

BRONX COUNTY

PARTICIPATION AND LABOR FORCE MITIGATION AND COMMUNITY BENEFITS PROGRAM RELATED TO THE CONSTRUCTION OF THE NEW YANKEE STADIUM

I. PROGRAM STATEMENT

As part of its commitment to the Bronx Community, the New York Yankees will establish a comprehensive Bronx Business and Minority Women-Owned and Local Business Enterprises Participation and Labor Force Program. The Program will provide existing and emerging businesses with maximum feasible employment and growth opportunities in the development of the new Yankee Stadium. Particular emphasis will be placed on identifying, recruiting and employing qualified minority, women-owned and local firms and workers from the Bronx. The Yankees recognize, and it is their intent to subscribe to the Borough's "Buy Bronx" initiative whenever feasible. The full cost of the Program will be funded by the Yankees. The construction of the Project shall be undertaken pursuant to a binding and enforceable Project Labor Agreement that will incorporate the hiring commitments set forth in Section III below.

II. DEFINITIONS

As used in this agreement, the following capitalized terms shall have the following meanings. All definitions include both the singular and plural form.

"Agreement" shall mean this Community Benefits Agreement, as well as all appendices and attachments, if any.

"Bronx Based Businesses" shall mean those businesses operating in the borough of the Bronx on a continuing and full time basis providing services, supplies and/or equipment to the public on a retail or wholesale basis.

"Construction Advisory Committee" shall mean that group established with the responsibilities set forth in Section IV below.

“MWLBE” shall mean Minority Women-Owned & Local Business Enterprises.

“Program” shall mean the MWLBE participation and labor force program.

“Program Administrator” shall mean the individual appointed to perform the tasks, obligations, and responsibilities associated with the Program for the entirety of the Project.

“Project” shall mean the development and construction of the new Yankee Stadium.

“The Fund” shall mean the Bronx Community Trust Fund established pursuant to Section VIII of this agreement and responsible for the annual distribution of these philanthropic benefits to the Bronx Community.

“The Fund Advisory Panel” shall mean the panel chaired by a person of prominence and shall be appointed by the Yankees, the Bronx Borough President and other Bronx Elected Officials in consultation with and approval from the New York City Council Bronx Delegation

“Yankees” shall mean the New York Yankees.

III. CONTRACTING/EMPLOYMENT PROGRAM

The Program shall achieve the following and will be implemented as of the date of the commencement of construction of the Project:

(a) The award of at least twenty-five percent of the construction contracts to Bronx Based Businesses qualified to perform the required responsibilities of which at least fifty percent would be qualified MWBLE Businesses.

(b) The employment of Bronx residents qualified to perform the required responsibilities equal to at least twenty-five percent of total job force.

(c) The employment of Bronx residents in post-construction new Yankee Stadium operations, qualified to perform the required responsibilities, equal to at least twenty-five percent of the total new job force.

(d) The Yankees shall be responsible for informing the Program Administrator of all contracts, sub-contracts, and all jobs available for the construction of the Project.

IV. CONSTRUCTION ADVISORY COMMITTEE

A Construction Advisory Committee shall be comprised of representatives appointed by the Yankees, the Bronx Borough President and other Bronx Elected officials in consultation with and approval from the New York City Council Bronx Delegation. The Construction Advisory Committee shall also be comprised of community organizations and minority and women's organizations in order to monitor, provide advice and guidance for planning and implementing the construction of the Project. Representatives of the Yankees, the Project's construction manager and Tishman Speyer, the Project developer, will meet on a regular basis with the Construction Advisory Committee, but not less than once a month. The Program Administrator shall furnish to the Construction Advisory Committee a monthly written report detailing the status of compliance with the Program. The Construction Advisory Committee will meet for the duration of the Project and for the period of the City and State developmental responsibilities, as described within their memorandum of understanding with the Yankees (dated June 15, 2005, Attached hereto as Appendix "A").

V. PROGRAM ADMINISTRATOR

The Yankees will engage and fund a third party with experience in minority, MWLBE programs, Bronx community affairs and in the construction industry. This third party shall serve as the Program Administrator for the life of the

Project. The Program Administrator shall be appointed by the Yankees, Bronx Borough President and other Bronx Elected Officials in consultation with and approval from the New York City Council Bronx Delegation. The office of the Program Administrator shall be provided with an aggregate budget of Four Hundred Fifty Thousand Dollars (\$450,000.00) per annum for each year during the construction of the Project, shall be equipped with such staff as may be provided for in the budget. Working cooperatively with the construction manager, the Program Administrator shall be principally responsible for initiating, implementing and monitoring the Program and shall report directly to the Yankees, The Advisory Committee and Tishman Speyer. The Program Administrator shall serve as the primary source of information, coordination, administration and implementation for the Program. The Program Administrator shall also work with and provide liaison to the Bronx Business Solution Center.

