and 25 residents from the local community) to participate in Columbia's School of Continuing Education. The Lifelong Learners Program is designed for individuals over 65 years of age committed to the principles of lifelong education.
- m. Course Auditing. Commencing with the acquisition by ESDC of all properties required by Columbia for Phase I, Stage 1 of the Project, as set forth herein, and continuing for a 25-year period from commencement, Columbia would fund

access to up to 50 courses per year through Columbia's Continuing Education Auditing Program for residents (25 residents from NYCHA Manhattanville and Grant Houses and 25 residents from the local community). The Auditing Program provides adults not currently enrolled in college with the opportunity to attend selected lectures drawn from Columbia's offerings in the Arts and Sciences during the academic year.

- n. Teachers College Demonstration Public School. Teachers College has agreed to work with the New York City Department of Education to establish a pre-K–8 demonstration community public school in Manhattan Community District 9. The school would serve approximately 500 students and would provide supplementary educational services before and after school. Teachers College's vision for the school also includes community educational programming and a professional development "hub" for pre-service and veteran educators. The value attributable to the support to be provided by Teachers College for the school would be \$30 million.
- o. Outreach for Disconnected Youth. Commencing with the acquisition by ESDC of all properties required by Columbia for Phase I, Stage 1 of the Project, as set forth herein, Columbia will initiate a targeted outreach, in partnership with community based organizations, to identify and engage disconnected youth in the community, ages 16-24 who have not completed high school or obtained a GED, in order to enroll them at no cost in existing New York City Department of Education high school programs or GED programs operated by community partners. Upon completion of a high school diploma or GED, youth will be referred for skills training, internships and work based learning opportunities through community based organizations. For youth successfully completing the GED program, Columbia will make a good faith effort to place qualified youth in University positions. To ensure coordination of program and placement services Columbia will fund a position to coordinate program and placement efforts. The program will be reviewed by Columbia and the Independent Monitor after eight years and, if effective, will be continued, subject to subsequent reviews of effectiveness for 25 years from commencement.
- p. Community Scholars Program. Commencing with the acquisition by ESDC of all properties required by Columbia for Phase I, Stage 1 of the Project, as set forth herein, and continuing for a 25-year period from commencement, Columbia would offer independent, community-based scholars from Northern Manhattan access to a range of University services and resources not usually afforded to non-affiliated residents. Services and resources would be provided at no cost to participants and would include access to all of the University's libraries – including on-line access, course auditing privileges, dialogue with scholars in their field of study, and the ability to participate in seminars and social events developed specifically for the group in buildings proposed within the Project Site. Selection would be determined by an application process, reviewed by a committee of Columbia faculty and leaders from relevant local cultural

institutions. Scholars would be appointed for 3-year terms. In the first year Columbia would appoint up to five scholars; in the second year Columbia would appoint up to an additional five, so that after year one there would be a plan to have a cohort of ten scholars. Columbia envisions the program to proceed as a pilot for ten years and then be re-evaluated to assess its effectiveness.

- q. Athletics Clinics. Commencing with Final Approval, Columbia varsity sports programs and coaches of football, volleyball, basketball, soccer, swimming, track and field and tennis would sponsor and participate in seasonal sports clinics for local community children between the ages of five and 13 in University facilities and throughout Harlem and Washington Heights until 2033.
- r. Summer Camp. Commencing with Final Approval, Columbia would offer 25 scholarships per summer based upon financial need to children from the Manhattanville in West Harlem area to attend Columbia Summer Sports Camps and Cub Camps until 2033.

BUSINESS DEVELOPMENT AND JOB TRAINING

- s. Construction Business Development for Minority, Women, and Local Businesses. Columbia has, in partnership with the New York City Department of Small Business Services (“NYCDSBS”), implemented a program to develop the capacity of Minority, Women, and Local (“MWL”) construction firms such that they would be able to manage larger contracts including construction trade work on the proposed Project. The pilot program was initiated in January 2008. The program will require approximately one year of classroom training conducted by the NYCDSBS supplemented by up to one year of mentoring by senior executives and construction project managers from Columbia. Firms sponsored by Columbia will also receive actual project bid opportunities during their one-year of training. While this is a pilot program, if it is successful Columbia will match funding of government and private sector partners up to \$250,000 per year for five years so that Columbia’s participation in the program can be continued and, if feasible, expanded.
- t. Project Labor Agreement. Columbia would negotiate a Project Labor Agreement with the objective that 40% of all construction job referrals related to the Project go to MWL construction trade persons. Leveraging the full range of programs identified in Section N 3 (“Business Development and Job Training”) of this GPP, Columbia would work with its Construction Management firm(s) and other relevant parties to prioritize construction trade persons from the local community for construction job referrals.
- u. Workforce Training Program. Commencing with the acquisition by ESDC of all properties required by Columbia for Phase I, Stage 1 of the Project, as set forth herein, Columbia would provide up to \$750,000 to fund and support the design, development and implementation of industry response (skills-based) education and workforce development training. Materials to be developed would include

