

NEW YORK CITY HOUSING AUTHORITY

THREE-THOUSAND ONE HUNDRED AND TWENTY-EIGHTH MEETING

Minutes of Board Meeting

Wednesday, June 27, 2018

The meeting was held at the office of the Authority, 250 Broadway, New York City. A Quorum being present, the Interim Chair called the meeting to order.

Present: Stanley Brezenoff, Interim Chair
Derrick D. Cephas, Vice-Chair
Jacqueline Arroyo, Member
Zaire Dinzey-Flores, Member
Victor A. Gonzalez, Member
Nnenna Lynch, Member
Jacqueline Young, Member
Vito Mustaciuolo, General Manager
Vilma Huertas, Corporate Secretary

NEW YORK CITY HOUSING AUTHORITY
Office of the Corporate Secretary

Minutes
Regular Meeting
Wednesday, June 27, 2018

I. Authority Minutes

Adoption of Minutes of Special Meeting, Wednesday, June 6, 2018

APPROVED

II. Chair's Report

III. Authority Calendar

Calendar of Regular Meeting, Wednesday, June 27, 2018

1 Authorization to Appoint Matthew Kenney as Records Access Officer of the New York City Housing Authority

Location:	Non-Development
Administering Department:	Law
Funding Source:	N/A
Amount:	N/A
Projected Section 3 Hires:	N/A

Authorization is requested to appoint Matthew Kenney as Records Access Officer of the New York City Housing Authority, pursuant to Board Resolution 17-6/28-26, with the authority to delegate the duties in his absence.

APPROVED

N/A = NOT APPLICABLE

APPROVED = UNANIMOUS

2 Authorization to Amend the Agreement with eScribers, LLC

Location:	Non-Development
Administering Department:	Law
Funding Source:	Operating – Self Insurance Fund
Amount:	\$40,000.00
Projected Section 3 Hires:	N/A

Authorization is requested to amend this agreement with eScribers, LLC for transcription services, which did not require initial Board approval for an initial three-year term with two (2) one-year renewal options, to increase the not-to-exceed amount, in order to fund the continued provision of services during the remainder of the first one-year renewal option, which commenced on February 1, 2018 and is continuing through January 31, 2019.

APPROVED

3 Authorization to Amend Board Resolution 15-2/25-13

Location:	Various (Citywide)
Administering Department:	Capital Projects Division – Capital Projects Design
Funding Source:	Capital – Federal, City & Mixed Finance
Amount:	\$20,000,000.00
Projected Section 3 Hires:	N/A

Authorization is requested to amend Board Resolution 15-2/25-13, which authorized the award of sixteen (16) Indefinite Delivery, Indefinite Quantity agreements to sixteen (16) firms for architectural and engineering services for an initial three-year term with two (2) one-year renewal options, to increase the not-to-exceed amount, in order to fund the additional assigned work during the remainder of the first one-year renewal option, which commenced on March 11, 2018 and is continuing through March 10, 2019.

APPROVED

4 Authorization to Ratify an Amendment to the Agreement with MDSzerbaty+Associates Architecture LLC Related to the Response to and Recovery from Hurricane Sandy

Location:	Ocean Bay Apartments (Bayside)
Administering Department:	Capital Projects Division – Recovery & Resilience
Funding Source:	Capital – FEMA, CDBG-DR & Insurance
Amount:	\$19,391.85
Projected Section 3 Hires:	N/A

Authorization is requested to ratify an amendment to this agreement with MDSzerbaty+Associates Architecture LLC for architectural and engineering services, authorized by Board Resolution 15-2/25-11 and as subsequently amended for a five-year term, to increase the not-to-exceed amount, in order to fund additional assigned work during the 213-day term within the initial five-year term, which commenced on March 1, 2017 and continued through September 30, 2017.