The Administrator's functions will include the following:

1. OUTREACH

The Program Administrator shall serve as the initial point of contact for Bronx Based Businesses as well as MWLBES and local, minority and women workers, and as the intake for the Program. Interested MWLBES will be encouraged to register with the Program Administrator and provide relevant information about MWLBE qualifications, certification, job experience, financial condition, etc.

The Program Administrator shall be responsible for identifying qualified, Bronx and eligible MWLBES who wish to participate in the Program. As described below, the Program Administrator shall also be responsible for assisting MWLBES in qualifying for participation in the Program.

The Program Administrator and staff shall be responsible for informing Bronx Based Businesses as well as the MWLBE community about the Program and about opportunities to participate in the construction of the Project. Outreach efforts will include personal contacts with Bronx Based Businesses as well as

local, minority and women's organizations and contractors associations, forums and meetings designed to acquaint the MWLBE community with the operations of the Program, advertisements, mailings, a newsletter, maintenance of a website with information about the Program, etc. The Yankees shall make a request of the availability of contractors from the registry of qualified applicants prior to the bidding of any construction contracts that have not been bid to date.

2. TECHNICAL ASSISTANCE

The purpose of this provision shall be to provide eligible Bronx Based Businesses and MWLBEs with the technical, managerial and business skills and expertise needed to perform on a large scale, complex and time-sensitive construction project. In addition to the budget provided for the operation of the Program Administrator, the Yankees shall provide through the General Contractor of the project sufficient resources for technical assistance to Bronx Based Businesses as well as MWLBEs to enable them to bid on, obtain and perform contracts for construction of the Project. Assistance shall be provided in cost estimating, bidding procedures, contracting procedures and terms, record keeping, insurance, project management, accounting, and other business skills. This may be done through one-on-one consultations, participation in training and workshops, and in courses sponsored by schools and the Bronx Business Solution Center.

3. CERTIFICATION ASSISTANCE

The Program Administrator will work closely with the Bronx Business Solution Center to assist minority and women-owned business enterprises in applying for certification under the programs operated by the following agencies: New York City Department of Business Services, New York State Department of Economic Development, Metropolitan Transportation Authority, Port Authority of New York and New Jersey, Dormitory Authority of the State of New York and New York/New Jersey Purchasing Council, including any other City, State and Federal agencies that certify minority and women-owned business enterprises.

4. BID PACKAGES

As soon as may be practicable the Yankees, the Program Administrator and staff shall inform the Bronx business community of the nature and scope of the project components that will be available to bidders and workers. The Yankees, the Program Administrator, and staff shall work with the construction manager to prepare bid packages designed to optimize opportunities for MWLBE participation in the Project. This will include identifying portions of the work for which

eligible, qualified MWLBES are available, dividing bid packages into smaller units so that smaller firms, Bronx Based Businesses as well as MWLBES shall be able to bid for and perform the work; waiving bonding requirements where feasible; and such other matters as the Program Administrator and the Advisory Committee deem necessary.

5. INFORMATION

The Program Administrator and staff shall be responsible for ensuring that Bronx Based Businesses including MWLBES who are eligible to bid on portions of the work receive such advance notice as is practicable of prospective bid packages, the nature and scope of the work to be bid, timing of the bid process, bidding requirements, etc. Pre-Bid meetings shall be held as appropriate. The Program Administrator's staff and the Bronx Business Solution Center shall also serve as a focal point for responding to questions from MWBLEs about the Project and will help facilitate communications between the MWBLE community and the construction manager and major subcontractors.

6. PROFESSIONAL SERVICES

The Program Administrator and staff shall assist Bronx Based Businesses as well as MWLBES in identifying and securing the services of professional estimators, accountants, attorneys and others who can assist these businesses in meeting the Project's requirements for bidding on and performing the work.

7. FINANCIAL ASSISTANCE

The Program Administrator shall recommend measures designed to assist eligible MWLBES in meeting the financial requirements of the Project. Examples include creation of an impress account to fund and to accelerate the payment to MWBLEs on a more frequent schedule than the customary monthly requisitions, assistance in obtaining bonds where required, working with financial institutions to facilitate greater credit availability for MWBLEs working on the Project, providing assistance on loan applications, etc.