competency based curriculum, assessment strategies, recommendations for textbooks, instructional aides, delivery strategies and include implementation training for service providers.

- v. Medical Technician Training Program. Commencing with issuance of a building permit for the first building on the Project Site, Columbia would commit \$1 million to expand the CUNY-Columbia Health Sciences Award Program to double the number of students supported. This program is designed to increase the number of residents from Community Districts 9 and 12 pursuing careers in health sciences.
- w. Community-Provided Job Training. Commencing with the acquisition by ESDC of all properties required by Columbia for Phase I, Stage 1 of the Project, as set forth herein, Columbia would contribute \$100,000 each year for the next five years to fund a matching program with community-based organizations to provide job training.
- x. Retail Businesses. Columbia would market no less than 12,000 GSF of small format retail space (up to 2,500 GSF) on the Project Site for local entrepreneurs and existing local businesses. Priority shall be given to any business displaced by the Project that are in compliance and good standing with their lease terms. When feasible, Columbia would implement the retail strategy that it currently uses in Morningside Heights and will use good faith efforts to reach agreements with on-site retailers, and with businesses compatible with Columbia and community rebuild needs, provided reasonable economic terms can be agreed upon with such businesses.
- y. Community Information, Opportunities and Resources Center. Columbia is already operating the Columbia University Employment and Career Center, which would be maintained and enhanced to create the Community Information, Opportunities and Resources Center (the "Center"). The Center would be located on the site where the existing Columbia University Employment and Career Center is located, or in a location in or near the Project Site. The Center would commence full operation with the acquisition by ESDC of all properties required by Columbia for Phase I, Stage 1 of the Project, as set forth herein, and continue operation for a 25-year period from commencement of full operation of the Center. The Center would provide information and resources to enable local residents and businesses to receive prompt notification of business opportunities and available jobs at Columbia, to learn about construction schedules, safety and mitigation, and to receive information about community-oriented service programs (i.e., technical assistance, clinics, mentoring, volunteerism). The Center would provide bilingual services and would be staffed, in part, by persons devoted exclusively to serving as liaison with the community with respect to the obligations incurred by Columbia in connection with the Project. The estimated annual minimum value of maintaining the Center would be \$325,000. Columbia would collaborate with appropriate organizations to develop and maintain the center which would provide, among other things, the following services:

- (i) Provide access to Columbia job listings with detailed descriptions of job qualifications, including a regularly updated information hotline to provide callers with information relating to Columbia employment opportunities and will provide continuing counsel and assistance to local residents seeking employment at Columbia.
 - (ii) Coordinate Columbia resources with (i) appropriate job training centers, (ii) City, State and Federal agencies and (iii) other educational institutions and organizations to provide bilingual referral information regarding services for small businesses, leasing space from Columbia and facilitating access to integrated support services.
 - (iii) Identify and provide referrals to training programs and classes in areas such as the skilled trades, administrative support, technology, management, and administration, and where feasible, coordinate with State and City education programs and institutions in the administration of such programs.
 - (iv) Coordinate and host job fairs and job training/job readiness in the community.
 - (v) Assist local residents in the identification of business, education, training, and career opportunities that provide opportunities for hands-on learning, and competency based instruction based on industry standards. Such programs would include one group session per month where up to 40 persons per session will receive:
 - (x) Referrals for skills training, internships and work-based learning opportunities at Columbia and through community-based organizations supported by Columbia.
 - (y) A catalog of Columbia community outreach programs.
 - (z) Access to work-based learning programs for high school students, high school dropouts, individuals transitioning from welfare-to-work, individuals with special needs, and veterans.
 - (iv) The Center would include information about construction schedules, safety and mitigation for the Project. Columbia would also provide a community alert system to notify subscribers about construction issues and a 24-hour hotline to provide callers within information about construction activity and employment opportunities related to the Project.
- z. Independent Monitor. Commencing with Final Approval, and continuing through 2033, Columbia would fund a program monitor who will, during the term of the Project, review and take steps to ensure Columbia complies with the

commitments made in this GPP. Such person would be jointly acceptable to ESDC and the City and would periodically report to ESDC.

