

# THE TRUST FOR GOVERNORS ISLAND

MINUTES OF THE MEETING  
OF THE BOARD OF DIRECTORS  
OF  
GOVERNORS ISLAND CORPORATION d/b/a  
THE TRUST FOR GOVERNORS ISLAND

September 16, 2026

A meeting of the Board of Directors of Governors Island Corporation d/b/a The Trust for Governors Island (the “Trust”) was held on Wednesday, September 16, 2026, at 4 Irving Place, New York, NY 10003.

The following members of the Board of Directors were present:

Tokumbo Shobowale, *Substitute Chairperson*

Alice Blank

Christian Braneon

Wendy Brawer

Richard Corman

Carolee Fink

EB Kelly

Ben Lawskey

Susan Mercandetti

Daniel Neidich

Marc Norman

Michael Oppenheimer

Also present were staff from the Trust.

Chairperson Shobowale started the meeting at approximately 9:36am. Dan Hantman, the Trust’s General Counsel and secretary for the meeting, confirmed that a quorum was present.

1. President’s Report (Non-Voting Item).

Ms. Newman presented a report focused on fall events and programming, Climate Week on Governors Island, and upcoming construction projects, including the replacement of Yankee and Lima Piers.

2. Committee Reports (Non-Voting Items).

Director Fink presented a report of the Real Estate Committee. Director Lawskey presented reports of the Governance Committee and of the Audit Committee.

3. Approval of the Minutes of the Board of Directors Meeting held June 10, 2026.

Chairperson Shobowale presented the item. Upon motion duly made and seconded, the minutes of the Board of Directors Meeting held on June 10, 2026 were unanimously approved.

4. Ratification of certain corporate policies required by the Public Authorities Accountability Act of 2005, as amended by the Public Authorities Act of 2009.

Mr. Hantman presented the item. Upon motion duly made and seconded, the resolutions attached hereto as **Schedule 1** were unanimously adopted.

5. Election of Officers.

Mr. Hantman presented the item. Upon motion duly made and seconded, the resolutions attached hereto as **Schedule 2** were unanimously adopted.

6. Authorization to enter into a contract with Bond, Schoeneck & King LLP for the provision of labor and employment legal counsel services.

Mr. Hantman presented the item. Upon motion duly made and seconded, the resolutions attached hereto as **Schedule 3** were unanimously adopted.

7. Authorization to enter into a contract with Skanska USA Building Inc. for construction-management services, and to amend the design contract with Indigo River Architecture & Engineering, DPC, all for the replacement of Yankee and Lima Piers.

Mr. Brady presented the item. In response to questions from Directors Shobowale, Neidich, and Corman, Mr. Brady discussed next phases of the project, construction management strategy, and Construction Administration scope for the contract with Indigo River Architecture & Engineering, DPC. In response to questions from Directors Mercandetti, Lawksy, and Blank, Mr. Brady and Ms. Newman discussed improvements to physical features, infrastructure, and resiliency at both piers, and updates to Yankee Pier to accommodate a larger variety of vessels. In response to questions from Directors Neidich and Brawer, Mr. Brady and Ms. Newman discussed Yankee Pier operational logistics, and eco-friendly design practices utilized by the Trust.

Upon motion duly made and seconded, the resolutions attached hereto as **Schedule 4** were unanimously adopted.

8. Authorization to enter into a contract with Method Design Architecture + Urbanism, PLLC for design services for improvements at the Nolan Park Arts Campus.

Mr. Brady presented the item. In response to questions from Directors Brawer, Norman, and Blank, Mr. Brady discussed building systems in Nolan Park, landscaping opportunities for the design, and the Nolan Park master plan.

Upon motion duly made and seconded, the resolutions attached hereto as **Schedule 5** were unanimously adopted.

9. Authorization to enter into a contract with Crown Field Services LLC for construction services for the stabilization of Building 324.

Mr. Brady presented the item. In response to questions from Directors Shobowale, Oppenheimer, and Fink, Mr. Brady and Ms. Newman discussed funding allocated for the stabilization services, the scope of necessary structural improvements to Building 324, and alignment of the stabilization work with potential future development opportunities for the site.

Upon motion duly made and seconded, the resolutions attached hereto as **Schedule 6** were unanimously adopted.

