

Approved 11/17/21



**BOARD OF DIRECTORS MEETING  
NEW YORK CONVENTION CENTER OPERATING CORP.**  
655 West 34<sup>th</sup> Street  
New York, NY 10001-1188

**MINUTES**

**MEMBERS PRESENT:**

Henry Silverman–Chairman  
Robert Azeke - Webex  
Fred W. Dixon  
Christine Ferer  
Gary Lavine - Webex  
Andrew Murstein - Webex  
Brian O’Dwyer - Webex  
Lee H. Perlman  
Mark Schienberg  
Joseph Spinnato  
Joseph F. Chan - Webex

**OTHERS PRESENT:**

**STAFF:**

Alan Steel, President & CEO  
Bradley A. Siciliano, Chief Operating Officer  
Doreen Guerin, Senior SVP, Sales & Marketing  
Melanie McManus, SVP & CFO  
Christine McMahon, SVP, HR & Labor Solutions  
Sonia Low, VP, General Counsel and Corporate Secretary  
Mark Sims, SVP, CIO  
Timothy Gaburungyi, VP, IT Solutions  
Kenneth Sanchez, SVP, Facilities Management  
Ken Dixon, VP, Security & Safety Solutions  
Tony Sclafani, Senior SVP, CCO  
Mike Ruberry, VP Event Solutions & Set-Up  
Mariam Karim, VP Guest Experiences  
Shirley Coley, Legal Assistant

**DATE:**

**September 29, 2021**

**Time:**

**1:00 p.m.**

**Location:**

**Large Conference Room**

**ABSENT:**

Ronald Goldstock  
Hugh L. Carey II  
George Tsunis  
Steven C. Koppel  
Quenia Abreu

**Guests/Visitors:**

None

|  |  |   |
|--|--|---|
| <p><b>Call to Order</b></p>                  | <p>The meeting of the Board of Directors for the New York Convention Center Operating Corporation was called to order at 1:00 p.m. A quorum was present. The meeting was presided over by Henry R. Silverman, Chairman. Pursuant to Chapter 417 of the Laws of 2021 revising the Open Meetings Law, members were permitted to attend via video and telephone conferencing call.</p>  |   |
| <p><b>Agenda</b></p>                         | <p><b>Discussion</b></p>   | <p><b>Recommendation Action/Follow-up</b></p> |
| <p><b>I.<br/>Approval of the Minutes</b></p> | <p><b><u>Approval of the Minutes of June 23, 2021 (Attachment 21-47)</u></b><br/> A motion was made and seconded to approve the minutes of the Board of Directors meeting held on June 23, 2021. The following resolution passed by unanimous vote:<br/><br/> <b><u>Resolution No. 1490</u></b><br/><br/> <b>NOW THEREFORE BE IT RESOLVED</b> that the minutes of the Board of Directors meeting held on June 23, 2021, are hereby approved.</p>   |   |
| <p><b>II.<br/>Corporate Matters</b></p>      | <p>Before proceeding further, Mr. Silverman asked the Members 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. No Member having indicated such a potential conflict, the meeting proceeded.<br/><br/> <b><u>President’s Report (Attachment 21-48)</u></b><br/> Mr. Steel provided an update on the Javits Center operations. Mr. Steel reported that the base project of the expansion project (North Javits) is complete and turned over to CCOC, and there are punch list items in progress to be completed. The first event held in North Javits was the SALT conference on September 13<sup>th</sup>. Mr. Steel noted that COVID-19 safety restrictions are in place, and the Javits Center is in compliance with all current NYC COVID-19 vaccine mandates. Mr. Steel also reported that negotiations had been successful with the NYC Department of Buildings and they will continue permitting events at the Javits Center.</p> |   |

