

BOARD OF DIRECTORS MEETING NEW YORK CONVENTION CENTER OPERATING CORPORATION 655 West 34th Street New York, NY 10001-1188

MINUTES

MEMBERS PRESENT: OTHERS PRESENT: DATE: April 5, 2018
Henry R. Silverman, Chairman of the Board Time: 3:00 p.m.

Robert Azeke

Location: Large Conference Room

Hugh L. Carey II STAFF:

John Lee Compton Alan E. Steel, President & CEO

David Emil Bradley A. Siciliano, General Counsel & Corporate Secretary

George Tsunis Doreen Guerin, Senior SVP, Sales & Marketing

Gary Lavine Melanie McManus, SVP & CFO

Andrew Murstein Christine McMahon, SVP, HR & Labor Solutions

Lee H. Perlman Mark Sims, SVP, CIO

Mark Schienberg Tim Gaburungyi, VP, IT Solutions

Andrew Stone Kenneth Sanchez, SVP, Facilities Management Christine Ferer Kenneth Dixon, VP, Security & Safety Solutions

Tony Sclafani, SVP & Chief Communications Officer, Communications

Mike Ruberry, VP Event Solutions & Set-Up

Allison Richardson, Director of Internal Controls & Compliance

Shirley Coley, Legal Assistant

Kelly Corkery, Administrative Coordinator, Set-up Solutions

ABSENT:

Sara Berman Guests/Visitors:

Ronald Goldstock Robin Stout, President, NY Convention Center Development Corporation

Edward P. Kane David Thurm, Executive Vice President, Lehrer LLC Joseph Spinnato Stephen Konopko - Empire State Development



Approved-6/13/2018

Call to Order	The meeting of the Board of Directors for the New York Convention Center Operating Corporation was called to order at 3:00 p.m. A quorum was present. The meeting was presided over by Henry R. Silverman, Chairman.	
Agenda	Discussion	Recommendation Action/Follow-up
I. Approval of the Minutes	Before proceeding further, Mr. Silverman asked the Directors whether anyone had any potential conflict of interest with respect to any of the items on the Agenda and requested that they make an appropriate disclosure on the record and the individual with such conflict would recuse themselves from any discussion or vote with regard to such item or items. Approval of the Minutes of December 13, 2017 (Attachment 18-01) A motion was made and seconded to approve the minutes of the Board of Directors meeting held on December 13, 2017. The following resolution passed by unanimous vote: Resolution No. 1338 NOW THEREFORE BE IT RESOLVED that the minutes of the Board of Directors meeting held on December 13, 2017, are hereby approved.	
II. Corporate Matters	David Thurm Expansion Presentation – (Attachment 18-02) Mr. Thurm provided the Board with an update on the progress of the construction of the expansion project. 105 caissons have been installed, the foundational slabs and grade beams are in the process of being poured. In terms of the Design/Build process the drawings are scheduled to be at 90% completion by May. The steel for the project has been ordered and is in the process of being fabricated. The permitting process has been handled very effectively by DASNY (the Dormitory Authority of the State of New York). President's Report (Attachment 18-03) Mr. Steel presented his report to the Board. He advised the Board of plans to install a solar array at the Center in conjunction with New York Power Authority who is aggressively promoting solar power in New York City. The plan anticipates generating 3.3 megawatts of power from the array, with excess production being sold to ConEd.	



Corporate Matters (continued)

As contemplated, NYPA would fund the project, and after 7 years the Javits Center would share in the revenue from the sale of the power. The details of the project are still being worked out.

Another project being worked on relates to a proposed farm on the roof of the new facility. An RFP was issued for the development and maintenance of the farm. The winning bidder was Brooklyn Grange, which operates roof top farms and green roofs in the city. The farm would be incorporated into the rooftop event space and will include a fruit farm, greenhouses to grow seedlings and micro greens in the winter and have views of the Hudson River. The targeted opening of the farm is 2021. A discussion was had over the merits of the Center, as a governmental entity, operating a potentially competitive restaurant or whether it was more an event space with uses complimentary to the exhibit space.

Security remains a top priority for the Center and it is proceeding with plans for the hardening of the exterior of the facility with the addition of bollards. A plan has been scoped out at an estimated cost of \$6 million dollars. Conversations are being had with the Governor's office regarding potential sources of funding.

The Center is working in conjunction with the Marian B. and Jacob K. Javits Foundation through its Javits Juniors Program to award two \$5,000 college scholarships to local high school seniors based upon essays on the topic of how to improve the quality of life for New Yorkers. Two winners have been selected and will be honored at a ceremony to be held on April 30, 2018 at the Center.