10. Authorization to enter into a contract with Broadband Wireless Networks, LLC d/b/a Site Solutions for wireless network managed services and related consulting.

Mr. Caputo presented the item. In response to questions from Directors Shobowale, Corman, and Braneon, Mr. Caputo discussed revenue offsets, and accumulated Trust experience with managing the wireless network on Governors Island. In response to questions from Directors Blank, Shobowale, and Brawer, Mr. Caputo discussed the reliability of Internet access and Wi-Fi across Governors Island.

Upon motion duly made and seconded, the resolutions attached hereto as **Schedule 7** were unanimously adopted.

11. Additional Discussion and Public Comment.

Chairperson Shobowale then asked if there were any comments from the public. None was heard.

12. Executive Session.

Chairperson Shobowale asked for a motion to go into Executive Session pursuant to Public Officers Law, Article 7, Section 105(1)(h), which allows for Executive Session to discuss a proposed lease of real property when publicity would substantially affect its value.

The motion was duly made, seconded, and unanimously approved. No actions were taken during the Executive Session.

13. Adjournment.

Chairperson Shobowale requested a motion to adjourn the meeting. The motion was seconded and unanimously approved, and the meeting was adjourned at approximately 11:06 am.

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## **SCHEDULE 1**

September 16, 2026

### **RATIFICATION OF CERTAIN CORPORATE POLICIES REQUIRED BY THE PUBLIC AUTHORITIES ACCOUNTABILITY ACT OF 2005, AS AMENDED BY THE PUBLIC AUTHORITIES REFORM ACT OF 2009**

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BE IT RESOLVED that Governors Island Corporation d/b/a The Trust for Governors Island (the “Trust”) ratifies the previously adopted policies set forth below:

1. Policy on Protection for Whistleblowers, originally adopted on October 13, 2010 and revised October 4, 2019;
2. Policy on Indemnification and Defense of Members, Directors and Officers, originally adopted on October 13, 2010;
3. Policy on Extension of Credit to Officers, Directors and Employees, originally adopted on October 13, 2010;
4. Policy on Real Property Acquisitions and Dispositions, originally adopted on October 13, 2010 and revised April 7, 2014;
5. Policy on Personal Property Dispositions, originally adopted on October 13, 2010;
6. Policy on Salary, Compensation, Travel, Reimbursement, Time, and Attendance, originally adopted on October 13, 2010 and revised October 11, 2017;
7. Investment Guidelines, originally adopted on July 13, 2010 and revised October 11, 2017;
8. Code of Ethics for Members, Directors and Officers, originally adopted on October 13, 2010;
9. Mission Statement, originally adopted on October 13, 2010 and revised September 30, 2020;
10. Procurement Policy, originally adopted on October 13, 2010, and revised April 13, 2011, December 18, 2012, April 7, 2014, October 11, 2017, October 4, 2019, and December 14, 2022, and June 11, 2025;
11. Videoconferencing Policy, originally adopted on September 21, 2022; and be it further

RESOLVED that the President of the Trust and her designees be, and each hereby is, authorized and empowered to take all actions as she or they may deem necessary or appropriate to effectuate these resolutions.

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## **SCHEDULE 2**

September 16, 2026

### **ELECTION OF OFFICERS**

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BE IT RESOLVED, that in accordance with the provisions of the By-Laws of Governors Island Corporation d/b/a The Trust for Governors Island (the “Trust”), the following persons are hereby elected or re-elected to the offices of the Trust set forth opposite their respective names, each such person to serve in the capacity indicated until the election or appointment and qualification of his or her successor or until his or her prior death, resignation or removal:

| <u>Name</u>     | <u>Office</u>                        |
|-----------------|--------------------------------------|
| Clare Newman    | President                            |
| Willa Padgett   | Treasurer                            |
| Daniel Hantman  | Secretary                            |
| Alexander Brady | Vice President & Contracting Officer |
| Steven Caputo   | Vice President                       |

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### **SCHEDULE 3**

September 16, 2026

#### **AUTHORIZATION TO ENTER INTO A CONTRACT WITH BOND, SCHOENECK, & KING LLP FOR THE PROVISION OF LABOR AND EMPLOYMENT LEGAL COUNSEL SERVICES**

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BE IT RESOLVED that Governors Island Corporation d/b/a The Trust for Governors Island is hereby authorized to enter into a contract with Bond, Schoeneck & King LLP, for outside-counsel services for up to five years in accordance with the material terms presented to the Directors; and be it further

RESOLVED, that the President of the Trust and her designees be, and each of them hereby is, authorized and empowered to execute all documents and to take all actions as she or they may deem necessary or appropriate to effectuate these resolutions.