|   |  |  |
|---|--|--|
| <p><b>Corporate Matters<br/>(continued)</b></p> | <p>Mr. Steel also noted that the Javits Center achieved the GOLD standard by fulfilling the requirements of the Leed Green Building Rating System. Mr. Steel then discussed the rooftop of the Javits Center which has a one acre working farm completed on September 14<sup>th</sup>. The rooftop farm is expected to generate up to 40,000 pounds of produce each year. There are currently thirty-seven crops planted, including parsley, winter squash, cauliflower, beets and broccoli. Mr. Steel then noted that the rooftop farm and the Javits Center were in the news, and that there is an orchard with more than 30 apple trees (producing puckery apples) and some pear trees.</p> <p>Mr. Steel next presented an update on sustainability. The Javits Center hosted a rooftop event for Governor Hochul and EPA Administrator Regan during Climate Week. Governor Hochul made several announcements while in the rooftop area and had such a good impression of it that she committed to holding another meeting at the Javits Center next time as there is no place in New York State that has a similar green rooftop environment.</p> <p>Mr. Steel then reported that the Joint Meetings Industry Council (JMIC) is hosting a new initiative called Net Zero Carbon Events which would connect the events industry globally to the rapidly growing movements towards net zero carbon by 2050. The Javits Center team is active in developing this program. Mr. Steel also stated that, at the 26<sup>th</sup> UN Climate Change Conference of the Parties (COP26) in Glasgow, JMIC will present how the events industry can achieve a 50% reduction in carbon emissions by 2030 in order to deliver on the Paris Climate Accord. The Javits Center is currently discussing with City and State agencies the opportunity to host COP31 in New York City.</p> <p>Mr. Steel also introduced “Fresh and Fast,” which is the first touchless, cashless café in any convention center in the United States. The state-of-the-art retail location offers checkout-free access to prepackaged items as well as a variety of snacks. Fresh and Fast will be tested at Comic Con.</p> <p>Regarding the fire alarm system, in the expansion building, it has been tested and approved. In the existing building, the construction is complete and it is pending FDNY testing in October. Construction is underway for the merged condition between the two buildings and FDNY approval is expected by the new year. Permitting issues remain during the interim period.</p> |  |
|---|--|--|

|  |   |  |
|--|---|--|
| <p><b>III.<br/>Committee<br/>Reports</b></p> | <p>Mr. Steel gave an update on the mechanical equipment room (“MER”) upgrade. For MER 1, the HVAC equipment was installed by RAMS Mechanical, and Siemens completed the installation of the BMS monitoring and control system of the HVAC equipment. For MER 2, the HVAC equipment is installed, and Siemens completed the installation of the BMS monitoring and control system for the HVAC equipment. The system is running now. CCDC has provided funding for the equipment for MER 1, 2 and 3. Labor for MER 1 and 2 were funded by CCDC, labor for MER 3 is not yet funded.</p> <p><b><u>Audit &amp; Finance Committees – Ronald Goldstock and Gary Lavine, Committee Chairmen</u></b><br/>It was reported that the Audit and Finance Committees met prior to the Board meeting. Ms. McManus introduced procurement summaries for the Members’ consideration and approval.</p> <p><b><u>Financial Report:</u></b></p> <p><b><u>Procurement Summaries for Approval (Attachments 21-49 through 21-53)</u></b><br/>Ms. McManus presented the Board Members with procurements for approval. The Chairman advised the Members that by voting to approve the listed procurements, the Board Members would be passing separate resolutions reflecting each procurement individually; and the minutes will reflect that each procurement was the subject of a separate resolution.</p> <p><b><u>Approval of Contract – Schindler Elevator Corporation - Attachment 21-49</u></b><br/>Ms. McManus presented a procurement summary seeking Board approval to award a single source contract to Schindler Elevator Corporation (Schindler) to provide elevator and escalator maintenance and services at the Jacob K. Javits Convention Center (Javits Center) expansion building. The contract is for a period of 2 years at a cost of \$838,080 per year and an estimated overtime cost of \$50,000 per year for an estimated total cost of \$1,776,160. The contract period is from August 15, 2021-August 14, 2023.</p> <p>A motion was made and seconded. The following resolution passed by unanimous vote:</p> <p><b><u>Resolution No. 1491</u></b><br/><b>NOW THEREFORE BE IT RESOLVED</b> that the award of a single source contract to Schindler to provide elevator and escalator maintenance and services at Javits Center expansion</p> |  |
|--|---|--|