APPROVED

5 Authorization to Ratify a Change Order to Contract No. GD1504170 Awarded to Sportstech Construction Inc.

Location:	Castle Hill Houses (LLC I)
Administering Department:	Capital Projects Division – Project Management Team 2
Funding Source:	Capital – City
Amount:	\$49,596.15
Projected Section 3 Hires:	N/A

Authorization is requested to ratify a change order to this contract awarded to Sportstech Construction Inc. for playground improvements, which did not require initial Board approval for a 270-day term, to increase the amount, by the negotiated amount, in order to fund the installation of additional asphalt during the 182-day term within the 270-day term, which commenced on June 8, 2017 and continued through December 6, 2017.

APPROVED

6 Authorization to Ratify a Change Order to Contract No. GR1400741 Awarded to Gem - Quality Corporation

Location:	Albany
Administering Department:	Capital Projects Division – Project Management Team 3
Funding Source:	Capital – Federal
Amount:	\$51,980.00
Projected Section 3 Hires:	N/A

Authorization is requested to ratify a change order to this contract awarded to Gem - Quality Corporation for children's day care center improvements, which did not require initial Board approval for a 286-day term, to increase the amount, by the negotiated amount, in order to fund the closet expansion during the 81-day term within the 286-day term, which commenced on May 5, 2017 and continued through July 24, 2017.

APPROVED

7 Authorization to Ratify a Change Order to Contract No. GR1400741 Awarded to Gem - Quality Corporation

Location:	Albany
Administering Department:	Capital Projects Division – Project Management Team 3
Funding Source:	Capital – Federal
Amount:	\$12,549.00
Projected Section 3 Hires:	N/A

Authorization is requested to ratify a change order to this contract awarded to Gem - Quality Corporation for children's day care center improvements, which did not require initial Board approval and as subsequently amended for a 286-day term, to increase the amount, by the negotiated amount, in order to fund the entry and interior door frames' repairs during the 12-day term within the 286-day term, which commenced on July 3, 2017 and continued through July 14, 2017.

APPROVED

8 Authorization to Ratify a Change Order to Contract No. GR1400741 Awarded to Gem - Quality Corporation

Location:	Albany
Administering Department:	Capital Projects Division – Project Management Team 3
Funding Source:	Capital – Federal
Amount:	\$35,739.00
Projected Section 3 Hires:	N/A

Authorization is requested to ratify a change order to this contract awarded to Gem - Quality Corporation for children's day care center improvements, which did not require initial Board approval and as subsequently amended for an initial 286-day term, to increase the amount, by the negotiated amount, in order to fund the installation of a smoke detector during the extended 80-day term, which commenced on September 13, 2017 and continued through December 1, 2017.

APPROVED

9 Authorization of a Change Order to Contract No. GR1400741 Awarded to Gem - Quality Corporation

Location:	Albany
Administering Department:	Capital Projects Division – Project Management Team 3
Funding Source:	Capital – Federal
Amount:	\$64,725.00
Projected Section 3 Hires:	N/A

Authorization is requested to approve a change order to this contract awarded to Gem - Quality Corporation for children's day care center improvements, which did not require initial Board approval and as subsequently amended for an initial 286-day term, to increase the amount, by the negotiated amount, in order to fund the kitchen exhaust extension during the extended 90-day term, which commenced on May 31, 2018 and is continuing through August 28, 2018.

APPROVED

- 10 Authorization of a Change Order to Contract No. HE1427059 Awarded to Kordun Construction Corp. Related to the Response to and Recovery from Hurricane Sandy

Location:	Coney Island I (Site 1B)
Administering Department:	Capital Projects Division – Recovery & Resilience
Funding Source:	Capital – FEMA, CDBG-DR & Insurance
Amount:	\$228,808.19
Projected Section 3 Hires:	N/A

Authorization is requested to approve a change order to this contract awarded to Kordun Construction Corp. for the replacement of a temporary oil boiler with a temporary natural gas boiler, which did not require initial Board approval and as subsequently amended for an initial 120-day term, to increase the not-to-exceed amount, in order to fund the relocation of the temporary natural gas boiler during the remainder of the extended 24-month term, which commenced on June 18, 2017 and is continuing through June 17, 2019.