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#### **SCHEDULE 4**

September 16, 2026

#### **AUTHORIZATION TO ENTER INTO A CONTRACT WITH SKANSKA USA BUILDING INC. FOR CONSTRUCTION MANAGEMENT SERVICES, AND TO AMEND THE DESIGN CONTRACT WITH INDIGO RIVER ARCHITECTURE & ENGINEERING, DPC, ALL FOR THE REPLACEMENT OF YANKEE AND LIMA PIERS**

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BE IT RESOLVED, that Governors Island Corporation d/b/a The Trust for Governors Island (the “Trust”) is hereby authorized to enter into a contract with Skanska USA Building Inc. for construction-management services in connection with the replacement of Yankee and Lima Piers with a cumulative maximum contract price of \$12,800,000 and change-order authority of up to 15% of the maximum contract price; and be it

RESOLVED that the Trust is hereby authorized to amend the contracts with Indigo River Architecture Engineering, D.P.C. in connection with the replacement of Yankee and Lima Piers (together, the “Design Contract”) in accordance with the material contract terms presented to the Directors; and that the maximum contract price of the Design Contract be increased to \$3,150,000, plus change-order authority of up to 15% of the maximum contract price; and be it further

RESOLVED, that the President of the Trust and her designees be, and each of them hereby is, authorized and empowered to execute all documents and to take all actions as she or they may deem necessary or appropriate to effectuate these resolutions.

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## **SCHEDULE 5**

September 16, 2026

### **AUTHORIZATION TO ENTER INTO A CONTRACT WITH METHOD DESIGN + ARCHITECTURE URBANISM, PLLC FOR DESIGN SERVICES FOR IMPROVEMENTS AT THE NOLAN PARK ARTS CAMPUS**

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BE IT RESOLVED, that Governors Island Corporation d/b/a The Trust for Governors Island (the “Trust”) is hereby authorized to enter into a contract with Method Design Architecture + Urbanism, PLLC for the provision of design and other consulting services with a maximum contract price of \$1,800,000 and change-order authority of up to 15% of the maximum contract price; and be it further

RESOLVED, that the President of the Trust and her designees be, and each of them hereby is, authorized and empowered to execute all documents and to take all actions as she or they may deem necessary or appropriate to effectuate these resolutions.

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**SCHEDULE 6**

September 16, 2026

**AUTHORIZATION TO ENTER INTO A CONTRACT WITH CROWN FIELD SERVICES LLC FOR CONSTRUCTION SERVICES FOR THE STABILIZATION OF BUILDING 324**

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BE IT RESOLVED, that Governors Island Corporation d/b/a The Trust for Governors Island (the “Trust”) is hereby authorized to enter into a contract with Crown Field Services LLC for the provision of general construction services with a maximum contract price of \$6,000,000 and change-order authority of up to 15% of the maximum contract price; and be it further

RESOLVED, that the President of the Trust and her designees be, and each of them hereby is, authorized and empowered to execute all documents and to take all actions as she or they may deem necessary or appropriate to effectuate these resolutions.

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## **SCHEDULE 7**

September 16, 2026

### **AUTHORIZATION TO ENTER INTO A CONTRACT WITH BROADBAND WIRELESS NETWORKS, LLC D/B/A SITE SOLUTIONS INTEGRATION FOR WIRELESS NETWORK MANAGED SERVICES AND RELATED CONSULTING**

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BE IT RESOLVED, that Governors Island Corporation d/b/a The Trust for Governors Island (the “Trust”) is hereby authorized to enter into a contract with Broadband Wireless Networks, LLC d/b/a Site Solutions Integration for wireless network managed services, including provision of wireless internet, consulting, and special projects with a maximum contract price of \$200,000 per year, subject to 3% annual escalations, plus change-order authority of up to 15% of the maximum contract price; and be it further

RESOLVED, that the President of the Trust and her designees be, and each of them hereby is, authorized and empowered to execute all documents and to take all actions as she or they may deem necessary or appropriate to effectuate these resolutions.

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