Mr. Sims provided and update on the Kronos/Workforce Management project. Parallel testing is being conducted and the scheduling, timekeeping, passport and payroll functions are scheduled to go live in June of 2018.

On the cyber security front, the Center is utilizing standards developed by the National Institute of Standards and Technology to measure its processes. Working through those standards is a continual process which helps the Center identify areas for enhancement. Enhancements planned as a result of that process include upgrading to Windows 10, increased testing and training of cyber security for staff and engaging a 3rd party as a Cyber Security Officer.



III. Committee Reports

The Center has continued to roll out its Asset Management Program, with 7,730 fixed assets inventories into eMaint. This will assist in tracking assets, managing maintenance of the assets and the planning of life cycle replacement. In addition, 3,000 consumable items have been identified to be loaded into eMaint, which will assist in inventory management and ordering.

Ms. McManus updated the Board on the new online ordering system, Jake. The program launched on December 18th. The goal is to migrate customers from telephone and fax ordering to direct online ordering. Over 26% of orders are now being made online through Jake. With several months of experience with the program, an analysis is being done on ways to enhance the system for both customers and internal users and these enhancements will be addressed in Phase 2.

Approval of the Fiscal Year 2019 Budget – (Attachment 18-04)

Ms. McManus presented the Board with the Fiscal Year 2019 budget and operating plan for their review and approval. A high level overview of the budget projects \$205 million in operating revenue, and \$201 million operating expenses, netting an operating surplus in excess of \$3 million. When accounting for (1) interest income and (2) depreciation expense, which arises out of significant capital improvements made by the Corporation over the last several years, there is a projected net loss of approximately \$4 million.

In addition, Ms. McManus provided an overview of projected capital expenses over the next 5 years, including requested funding from the Development Corporation.

A motion was made and seconded. The following resolution passed by unanimous vote:

Resolution No. 1339

NOW THEREFORE BE IT RESOLVED that the New York Convention Center Operating Plan FY 2018-2019 is hereby approved.

Procurement Summaries for Approval (Attachments 18-05 through 18-18)

Ms. McManus presented the Board with a packet of individual procurements for approval. The Chairman advised the members that by voting to approve the listed procurements, the Board would be passing separate resolutions reflecting each procurement individually, and the minutes will reflect that each procurement was the subject of a separate resolution.



Approval of Contract – Scientific Fire Prevention (Attachment 18-05)

Ms. McManus presented a procurement summary seeking Board approval to award a contract to Scientific Fire Prevention for cleaning of the grease exhaust system at the Jacob K. Javits Convention Center (Javits Center). The term of the contract is for three years at an estimated cost of \$150,316 (Year 1 -\$49,068 and Years 2 & 3 - \$50,624).

A motion was made and seconded. The following resolution passed by unanimous vote:

Resolution No. 1340

NOW THEREFORE BE IT RESOLVED that the award of a contract to Scientific Fire Prevention for cleaning of the grease exhaust system at the Javits Center, for a contract period of three years at an estimated cost of \$150,316 is hereby approved.

Approval of Contract – Application Software Technology, LLC (1/8/18) (Attachment 18-06) Ms. McManus presented a procurement summary seeking Board approval to award a contract to Application Software Technology, LLC (AST) to provide Oracle Planning & Budgeting Cloud Services at the Jacob K. Javits Convention Center (Javits Center). The contract term is for five years at an estimated cost of \$257,870. The cost includes the following charges:

- Implementation & Travel \$127,000 (onetime fee)
- Oracle Planning & Budgeting Cloud Services \$16,476 per year
- Financial Statement Planning \$8,924 per year

Years 1, 2 and 3 the subscription cost remain the same with no more than a 5% increase in years 4 and 5.

A motion was made and seconded. The following resolution passed by unanimous vote:

Resolution No. 1341

NOW THEREFORE BE IT RESOLVED that the award of contract to Application Software Technology, LLC (AST) to provide Oracle Planning & Budgeting Cloud Services at the Javits Center for a contract period of five years at an estimated cost of \$257,870 is hereby approved.



Approval of Contract - United Rentals (Attachment 18-07)

Ms. McManus presented a procurement summary seeking Board approval to award a contract to United Rentals for the rental of cleaning equipment. The term of the contract is for three years at an estimated cost of \$300,000 (\$100,000 per year).