|   |   |  |
|---|---|--|
| <p><b>Committee Reports (continued)</b></p> | <p>building for a contract period of 2 years at a cost of \$838,080 per year and an estimated overtime cost of \$50,000 per year at an estimated total cost of \$1,776,160 is hereby approved.</p> <p><b><u>Approval of Contract – R.A.M.S. Mechanical, Inc. - Attachment 21-50</u></b><br/>         Ms. McManus presented a procurement summary seeking Board approval to award a single source contract to R.A.M.S. Mechanical, Inc. (R.A.M.S.) to provide duct cleaning and valve replacement services at the Jacob K. Javits Convention Center (Javits Center) at a cost of \$439,380. The contract period is from September 1, 2021-December 1, 2021.</p> <p>A motion was made and seconded. The following resolution passed by unanimous vote:</p> <p><b><u>Resolution No. 1492</u></b><br/> <b>NOW THEREFORE BE IT RESOLVED</b> that the award of a single source contract to R.A.M.S. to provide duct cleaning and valve replacement services at Javits Center at a cost of \$439,380 for a contract period from September 1, 2021-December 1, 2021 is hereby approved.</p> <p><b><u>Approval of Contract – Edson Advisors, LLC - Attachment 21-51</u></b><br/>         Ms. McManus presented a procurement summary seeking Board approval to award a single source contract to Edson Advisors LLC (EA) to provide project management services to support the Jacob K. Javits Convention Center (Javits Center) in successful completion of multiple capital projects at a total cost of \$186,000.</p> <p>A motion was made and seconded. The following resolution passed by unanimous vote:</p> <p><b><u>Resolution No. 1493</u></b><br/> <b>NOW THEREFORE BE IT RESOLVED</b> that the award of a single source contract to EA to provide project management services to support the Javits Center in the successful completion of multiple capital projects at the total cost of \$186,000 is hereby approved.</p> <p><b><u>Approval of Contract – Arch Indemnity Insurance Company - Attachment 21-52</u></b></p> |  |
|---|---|--|

|   |   |  |
|---|---|--|
| <p><b>Committee Reports (continued)</b></p> | <p>Ms. McManus presented a procurement summary seeking Board approval to award a worker’s compensation insurance contract to Arch Indemnity Insurance Company (Arch) at the Jacob K. Javits Convention Center (Javits Center) beginning October 1, 2021 through September 30, 2022. The contract is for a period of one year with at the estimated cost of \$848,609.</p> <p>A motion was made and seconded. The following resolution passed by unanimous vote:</p> <p><b><u>Resolution No. 1494</u></b><br/> <b>NOW THEREFORE BE IT RESOLVED</b> that the award of a worker’s compensation insurance contract to Arch at Javits Center for a contract period of 1 year at the estimated cost of \$848,609 is hereby approved.</p> <p><b><u>Approval of Contract – Crothall Healthcare Inc. - Attachment 21-53</u></b><br/> Ms. McManus presented a procurement summary seeking Board approval to award Crothall Healthcare Inc. (Crothall) a contract to provide cleaning services to the marshalling facility areas at the Jacob K. Javits Convention Center (Javits Center). The contract is for 3 years at a cost \$3,642,164 (\$1,147,388 year 1, \$1,247,388 year 2 and \$1,247,388 year 3) with an option to renew for two additional years at the discretion of the Javits Center. The contract term is from October 1, 2021–September 30, 2024.</p> <p>A motion was made and seconded. The following resolution passed by unanimous vote:</p> <p><b><u>Resolution No. 1495</u></b><br/> <b>NOW THEREFORE BE IT RESOLVED</b> that the award of a contract to Crothall to provide cleaning services to the marshalling facility areas at the Javits Center for a contract period of 3 years at a cost \$3,642,164 with a 2-year renewal option is hereby approved.</p> <p><b><u>Review of Contracts – (Attachments 21-54 through 21-59)</u></b><br/> 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</p> |  |
|---|---|--|