APPROVED

- 11 Award of a Contract for Roofing and Railing Replacement and Rooftop Structure Renovation

Location:	Melrose
Administering Department:	Capital Projects Division – Project Management Team 1
Funding Source:	Capital – City
Amount:	\$13,870,719.00
Projected Section 3 Hires:	4

Authorization is requested to award this contract to the lowest responsive and responsible bidder, Neelam Construction Corporation.

APPROVED

12 Award of a Contract for Roofing Replacement and Rooftop Structure Renovation

Location:	Borinquen Plaza II
Administering Department:	Capital Projects Division – Project Management Team 1
Funding Source:	Capital – City
Amount:	\$7,894,136.11
Projected Section 3 Hires:	3

Authorization is requested to award this contract to the lowest responsive and responsible bidder, Pro-Metal Construction, Inc. The first, second and third lowest bidders were deemed non-responsive for failure to comply with the Authority's bid requirements.

APPROVED

13 Award of a Contract for Roofing Replacement and Rooftop Structure Renovation

Location:	Bronx River & Bronx River Addition
Administering Department:	Capital Projects Division – Project Management Team 1
Funding Source:	Capital – City
Amount:	\$18,332,865.01
Projected Section 3 Hires:	4

Authorization is requested to award this contract to the lowest responsive and responsible bidder, Zoria Housing LLC.

APPROVED

14 Award of a Contract for Grounds Improvements

Location:	Gun Hill
Administering Department:	Capital Projects Division – Project Management Team 2
Funding Source:	Capital – City
Amount:	\$1,199,813.00
Projected Section 3 Hires:	1

Authorization is requested to award this contract to the lowest responsive and responsible bidder, FGI Corporation.

APPROVED

15 Award of a Requirement Contract for Replacement of Vacuum Pump Units

Location:	Various (Brooklyn)
Administering Department:	Operations – Heating Management & Services
Funding Source:	Operating – Federal
Amount:	\$1,619,035.27
Projected Section 3 Hires:	1

Authorization is requested to award this requirement contract to the lowest responsive and responsible bidder, TR Pipe Inc., for the not-to-exceed amount. The first lowest bidder was deemed non-responsive for failure to submit the required Letter of Assent or Letter of Assent Certification, pursuant to the Project Labor Agreement terms. This requirement contract also provides for a one (1) one-year renewal option to be exercised at the Authority's sole discretion.

APPROVED

16 Award of a Requirement Contract for Replacement of Vacuum Pump Units

Location:	Various (Manhattan)
Administering Department:	Operations – Heating Management & Services
Funding Source:	Operating – Federal
Amount:	\$1,619,035.27
Projected Section 3 Hires:	1

Authorization is requested to award this requirement contract to the lowest responsive and responsible bidder, TR Pipe Inc., for the not-to-exceed amount. The first lowest bidder was deemed non-responsive for failure to submit the required Letter of Assent or Letter of Assent Certification, pursuant to the Project Labor Agreement terms. This requirement contract also provides for a one (1) one-year renewal option to be exercised at the Authority's sole discretion.

APPROVED

17 Award of a Requirement Contract for Replacement of Vacuum Pump Units

Location:	Various (Bronx)
Administering Department:	Operations – Heating Management & Services
Funding Source:	Operating – Federal
Amount:	\$1,550,568.82
Projected Section 3 Hires:	1

Authorization is requested to award this requirement contract to the lowest responsive and responsible bidder, TR Pipe Inc., for the not-to-exceed amount. The first lowest bidder was deemed non-responsive for failure to submit the required Letter of Assent or Letter of Assent Certification, pursuant to the Project Labor Agreement terms. This requirement contract also provides for a one (1) one-year renewal option to be exercised at the Authority's sole discretion.

APPROVED

18 Award of a Requirement Contract for Repair of Exterior Compactor Refuse Management Systems

Location:	Various (Queens & Staten Island)
Administering Department:	Operations – Management Repairs & Skilled Trades
Funding Source:	Operating – Federal
Amount:	\$335,567.50
Projected Section 3 Hires:	1

Authorization is requested to award this requirement contract to the sole responsive and responsible bidder, Arrow Steel, Inc., for the not-to-exceed amount. This requirement contract also provides for a one (1) one-year renewal option to be exercised at the Authority's sole discretion.