A motion was made and seconded. The following resolution passed by unanimous vote:

Resolution No. 1342

NOW THEREFORE BE IT RESOLVED that the award of a contract to United Rentals for the rental of cleaning equipment for a contract period of three years, at an estimated cost of \$300,000 is hereby approved.

Approval of Contract - Philip W. Burke (Attachment 18-08)

Ms. McManus presented a procurement summary seeking Board approval to award a single source contract to Philip W. Burke for consulting services in connection with ongoing information technology related projects. The term of the contract is for one year at a cost of \$200,000.

A motion was made and seconded. The following resolution passed by unanimous vote:

Resolution No. 1343

NOW THEREFORE BE IT RESOLVED that the award of a single source contract to Philip W. Burke for a contract period of one year at a cost of \$200,000 is hereby approved.

Approval of Contract – AT & T (Attachment 18-09)

Ms. McManus presented a procurement summary seeking Board approval to award a single source contract to AT & T to provide managed internet services (MIS) to the Jacob K. Javits Convention Center (Javits Center). The contract term is for two years at a cost of \$54,938 (\$27,469 per year).

A motion was made and seconded. The following resolution passed by unanimous vote:



Resolution No. 1344

NOW THEREFORE BE IT RESOLVED that the award of a single source contract for AT & T to provide managed internet services (MIS) to the Javits Center for a contract period of two years at a cost of \$54,938 is hereby approved.

<u>Approval of Contract – Offsite Vision Holdings (Attachment 18-10)</u>

Ms. McManus presented a procurement summary seeking Board approval to award Offsite Vision Holdings (OSVH) a single source contract to provide the Jacob K. Javits Convention Center (Javits Center) with an EmergenZ Vendor Authentication Pass (EVAP) Program. The term of the contract is for two years at a total cost of \$32,700. The total cost includes installation of the EmergenZ Vendor Authentication Pass System at the security desk and two handheld device scanners to capture driver's information.

A motion was made and seconded. The following resolution passed by unanimous vote:

Resolution No. 1345

NOW THEREFORE BE IT RESOLVED that the award of a single source contract to Offsite Vision Holdings (OSVH) to provide the Javits Center with an EmergenZ Vendor Authentication Pass (EVAP) Program for a two year contract period at a total cost of \$32,700 is hereby approved.

Approval of Contract –Applications Software Technology, LLC (2/22/18) (Attachment 18-11) Ms. McManus presented a procurement summary seeking Board approval to award a single source contract to Applications Software Technology (AST) to secure licensing and implement Salesforce and enhance Oracle CPQ Cloud, E-Business Suite (EBS) and Portal as part of Phase 2 project for Oracle CPQ project at the Jacob K. Javits Convention Center (Javits Center) at an estimated cost of \$997,210.

A motion was made and seconded. The following resolution passed by unanimous vote:



Resolution No. 1346

NOW THEREFORE BE IT RESOLVED that the award of a single source contract to Applications Software Technology (AST) to secure licensing and implement Salesforce and enhance Oracle CPQ Cloud, E-Business Suite (EBS) and Portal as part of Phase 2 project for Oracle CPQ project at the Javits Center at an estimated cost of \$997,210 is hereby approved.

Approval of Contract – USI Insurance Services (Attachment 18-12)

Ms. McManus presented a procurement summary seeking Board approval to award General Liability, Terrorism, S&O/EPLI, Crime/Computer Fraud, Active Shooter, Cyber Liability and Fine Arts insurance contracts through USI Insurance Services for the Jacob K. Javits Convention Center (Javits Center). The contracts are for one year at an aggregate cost of \$1,154,378 for the fiscal period April 1, 2018-March 31, 2019.

A motion was made and seconded. The following resolution passed by unanimous vote:

Resolution No. 1347

NOW THEREFORE BE IT RESOLVED that approval has been granted to award General Liability, Terrorism, S&O/EPLI, Crime/Computer Fraud, Active Shooter, Cyber Liability and Fine Arts insurance contracts through USI Insurance Services for the Javits Center for a period of one year at an aggregate cost of \$1,154,378 (for the fiscal period April 1, 2018-March 31, 2019) is hereby approved.

<u>Approval of Contract – Door Automation Corporation (Attachment 18-13)</u>

Ms. McManus presented a procurement summary seeking Board approval to award a contract to Door Automation Corporation (Door Automation) for preventive maintenance of Blasi doors for the Jacob K. Javits Convention Center (Javits Center). The Contract term is for three years at a total estimated cost of \$199,363 (Year 1- \$64,500, Year 2-\$66,435, and Year 3-\$68,428).