4. Columbia to Fund Community Benefit Programs

Columbia intends to ensure that Columbia's long-term growth brings other tangible benefits to the people who live and work in the local community through funding of community benefit programs to be administered by a combination of Columbia, government officials and other organizations.

- a. Community Benefit Agreement with West Harlem Local Development Corporation ("WHLDC"). In accordance with the Memorandum of Understanding dated December 19, 2007, entered into between Columbia University and the WHLDC, Columbia will provide \$76 million in installments over a 12-year period to fund community benefits and mitigations for the West Harlem community. The fund will be administered by a Fund Advisory Panel which shall be comprised of local elected officials, representatives of WHLDC or a successor entity and representatives of Columbia.
- b. Affordable Housing Fund. Columbia has committed, in a Memorandum issued to Manhattan Borough President Scott M. Stringer dated September 25, 2007, to contribute \$20 million towards affordable housing to address the impact of the Project. Such funds will be provided in increments and will be administered by an advisory body to include elected officials, community representatives and representatives of Columbia.
- c. Housing Legal Assistance. In addition to any legal services currently being provided in the community, Columbia would provide funding for one attorney for six years, then two attorneys for 16 more years, at a legal assistance provider serving the Project area to provide landlord tenant legal advice to tenants in the Manhattanville area (maximum \$ 4 million).
- d. Harlem Community Development Corporation Financial Contribution. Commencing with the acquisition by ESDC of all properties required by Columbia for Phase I, Stage 1 of the Project, as set forth herein, Columbia would make annual financial contributions to ESDC's subsidiary, the Harlem Community Development Corporation ("HCDC"), which serves the greater Harlem community through planning and facilitating the development of a range of community development projects and revitalization initiatives intended to restore Upper Manhattan as an economically stable and culturally vibrant community. The funds will be used in support of HCDC's efforts to attract new businesses, retain and grow existing businesses, provide access to homeownership opportunities and create employment opportunities for Upper Manhattan residents. Contributions will be annual, in increasing amounts, will extend for 24 years after the first contribution, and will total \$20 million.

O. Waterfront Revitalization Program

The Project Site west of Broadway is within New York City's coastal zone boundary and is therefore subject to policies that implement the City's Local Waterfront Revitalization Program. These policies facilitate and support redevelopment appropriate for coastal zone areas, including the provision of public access to the shoreline, the preservation of scenic, historic and ecological resources, and the minimization of impacts from hazardous substances. The Educational Mixed-Use Development is consistent with the applicable policies because the Project would provide: approximately 94,000 square feet of publicly accessible open space with landscaping and seating; mid-block connections of major open space areas; widened sidewalks and the concomitant enhancement of air, light and vistas toward the Hudson River; a new walking path, landscaping, seating, and market zone along Twelfth Avenue; and the preservation of two historic resources (the Nash Building and the portion of the former West Market Diner being relocated to another site). The Project would not have a significant adverse impact on the ecology of the area. Neither the quality of the Hudson River nor its biota would be materially affected since any additional wastewater or stormwater discharges associated with the Project would be properly managed.

P. Historic Resources

The Project Site contains buildings that are listed on or eligible for listing on the New York State and/or Federal Register of Historic Places, specifically, the Nash Building, a portion of the former West Market Diner, and the former Sheffield Farms Stable. There are also several structures in the vicinity of the Project Site that have this status. Consistent with the New York State Historic Preservation Act, ESDC has been consulting with the State Office of Parks, Recreation and Historic Preservation ("OPRHP") with regard to how Project development affects these historic sites. Although not part of the Project, the Studebaker Building, which is State and Federal Register eligible, is being converted by Columbia to administrative uses in consultation with OPHRP.