APPROVED

19 Award of a Requirement Contract for Refuse Chute Hopper Doors, Parts and Tools

Location:	Various (Citywide)
Administering Department:	Operations – Management & Planning Services
Funding Source:	Operating – Federal
Amount:	\$1,424,014.85
Projected Section 3 Hires:	N/A

Authorization is requested to award this requirement contract to the sole responsive and responsible bidder, H. C. Oswald Supply CO. Inc., for the not-to-exceed amount. There are no renewal options.

APPROVED

20 Authorization to Enter into an Agreement with Kraus Management Inc.

Location:	Various (Manhattan & Brooklyn Management Area-MB1 & Bronx Management Area-BX3)
Administering Department:	Operations – Management & Planning
Funding Source:	Operating – Federal
Amount:	\$44,363,305.00
Projected Section 3 Hires:	2

Authorization is requested to enter into this agreement with Kraus Management Inc. for property management services, at Manhattan and Brooklyn Management Area-MB1 and Bronx Management Area-BX3, commencing on August 1, 2018 and continuing through July 31, 2023, or commencing on such other date as may be determined by the General Manager or the Executive Vice-President for Operations and continuing for five (5) years thereafter, which includes a one (1) two-year renewal option to be exercised at the Authority's sole discretion, for the not-to-exceed amount.

APPROVED

21 Authorization to Enter into an Agreement with Building Management Associates, Inc.

Location:	Various (Bronx Management Area - BX1)
Administering Department:	Operations – Management & Planning
Funding Source:	Operating – Federal
Amount:	\$30,703,676.00
Projected Section 3 Hires:	9

Authorization is requested to enter into this agreement with Building Management Associates, Inc. for property management services for Bronx Property Management Area - BX1, commencing on August 1, 2018 and continuing through July 31, 2023, or commencing on such other date as may be determined by the General Manager or the Executive Vice-President for Operations and continuing for five (5) years thereafter, which includes a one (1) two-year renewal option to be exercised at the Authority's sole discretion, for the not-to-exceed amount.

APPROVED

22 Authorization to Enter into Five (5) Retainer Agreements for Legal Services with Five (5) Law Firms

Location:	Non-Development
Administering Department:	Real Estate Services
Funding Source:	Operating – Federal
Amount:	\$6,000,000.00
Projected Section 3 Hires:	N/A

Authorization is requested to enter into five (5) retainer agreements with five (5) law firms for legal and consulting services regarding real estate law and real estate development matters, commencing on July 1, 2018 and continuing through June 30, 2021, or commencing on such other date as may be determined by the General Manager or the Executive Vice-President for Real Estate and continuing for three (3) years thereafter, for the not-to-exceed amount, with two (2) one-year renewal options to be exercised at the Authority's sole discretion.

APPROVED

23 Authorization to Amend an Agreement with Vanderbilt Associates Owner LP

Location:	Non-Development
Administering Department:	Real Estate Services
Funding Source:	Operating – Federal
Amount:	\$4,824,026.00
Projected Section 3 Hires:	N/A

Authorization is requested to amend this agreement with Vanderbilt Associates Owner LP (the "Lessor") for lease of approximately 62,400 rentable square feet of office space within the building located at 470 Vanderbilt Avenue/787 Atlantic Avenue, Brooklyn, New York 11238, for an initial twenty-year term, as authorized by Board Resolution 08-11/26-5, in order to: (i) lease an additional 6,826 rentable square feet of office space on the ground floor ("Additional Space"), comprising in total 69,226 rentable square feet, for the remainder of the existing lease term, commencing on February 1, 2019 and continuing through March 31, 2030; and (ii) fund (a) the rent for the Additional Space, (b) electric costs, (c) additional rent charges covering the Authority's proportionate share of the building's taxes and operating expenses, and (d) other costs charged by the Lessor, or third parties, pursuant to related agreements or contracts, as needed.