A motion was made and seconded. The following resolution passed by unanimous vote:



Resolution No. 1348

NOW THEREFORE BE IT RESOLVED that the award of a contract to Door Automation Corporation for preventive maintenance of Blasi doors for the Javits Center for a contract term of three years at a total estimated cost of \$199,363 is hereby approved.

Approval of Contract – Philip Kaplan Glass and Mirror, LLC (Attachment 18-14)

Ms. McManus presented a procurement summary seeking Board approval to award a contract for emergency glass replacement services to Philip Kaplan Glass and Mirror, LLC (Kaplan Glass) for the Jacob K. Javits Convention Center (Javits Center). The contract term is for three years at a total estimated cost of \$180,648 (Year 1-\$55,319, Year 2-\$60,244 and Year 3-\$65,085). There is an option to renew the contract for an additional year at the Javits Center's discretion.

A motion was made and seconded. The following resolution passed by unanimous vote:

Resolution No. 1349

NOW THEREFORE BE IT RESOLVED that the award of a contract for emergency glass replacement services to Philip Kaplan Glass and Mirror, LLC (Kaplan Glass) for the Javits Center for a contract term of three years with a one year renewal option at a total estimated cost of \$180,648, is hereby approved.

Approval of Contract – BGS Controls (Attachment 18-15)

Ms. McManus presented a procurement summary seeking Board approval to award a contract to BGS Controls (BGS) for the implementation of a water monitoring system to monitor irregular water usage, water leaks, and retrieve water readings in real time at the Jacob K. Javits Convention Center (Javits Center). The term of the contract is for equipment, implementation and three years of service for a total estimated cost of \$48,600 (equipment and implementation costs at \$45,650 & annual services of \$450-Year 1, \$1,250-Year 2 and \$1,250-Year 3)

A motion was made and seconded. The following resolution passed by unanimous vote:



Resolution No. 1350

NOW THEREFORE BE IT RESOLVED that the award of a contract to BGS Controls for the implementation of a water monitoring system to monitor irregular water usage, water leaks, and retrieve water readings in real time at the Javits Center for a contract period of three years at a total estimated cost of \$48,600 is hereby approved.

Approval of Contract – Deerpath Construction Corporation (Attachment 18-16) Ms. McManus presented a procurement summary seeking Board approval to award a contract to Deerpath Construction Corporation (Deerpath) for interior and exterior expansion joint replacements at the Jacob K. Javits Convention Center (Javits Center) at a cost of \$636,552 (Exterior - \$329,125 FY19 and Interior – Level 3-\$307,427 FY20).

A motion was made and seconded. The following resolution passed by unanimous vote:

Resolution No. 1351

NOW THEREFORE BE IT RESOLVED that the award of a contract to Deerpath Construction Corporation for interior and exterior expansion joint replacements at the Javits Center at a cost of \$636,552 is hereby approved.

Approval of Contract – Siemens Building Technologies, Inc. (Attachment 18-17) Ms. McManus presented a procurement summary seeking Board approval to award a single source contract to Siemens Building Technologies, Inc. (Siemens) to provide Desigo Insight Software and computer hardware for the Jacob K. Javits Convention Center (Javits Center) at a total cost of \$271,956.

A motion was made and seconded. The following resolution passed by unanimous vote:

Resolution No. 1352

NOW THEREFORE BE IT RESOLVED that the award of a single source contract to Siemens to provide Desigo Insight Software and computer hardware for the Javits Center at a total cost of \$271,956 is hereby approved.



III.
Committee
Reports
(continued)

Approval of Contract - United Steel Products, Inc. (Attachment 18-18)

Ms. McManus presented a procurement summary seeking Board approval to award a contract to United Steel Products, Inc. (United Steel) to furnish and install 15 Assa Abloy high speed doors at the Jacob K. Javits Convention Center (Javits Center) at a cost of \$650,000.

A motion was made and seconded. The following resolution passed by unanimous vote:

Resolution No. 1353

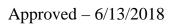
NOW THEREFORE BE IT RESOLVED that the award of a contract to United Steel Products, Inc. (United Steel) to furnish and install 15 Assa Abloy high speed doors at Javits Center at a cost of \$650,000 is hereby approved.

Review of Procurement Summaries – (Attachments 18-19 through 18-40)

Ms. McManus stated that previously approved service procurement contracts that extend for more than one year were being submitted for annual Board review as required by the Corporation's procurement guidelines. The procurement summaries were included with the packet sent to the Board in advance of the meeting. No Board Member had any comment or question with respect to these procurements.