The Nash Building would be adaptively reused by Columbia pursuant to an OPRHP-approved Preservation Approach. In consultation with OPRHP, Columbia also would rehabilitate the 1948 dining car of the West Market Diner (the 1921 dining car possesses little historic integrity), and relocate it to another location in or near the Project Site. ESDC has

determined, and OPRHP has concurred, that retaining the former Sheffield Farms Stable would significantly impact the goals and function of the proposed Jerome L. Greene Science Center and Columbia's overarching planning and design objectives. Thus, as mitigation for the demolition of the former Sheffield Farms Stable, Columbia will conduct a Historic American Buildings Survey, and install a permanent interpretive exhibit in or near the Project Site to document the history of the building and the larger neighborhood. In addition to the foregoing, Columbia will implement a Construction Protection Plan approved by both OPRHP and the New York City Landmarks Preservation Commission, to protect historic resources within 90 feet of the Project Site during construction. ESDC has engaged in the consultation process with OPRHP consistent with the Historic Preservation Act.

Q. Affirmative Action

Columbia would adhere to or exceed the requirements of ESDC's non-discrimination and affirmative action policies during the construction of the Project, unless to do so would conflict with applicable law or Columbia's obligations under collective bargaining agreements. Columbia has agreed that its affirmative action policy would also apply to the Project. Columbia's policy encourages local business participation generally within the area covered by the Upper Manhattan Empowerment Zone and sets goals of 25% MWL business enterprise participation and 40% MWL work force participation in construction activities. Where ESDC's affirmative action policies differ from or exceed Columbia's own such policies, Columbia would adhere to those more stringent affirmative action requirements. Meeting these goals would be made a part of all of the Project's construction contracts and would "flow down" to all of the Project's subcontractors. Throughout the operation and implementation of the Project, Columbia would make good faith efforts to include MWL business enterprises in all service management agreements, agreements for the purchase of goods and services and other agreements relating to the operation of the Project. Furthermore, Columbia would encourage occupancy of the Project's active, ground floor areas by small, non-chain, neighborhood retail businesses that would serve the local community.

Columbia currently employs a diverse workforce, with over 45% of its employees identifying themselves as Asian, Black, Hispanic or American Indian/Alaska Native. Building on current employment levels, Columbia has created a senior level position to oversee

Columbia's minority recruitment and retention, particularly for full-time faculty and research staff. This senior staff person would also be responsible for Columbia's implementation of the affirmative action policies relating the Project. Columbia participates in the Mayor's Commission on Construction Opportunities, which announced a plan in October 2005 to encourage greater participation of veterans, women, high school graduates, and economically disadvantaged New Yorkers in construction trades. Columbia has also relocated its employment information center to a location near the intersection of Broadway and West 125th Street (3180 Broadway) which provides easier access to Manhattanville residents regarding employment opportunities at Columbia.

R. Basis for Land Use Improvement Project & Civic Project Findings

The UDC Act sets forth the findings that are required for ESDC's involvement in the Project. As summarized below, the proposed Educational Mixed-Use Development qualifies, pursuant Section 10 of the UDC Act, as both a Land Use Improvement Project and a Civic Project. ESDC's Land Use Improvement Project and Civic Project findings are based, in part, on the EIS and supporting materials. The Project's status as a Land Use Improvement Project is further supported by studies of neighborhood conditions commissioned by ESDC.

1. Land Use Improvement Project Findings

- a. That the area in which the Project is to be located is a substandard or insanitary area, or is in danger of becoming a substandard or insanitary area and tends to impair or arrest the sound growth and development of the municipality.

Of the 66 lots on the Project Site, approximately 60% or more of the lots have one or more substandard, unsafe, insanitary or deteriorated condition thereon, including exhibiting critical and poor physical condition, a vacancy rate of 25% or more, and a utilization rate of 60% or less. Approximately 87% of the buildings in the Project Site were built more than 50 years ago and of this 87% some 16% were constructed more than a century ago. For many generations, the area has been largely used by diverse owners for automotive sales, automotive repair and light industrial uses. The high percentage of lots with deteriorating, insanitary and/or underutilized conditions indicates that the Project Site has been suffering from long-term poor maintenance and disinvestment. These conditions are described in detail in the neighborhood

conditions reports prepared in connection with this Project as well as the EIS. The current bleak conditions in this area have been and are inhibiting growth in West Harlem and preventing the integration of the Project Site into the surrounding community. At present, pedestrian street level activity is minimal within the Project Site, particularly after dusk, and is not conducive to the joinder of the new West Harlem Piers Park to areas east of Broadway. Judged by typical measures of urban land utilization - build densities and vacancy - the Project Site is underutilized, particularly compared to other areas of Manhattan. The proposed Project would remove these blighted conditions.