APPROVED

24 Authorization to Amend Board Resolution 17-7/26-2

Location:	Non-Development
Administering Department:	Real Estate Services
Funding Source:	N/A
Amount:	N/A
Projected Section 3 Hires:	N/A

Authorization is requested to amend Board Resolution 17-7/26-2, which authorized an amendment to this agreement with 90 Church Street Limited Partnership (the "Lessor") for lease of approximately 456,000 rentable square feet of office space and 5,000 rentable square feet of ancillary space within the building located at 90 Church Street, New York, New York 10007 ("90 Church Street") as authorized by Board Resolution 98-2/18-16 and as subsequently amended for an initial twenty-year term, in order to: (i) extend the term of the agreement for lease of approximately 403,625 rentable square feet of office space (the "Office Space") and 18,639 rentable square feet of ancillary space (the "Ancillary Space") for twenty (20) years and four (4) months, commencing on September 1, 2024 and continuing through December 31, 2044 (the "Extension Term"); and (ii) fund (a) the rent for the Office Space and Ancillary Space, (b) additional rent charges covering the Authority's proportionate share of the building's operating expenses, (c) other costs charged by the Lessor, or third-parties, pursuant to related agreements or contracts, as needed, and (d) to design, improve, furnish, equip and relocate personnel, to reflect a change in the (i) Office Space and Ancillary Space Extension Term from twenty (20) years and four (4) months to a twenty-year term, commencing on September 1, 2024 and continuing through August 31, 2044, and (ii) Office Space annual fixed rent schedule from an Extension Term total of \$338,738,937.00 to \$347,807,775.00.

APPROVED

25 Authorization to Approve the Issuance of the Authority's Fiscal Year 2017 Audited Annual Financial Statements

Location:	Non-Development
Administering Department:	Finance – Executive
Funding Source:	N/A
Amount:	N/A
Projected Section 3 Hires:	N/A

Authorization is requested to approve issuance of the Authority's Fiscal Year 2017 Audited Annual Financial Statements, presented in accordance with accounting principles generally accepted in the United States of America, and as recommended by the Authority's Audit Committee, in compliance with the Audit Committee Charter, adopted pursuant to Board Resolution 03-6/18-18 and with subsequent amendments of which the most recent is by Board Resolution 13-9/25-6.

APPROVED

26 Authorization to Approve Investment Transactions

Location:	Non-Development
Administering Department:	Finance – Treasury Department
Funding Source:	N/A
Amount:	N/A
Projected Section 3 Hires:	N/A

Authorization is requested to approve the investment transactions that were performed by the Authority's Treasury Department for the Quarter Ended March 31, 2018, in accordance with the US Department of Housing and Urban Development Office of Public and Indian Housing Notice PIH 2002-13.

APPROVED

27 Authorization to Enter into an Agreement with Banc of America Public Capital Corp

Location:	Non-Development
Administering Department:	Finance – Treasury Department
Funding Source:	Operating & Capital – Federal
Amount:	\$133,580,648.43
Projected Section 3 Hires:	N/A

Authorization is requested to (i) enter into an agreement with Banc of America Public Capital Corp ("BAPCC") to obtain a principal amount up to \$79,461,775.81 in general obligation financing for the installation of energy conservation measures, to be performed through an Energy Performance Contract ("EPC") (the "Ameresco-B EPC"), with a combined principal and interest repayment amount not to exceed \$133,580,648.43, commencing on August 17, 2018 and continuing through July 1, 2038, or commencing on such other date as may be determined by the General Manager or the Vice-President for Finance and continuing for nineteen (19) years, ten (10) months and fifteen (15) days thereafter, pursuant to a Master Equipment Lease-Purchase Agreement, upon US Department of Housing and Urban Development ("HUD") EPC approval (the "Agreement"), (ii) enter into all necessary financing and ancillary documents related to the Agreement, (iii) grant to BAPCC all security interests or encumbrances associated with the Ameresco-B EPC that are necessary to secure such financing, upon HUD approval, pursuant to Section 30 of the United States Housing Act of 1937, and (iv) reimburse the Authority from the BAPCC financing for certain non-HUD funds expended by the Authority to-date related to the Ameresco-B EPC.