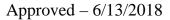
Procurement Contracts for Review – United Rentals Inc., Canon Solutions America, Daikin Applied Americas, Inc., United Steel Products, NYC Audubon Society, UHY, LLP, Wells Fargo Insurance Services, BrightView Landscaping, LLC, Platinum Maintenance Services Corp., Reitdesign, Inc., SSP Group Inc., Platinum Maintenance Services Corp., Drexel University, PCM Sales, Inc., IESI Corporation, Rentokil, Steamaster Carpet Cleaning, Inc., Applications Software Technology, LLC, Kronos Inc., United Rentals, Wells Fargo Insurance Service, USA, Inc., Wells Fargo Insurance Services (Attachments 18-19 through 18-40)

Vendor	# of Year	Amount/Year
United Rentals, Inc.	2	\$83,360
Canon Solutions America	2	\$74,293





III.	Daikin Applied Americas,	2	\$85,000	
Committee	Inc.	_	400,000	
Reports (continued)	United Steel Products, Inc.	2	\$49,318	
	New York City Audubon Society	3	\$74,243	
	UHY, LLP	4	\$120,000	
	Insurance contracts procured	2	\$2,313 (Felonious Assault)	
	through USI Insurance Service (f/k/a Wells Fargo Insurance Services) (3/7/2017)	3	\$1,296,905 (Property & Casualty)	
	Brightview Landscaping, LLC	2	\$136,121	
	Platinum Maintenance Services Corporation	2	\$183,333	
	Reitdesign, Incorporated	2	\$570,765	
	SSP Group Inc. dba Big Apple Window Cleaning	2	\$530,937	
	Platinum Maintenance Services Corporation	2	\$175,586	
	Drexel University	2	\$139,640	
	PCM Sales, Incorporated	2	\$43,676	
	IESI Corporation	3	\$1,592,568	





III.	Rentokil	3	\$56,160
Committee			
Reports	Steamaster Carpet Cleaning,	2	\$103,140
(continued)	Inc.		
	Applications Software	2	\$170,000
	Technology, LLC		
	Kronos Incorporated	3	\$1,056,377
	United Rentals	3	\$140,000
	USI Insurance Service (f/k/a	Year 2 of 2 Year	\$52,800
	Wells Fargo Insurance	Extension	
	Services, USA, Inc.)		
	(8/1/2016)		

Year 2 of 2 Year

renewal option

February 2018 YTD financials for Review – (Attachment 18-41)

Financial Report

(11/12/2013)

USI Insurance Service (f/k/a

Wells Fargo Insurance

Services, USA, Inc.)

Ms. McManus presented the Board with the Financial Report for the period ending February, 2018. Year to date, there is a total gross revenue of \$184,000,000, against a plan of \$181,000,000. Total operating expenses YTD are \$175,000,000 against a plan of \$175,000,000. Operating surplus was \$8,600,000 against a plan of \$6,600,000. Net surplus after depreciation was \$8,300,000 against a plan of \$5,700,000.

NYCCOC BOD Minutes April 5, 2018

\$125,000



<u>A. Audit & Finance Committees – Gary Lavine and Ronald Goldstock, Committee</u> Chairmen

The Audit Committee met on January 11, 2018, February 23, 2018, March 23, 2018 and April 5, 2018. The Committee met with Phil Burke in Executive Session to discuss the status of key IT projects and his role in supporting those projects. The Committee has also instituted a new protocol of meeting with the General Counsel on a quarterly basis. The Committee met with the external auditor, UHY, to go over the audit plan for the fiscal year ending March 31, 2018. In addition, consistent with requirements of receiving grants from FEMA in connection with post Sandy related projected, a separate audit of related expenditures will be performed by UHY. The Committee has also asked UHY to review a sampling of capital expenditures made by the Center in the past year.

B. Human Resources – Edward Kane, Committee Chairman

No report.

C. Facilities/Operations – Mark Schienberg, Committee Chairman

No report

D. Sales & Marketing – Lee Compton, Committee Chairman – (Attachment 18-42)

Ms. Guerin presented a report of the Sales and Marketing Committee. There were 88 days of activity in the first quarter of 2018 with a total of 40 events. For the second quarter of 2018, it is expected there will be 91 days of activity, with a total of 36 events, 3 of which are new.

E. Governance - Ronald Goldstock, Committee Chairman

No report



Approved-6/13/2018

IV. Other Business		
V. Adjournment	By Motion and agreement, the meeting was adjourned at 3:59 PM with the next meeting to be held on June 20, 2018.	