

BATTERY PARK CITY PARKS CONSERVANCY CORPORATION
Meeting of the Directors
One World Financial Center – 24th Floor
New York, NY 10281
June 21, 2011

Directors Present

William C. Thompson, Jr., Chairman
Frank J. Branchini, Director
David B. Cornstein, Director
Robert J. Mueller, Director

Conservancy Staff in Attendance: Gayle M. Horwitz, Vice President
Betty Chin, Director of Administration & Finance
Tessa Huxley, Executive Director
Carl D. Jaffee, Secretary
Vincent McGowan, Assistant Executive Director
Robert M. Serpico, Treasurer

Battery Park City Authority
Staff in Attendance:

Daniel Baldwin, Senior Development Counsel
Lauren Bruggess, Administrative Assistant
Megan Churnetski, Assistant General Counsel and Assistant
Corporate Secretary
Gwen Dawson, Director, Strategic Planning
Sydney Druckman, Director, Special Projects
Anne Fenton, Senior Research Analyst
Kevin Finnegan, Senior Project Manager, Construction
Allyson Ford, Special Counsel
Stephanie Gelb, Vice President, Planning & Design
Antigona Gjini, Special Assistant to the President
Robert Holden, Vice President, Human Resources &
Administration
Wilson Kimball, Senior Vice President, Operations
Karl Koenig, Controller
Lisa Miller, Vice President, Internal Audit and Compliance
Stan Molinski, Director, Information Technology
Leticia Remauro, Vice President, Community Relations,
Affirmative Action and Press

Others in Attendance: Matthew Fenton, The Battery Park City Broadsheet
Julie Shapiro, Downtown Express
Terese Loeb Kreuzer, Downtown Express
Mark Ruppel, Marks Paneth & Shron
Carl Glassman, Tribeca Tribune

The meeting of the Directors convened at 11:05 a.m. The first item on the agenda was approval of the minutes of the May 10, 2011 meeting.

Upon a motion made by Mr. Branchini and seconded by Mr. Cornstein, the following resolution was unanimously adopted:

APPROVAL OF MINUTES OF THE MAY 10, 2011 MEETING

BE IT RESOLVED, that the minutes of the meeting of the Directors of the Battery Park City Parks Conservancy held on May 10, 2011 are hereby approved.

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The next item on the agenda, presented by Ms. Horwitz, was a request to authorize the filing of the IRS Form 990 for calendar year 2011.

She reminded the Directors that the Conservancy is required to file a Form 990 tax return with the IRS. The Form requires detailed financial reporting in a number of areas, including governance and conflicts of interests. Marks Paneth & Shron, the Authority and Conservancy's financial auditors, prepared the Form 990 filings for the past three years and has done so again this year, she explained.

Upon a motion made by Mr. Cornstein and seconded by Mr. Mueller, the following resolution was unanimously adopted:

APPROVAL OF IRS FORM 990 FOR TAX YEAR 2011

BE IT RESOLVED, that in accordance with the materials presented to this meeting, the President of the Authority or her designee(s) be, and each of them hereby is, authorized and empowered to file the attached Form 990 with Internal Revenue Services on behalf of BPCPC; and be it further


RESOLVED, that the President of the Authority or her designee(s) be, and each of them hereby is, authorized and empowered to file and deliver the Form 990 on behalf of BPCPC, subject to such changes as the officer or officers shall, with the advice of counsel, approve as necessary and appropriate and in the best interests of the Authority, such approval to be conclusively evidenced by filing of the Form 990 with the Internal Revenue Service; and be it further

RESOLVED, that the President of the Authority or her designee(s) be, and each of them hereby is, authorized and empowered to execute all such other and further documents and to take all such other and further actions as may be necessary, desirable or appropriate in connection with the transactions contemplated in the foregoing resolutions, and any such execution of documents and any other further actions heretofore taken are hereby ratified and any actions hereafter taken are confirmed and approved.

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There being no further business, the meeting thereupon adjourned at 11:07 a.m.

Respectfully submitted,


Carl D. Jaffee
Secretary