| <p><b>Committee Reports (continued)</b></p> | <p>packet sent to the Board in advance of the meeting. No Board Member had any comment or question with respect to these procurements.</p> <p><b><u>Procurement Contracts for Review</u></b> – <u>The Bonadio Group, New York Power Authority, Application Software Technology Corporation, Card Connect Inc., United Rentals (North America), Inc., A&amp;L Cesspool &amp; Recycling (Attachments 21-54 through 21-59)</u></p> <table border="1" data-bbox="420 511 1564 820"> <thead> <tr> <th>Vendor</th> <th># of Year</th> <th>Amount/Year</th> </tr> </thead> <tbody> <tr> <td>The Bonadio Group</td> <td>3/3</td> <td>\$122,300</td> </tr> <tr> <td>New York Power Authority</td> <td>5/5</td> <td>\$6,000,000</td> </tr> <tr> <td>Application Software Technology Corporation</td> <td>2/3</td> <td>\$303,240</td> </tr> <tr> <td>Card Connect, Inc.</td> <td>2/3</td> <td>\$36,292</td> </tr> <tr> <td>United Rentals (North America), Inc.</td> <td>3/3</td> <td>\$185,000</td> </tr> <tr> <td>A &amp; L Cesspool &amp; Recycling</td> <td>4/4</td> <td>\$34,560</td> </tr> </tbody> </table> <p><b><u>Financial Update:</u></b><br/>                 Ms. McManus presented the Members with a statement of revenues and expenses as of August 2021 YTD. Total operating revenue YTD is \$27.2 million and total operating expenses budget YTD amounts to \$26.8 million. Operating surplus before depreciation was \$403,000. Net surplus (loss) was \$2,068,000. Ms. McManus reported that the Javits Center’s budget outlook was significantly better than planned because management has performed an outstanding job in controlling expenditures and keeping costs down. Management has minimized its net loss compared to the forecasted budget outlook. Ms. McManus also presented a chart on the cash forecast. The cash forecast anticipates positive cash through December 2021 and sufficient cash through our fiscal year 4/1/2022.</p> <p>Ms. McManus noted the management team continues to work closely with the Department of Budget and they have approved reimbursement for the rental of the space for the Medical Station. Mr. Lavine noted the remarkable achievement recorded by management in ramping up the Medical Station and Vaccination Site within very sound financial parameters. This was not the same result achieved by other convention centers or at other venues.</p> | Vendor      | # of Year | Amount/Year | The Bonadio Group | 3/3 | \$122,300 | New York Power Authority | 5/5 | \$6,000,000 | Application Software Technology Corporation | 2/3 | \$303,240 | Card Connect, Inc. | 2/3 | \$36,292 | United Rentals (North America), Inc. | 3/3 | \$185,000 | A & L Cesspool & Recycling | 4/4 | \$34,560 |  |
|---|--|-------------|-----------|-------------|-------------------|-----|-----------|--------------------------|-----|-------------|---|-----|-----------|--------------------|-----|----------|--------------------------------------|-----|-----------|----------------------------|-----|----------|--|
| Vendor                                      | # of Year  | Amount/Year |           |             |                   |     |           |                          |     |             |   |     |           |                    |     |          |                                      |     |           |                            |     |          |  |
| The Bonadio Group                           | 3/3  | \$122,300   |           |             |                   |     |           |                          |     |             |   |     |           |                    |     |          |                                      |     |           |                            |     |          |  |
| New York Power Authority                    | 5/5  | \$6,000,000 |           |             |                   |     |           |                          |     |             |   |     |           |                    |     |          |                                      |     |           |                            |     |          |  |
| Application Software Technology Corporation | 2/3  | \$303,240   |           |             |                   |     |           |                          |     |             |   |     |           |                    |     |          |                                      |     |           |                            |     |          |  |
| Card Connect, Inc.                          | 2/3  | \$36,292    |           |             |                   |     |           |                          |     |             |   |     |           |                    |     |          |                                      |     |           |                            |     |          |  |
| United Rentals (North America), Inc.        | 3/3  | \$185,000   |           |             |                   |     |           |                          |     |             |   |     |           |                    |     |          |                                      |     |           |                            |     |          |  |
| A & L Cesspool & Recycling                  | 4/4  | \$34,560    |           |             |                   |     |           |                          |     |             |   |     |           |                    |     |          |                                      |     |           |                            |     |          |  |