- b. That the Project consists of a plan or undertaking for the clearance, replanning, reconstruction and rehabilitation of such area and for recreational and other facilities incidental or appurtenant thereto.

The Educational Mixed-Use Development would provide for (1) the clearance of all but two of the existing buildings (which are historic resources being adaptively reused) within the Project Site -- which consists largely of dilapidated auto related repair shops and warehouses -- and (2) the reconstruction and rehabilitation of the area with modern higher education facilities and a mix of supporting uses, including recreational facilities and public open spaces.¹⁹ The Project would create a modern, open, integrated, urban campus that would be part of the fabric of the local community and would advance higher learning. The Project would also provide new economic opportunities, revitalize the Project Site's streetscape and create new space for active and passive recreation. There would also be extensive environmental remediation of contaminants on the Project Site.

- c. That the plan or undertaking affords maximum opportunity for participation by private enterprise, consistent with the sound needs of the municipality as a whole.

The Project would be financed by Columbia, a private, nonprofit educational institution with excellent financial credentials and extensive experience in constructing and operating higher education facilities in the City of New York. The Educational Mixed-Use Development would include new active ground floor uses including retail, cultural, community and other non-governmental civic purposes. It should serve as an engine of private economic growth, where

¹⁹ The Nash and Studebaker Buildings would not be demolished, but would remain within the Project Site.

more companies will want to be the first to translate research breakthroughs into revolutionary cures and technologies resulting in a broad spectrum of job opportunities. These uses would also better integrate the Project Site into the surrounding community and result in the construction of new and modern educational, recreational and civic facilities, which in turn should encourage small businesses to operate at ground floor locations to service the community and provide increased tax revenues. The Project would ensure the long-term growth and position of one of the City's largest employers and benefit the City as a whole, and create thousands of new, private sector jobs. The Project would create for the first time a significant amount of publicly accessible open space that physically connects the Project Site to the surrounding area. The wider sidewalks together with their lively street level uses would also invigorate the economic life and street activity of the local area.

2. Civic Project Findings

- a. That there exists in the area in which the Project is to be located, a need for the educational, cultural, recreational, community, municipal, public service or other civic facility to be included in the Project.

The Project would help address the long-term need for modern, higher education, academic research and cultural facilities within the City of New York. One of the most important responsibilities of state government is to provide for the education of its citizens -- a responsibility that includes fostering the growth and development of independent colleges and universities to improve student learning and achievement. This responsibility would be achieved through ESDC's participation in the Project. ESDC's involvement in the Project would facilitate improvements to the State's higher education facilities to permit qualitative and quantitative advances in educational opportunities and methods and to foster the broad exchange of research data and information necessary for higher education to thrive.

The Project would also provide new public open spaces, wide sidewalks, recreational facilities and active street uses, including lively and aesthetically pleasing community uses to an area sorely in need of such facilities, and thereby help weave the Project Site into the urban fabric of West Harlem and the West Harlem Piers Park. Approximately 5 to 6 million square feet of higher education and academic research space are needed within the next 25 years so that Columbia may maintain its position as one of the nation's leading independent educational and

research institutions. The proposed Educational Mixed-Use Development would provide for the construction of state-of-the-art educational and academic research facilities with large floor plates and rectangular massing that would provide flexibility and adaptability as future educational and research needs evolve.

- b. That the Project shall consist of a building or buildings or other facilities which are suitable for educational, cultural, recreational, community, municipal, public service or other civic purposes.

The proposed Educational Mixed-Use Facility would consist of approximately 5 million GSF of new space for higher education and academic research. It would permit collaborative scientific research across traditional academic boundaries. This space would meet state-of-the-art design objectives that would make these facilities adaptable to evolving educational needs long into the future. These buildings would be constructed with architecturally appropriate glazed and transparent street level facilities and serve to house local retail, cultural and civic amenities. New public open spaces would also be constructed that would better integrate the site into the surrounding community while providing open space for recreation. The publicly accessible open spaces would be governed by the detailed Rezoning requirements. Among other mitigation measures and public amenities, Columbia would provide funding to improve the local schoolyard at IS 195 and would create a significant fund to help ensure the upkeep of the West Harlem Piers Park. Also as part of this program of mitigation and amenities, Columbia would create a “one-stop” center where community members may receive information on Columbia’s community programs and Project commitments. Columbia would set up a 24-hour hotline on construction activities, along with an alert system to notify subscribers about such activities. The Project’s public purposes would be assured through a Declaration of Covenants and Restrictions recorded for all of the Project Site’s parcels.