APPROVED

28 Authorization to Award the Authority's Public Officials Liability Insurance Policy, Including Employment Practices Liability Coverage

Location:	Non-Development
Administering Department:	Finance – Risk Management
Funding Source:	Operating – Self Insurance Fund
Amount:	\$249,980.00
Projected Section 3 Hires:	N/A

Authorization is requested to award the Authority's \$25,000,000.00 Public Officials Liability ("POL") Insurance Policy, including a \$12,500,000.00 sublimit for Employment Practices Liability ("EPL") Coverage, to Illinois National Insurance Company, a subsidiary of American International Group, in excess of the Authority's self-insured retention of \$500,000.00, commencing on August 1, 2018 and continuing through July 31, 2019.

APPROVED

29 Authorization to Award the Authority's General Liability Insurance Program Policies, Including Automobile Liability Coverage

Location:	Non-Development
Administering Department:	Finance – Risk Management
Funding Source:	Operating – Federal
Amount:	\$4,542,419.00
Projected Section 3 Hires:	N/A

Authorization is requested to award the Authority's General Liability Insurance Program policies to (i) Gemini Insurance Company, a W.R. Berkley Corporation subsidiary, (ii) Lloyd's of London, (iii) XL Insurance America, Incorporated ("Inc."), a XL Group plc subsidiary, (iv) United States Fire Insurance Company, a Crum & Forster subsidiary Insurance Company of Fairfax Financial Holdings Ltd., and (v) Navigators Insurance Company, a Navigators Group Inc. subsidiary to provide insurance coverage for torts above the Authority's typically \$1,000,000.00 self-insured retention in the amount of \$100,000,000.00 per occurrence and \$177,000,000.00 in the aggregate (including \$100,000,000.00 of automobile liability), and terrorism coverage, commencing on August 1, 2018 and continuing through July 31, 2019.

APPROVED

30 Authorization to Enter into an Agreement with East Coast Power & Gas, LLC

Location:	Various (Citywide)
Administering Department:	Finance – Accounts Payable & Utility Management
Funding Source:	Operating – Federal
Amount:	\$85,000,000.00
Projected Section 3 Hires:	N/A

Authorization is requested to enter into this agreement with East Coast Power & Gas, LLC for (i) Consolidated Edison, Inc. ("Con Edison") heating gas in the Bronx and Manhattan and (ii) Con Edison cooking gas in the Bronx and Manhattan and National Grid cooking gas in Brooklyn, Queens and Staten Island, commencing on July 1, 2018 and continuing through June 30, 2020, or commencing on such other date as may be determined by the General Manager or the Vice-President for Finance and continuing for two (2) years thereafter, for the not-to-exceed amount. There are no renewal options.

APPROVED

31 Authorization to Enter into an Agreement with Direct Energy Business Marketing, LLC

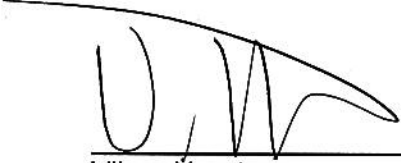
Location:	Various (Brooklyn, Queens & Staten Island)
Administering Department:	Finance – Accounts Payable & Utility Management
Funding Source:	Operating – Federal
Amount:	\$62,000,000.00
Projected Section 3 Hires:	N/A

Authorization is requested to enter into this agreement with Direct Energy Business Marketing, LLC for National Grid heating gas, commencing on July 1, 2018 and continuing through June 30, 2020, or commencing on such other date as may be determined by the General Manager or the Vice-President for Finance and continuing for two (2) years thereafter, for the not-to-exceed amount. There are no renewal options.

APPROVED

- 32 Board Member Dinzey-Flores moved that the Members be authorized to meet in Executive Session today, and as necessary, to discuss the Civil Investigative Demand.

APPROVED



Vilma Huertas
Corporate Secretary

THREE-THOUSAND ONE HUNDRED AND TWENTY-EIGHTH MEETING

Wednesday, June 27, 2018

ADJOURNMENT

On Motion, without objection, the meeting was duly adjourned at 11:15 AM.

A handwritten signature in black ink, appearing to be 'V. Huertas', written over a horizontal line.

Vilma Huertas
Corporate Secretary