|   |   |  |
|---|---|--|
| <p><b>Committee Reports (continued)</b></p> | <p><b><u>B. Human Resources Committee – Hugh L. Carey II, Committee Chairman</u></b></p> <p>Mr. Siciliano updated the Board on the status of employees that were furloughed in April 2020. Most furloughed employees began returning to the Javits Center in July. Approximately a half a dozen furloughed staff had found other employment or retired, while approximately a dozen employees had their positions eliminated. Most of the position eliminations were the result of outsourcing certain operational functions such as safety and cleaning management, and did not relate to the financial impact of the pandemic or cost reductions.</p> <p><b><u>C. Facilities/Operations Committee - Mark Schienberg, Committee Chairman</u></b></p> <p>Mr. Schienberg reported that he had taken a tour of the facility with Mr. Steel yesterday. He remarked how amazing the expanded facility was, and how exciting it is for potential clients and events.</p> <p><b><u>D. Sales &amp; Marketing Committee, Doreen Guerin, Committee Chairman – (Attachment 21-60)</u></b></p> <p>Ms. Guerin presented on behalf of the Sales and Marketing Committee. She discussed the first in-person events hosted by NY NOW and JA in August. These live events were well attended. Then the Javits Center hosted the Armory Art show for the first time and may become the permanent home for the show. The show received positive reviews in the Wall Street Journal. The SALT conference was our first event held in North Javits and the expansion area. The show also received great reviews in the press and may be scheduled to be held annually in New York at the Javits Center. The Nest Summit organizers were also very happy with holding their event in the expansion space. There were great speakers who spoke at the conference. Other events that were held at the Javits Center include Coterie which filled most of Level 1 of the building, and International Franchise Expo.</p> <p>Ms. Guerin also reported on the 2021 calendar of cancelled events. While there were more than 19 events that cancelled, the Javits Center gained several new events, and the future event outlook appears to be bright. Inquiries for new events remain steady and the Javits Center is seeing RFPs for events with longer lead times returning, particularly the association market.</p> |  |
|---|---|--|



|   |  |  |
|---|--|--|
| <p><b>Committee Reports (continued)</b></p> | <p>Ms. Guerin stated that 2022 licenses continue to be issued and signed. In addition, phase one of the Javits Center’s digital marketing campaign has launched in Google and LinkedIn. Phase two is underway with videos, photography and a virtual tour being filmed this week. Phase three will complete the project with updated marketing collateral which represents the larger Javits campus. The sales team is currently working on customer engagement and promoting the expansion through tours and events. The team completed the first of three client events debuting North Javits as well as an open house for the hotel industry. With the rooftop and new meeting rooms and halls the Javits Center is attracting business that not all convention centers can usually host or hold.</p> <p><b><u>E. Governance Committee – Ronald Goldstock, Committee Chairman</u></b></p> <p>No report.</p> |  |
| <p><b>IV. Other Business</b></p>            | <p>None</p>  |  |
| <p><b>V. Adjournment</b></p>                | <p>By motion and agreement, the meeting was adjourned at 1:49 PM with the next meeting to be held on November 17, 2021.</p>  |  |