- c. That such Project will be leased to or owned by the state or an agency or instrumentality thereof, a municipality or an agency or instrumentality thereof, a public corporation, or any other entity which is carrying out a community, municipal, public service or other civic purpose, and that adequate provision has been, or will be, made for the payment of the cost of acquisition, construction, operation, maintenance and upkeep of the Project.

The Project Site would be acquired, directly or through ESDC, by Columbia, a non-profit educational entity, to carry out its educational, civic and cultural mission, as it has done for hundreds of years in this City and State. Columbia has a wealth of experience in developing educational facilities and, through its development of the Project Site, would be contributing to community and municipal purposes and providing needed public civic amenities, including, without limitation, public open spaces. As previously set forth, ESDC would not fund any portion of the proposed Project and Columbia has made adequate provision for the payment of the cost of acquisition, construction, operation and upkeep of the proposed Educational Mixed-Use Development. The Project would increase learning opportunities for students by providing expanded learning experiences and choices in the types of higher educational opportunities that are available within the City and the State.

- d. That the plans and specifications assure or will assure adequate light, air, sanitation and fire protection.

The open space, retention of the street grid and other aspects of the Project would create a modern and open urban landscape and fully comply with the City's Building Code. The proposed Project includes specifications for sanitation, view corridors and the creation of new public open spaces which are to be paid for and maintained by Columbia. Columbia would design, build and operate the Project's residential and academic buildings to achieve a minimum LEED v. 2.2 Silver Certification. The Project's Below-Grade Facility would be designed to reduce the density of above-grade development, facilitating new public open spaces and broader sidewalks and improving sight lines, among other things. The Project, both above and below street grade, would be designed and constructed in accordance with the New York City Building Code or pursuant to approvals by the New York City Department of Buildings, meet all applicable sanitation and fire safety design standards, and building permits would be obtained from the New York City Department of Buildings.

3. Findings for all ESDC Projects

- a. That there is a feasible method for the relocation of families and individuals displaced from the Project area into decent, safe and sanitary dwellings, which are or will be provided in the Project area or in other areas not generally less desirable in regard to public utilities and public and commercial facilities, at rents or

prices within the financial means of such families or individuals, and reasonably accessible to their places of employment.

Columbia's relocation plans are set forth in Section H above. ESDC would monitor the relocation efforts undertaken by Columbia to assure that its relocation efforts for the Four Lots and the HPD Lots are proceeding on schedule and are successful. ESDC would also implement a relocation plan as described herein which would constitute a supplemental program to the efforts undertaken by Columbia, and which would include referrals to alternative housing by a professional relocation specialist, a real estate broker's services, moving services and expenses. All residents of the Project Site would be placed into decent, safe and sanitary units, consistent with their financial means and prior rentals, reasonably accessible to the residents' places of employment and not generally less desirable in regard to public utilities and public and commercial facilities.

S. Conclusion

The Educational Mixed-Use Development set forth in this GPP qualifies as both a Land Use Improvement and separately and independently as a Civic Project pursuant to the UDC Act. The Project serves as a singular opportunity to redevelop and convert a blighted area that has existed for generations into a modern, open, well considered and cohesive, higher education campus that would provide integrated teaching and academic research facilities essential to the intellectual prominence, economic growth and development of the City and State of New York, as well as provide significant economic, social, and educational benefits and amenities to the neighboring community. Among other things, these benefits include publicly-accessible open spaces and worthwhile, meaningful and steady employment opportunities by a major private, not-for-profit employer. The Project would replace the prevalent blighted and low-density conditions of the Project Site with buildings and open space that would be compatible with and connected to the surrounding neighborhood. As part of the educational mission of Columbia, the Project would also foster important scientific research in areas such as dementia, other neurological disorders, and systems biology that would benefit the public both now and in the future.