8. MENTORING

The Program Administrator shall be responsible for establishing a mentoring program whereby an established trades contractor shall mentor an MWBLE firm in the same trade and assist it in developing sufficient skills and expertise to bid on its own for portions of the work, or to bid on other construction projects. Mentoring

shall focus on such areas as cost estimating, contract and workforce administration, bonding and financial matters.

9. MONITORING

The Program Administrator shall be responsible for monitoring the Program and maintaining records of contracts awarded to Bronx Based Businesses, MWLBES and minority and women workforce participation, so as to track progress in meeting the requirements of the Program.

10. REPORTING

The Program Administrator shall be responsible for providing monthly reports on the operation of the Program, including its progress in meeting the Program requirements, to the independent monitor, the Construction Advisory Committee, the Yankees, Tishman Speyer and the construction manager. Where Program requirements are not being met, the Program Administrator shall be responsible for recommending and implementing remedial measures.

VI. WORKFORCE

The Program shall increase participation by local residents, minorities and women in the construction trades. A broad outreach program will be initiated. Community organizations and minority and women's organizations shall be contacted in order to inform prospective workers about job opportunities at the Project. The Program Administrator shall be responsible for this program and will maintain a registry of qualified minority, local and women workers who are qualified, or who are in the process of becoming qualified, for work on the Project.

The Yankees and the Program Administrator shall be responsible for working with the trade unions, the construction manager, subcontractors and other appropriate organizations to expand opportunities for local workers and minorities and women to participate in union apprenticeship programs.

The Program Administrator shall utilize existing training programs availed by the general contractor to enable individuals to fulfill requirements necessary to qualify for union apprenticeship, including job readiness, basic skills and worker training for the employment of Bronx residents on this Project. This job-training program

shall be fully funded by the Yankees in the amount of One Million Dollars (\$1,000,000) to ensure compliance with the employment requirements in the Agreement.

VII. ENVIRONMENTAL MONITORING

In consultation with the Construction Advisory Committee, the Yankees shall retain health effects and environmental impact monitors throughout the period of construction of the Project, to evaluate the ongoing construction practices and make recommendations to the Yankees, the contractors, and the Construction Advisory Committee to mitigate any adverse health and/or environmental impacts in the community.

VIII. COMMUNITY BENEFITS PROGRAM

The Fund shall be established upon the commencement of the construction of the Project and shall be created as a tax-exempt, not-for-profit corporation.

The Fund shall be administered by an individual of prominence selected by The Fund Advisory Panel shall be appointed by the Yankees, the Bronx Borough President and other Bronx elected officials in consultation with and approval from the New York City Council Bronx Delegation. The Fund Advisory Panel may employ a part-time liaison to assist in its work at a salary of Thirty-five Thousand Dollars (\$35,000) per annum, which shall be additionally funded by the New York Yankees.

The Yankees agree to guarantee that the Fund will have sufficient annual resources as described below and the Fund Advisory Panel shall be responsible for the annual distribution of:

- a. Eight Hundred Thousand Dollars (\$800,000) in cash grants to duly constituted Bronx resident not-for-profit institutions and community-based organizations.
- b. Equipment and promotional merchandise with a value of not less than One Hundred Thousand Dollars (\$100,000) to duly constituted Bronx resident not-for-profit institutions, schools and youth and sports groups and

c. Fifteen Thousand tickets (15,000) to Yankee baseball home games, to duly constituted Bronx not-for-profit institutions, schools and youth and sports groups and senior citizens with an average ticket price of twenty-five dollars (\$25).

The Fund Advisory Panel shall distribute a complete annual report, of its activities, including contributions and impacts on or before April 1st of each calendar year of its existence.

The Fund shall be maintained and continue in accordance with the above provisions through and including the year 2046.

IX. ENFORCEMENT

The Yankees agree to be bound by this Agreement and it shall be enforceable by the Courts of the State of New York.

IN WITNESS WHEREOF, the parties hereto caused this Agreement to be duly executed by their respective authorized officers and representatives on this _ day of April, 2006

NEW YORK YANKEES

By: Randy Levine

President

WITNESS

BRONX BOROUGH PRESIDENT

Adolfo Carrion

WITNESS

Bronx Borough President

NEW YORK CITY COUNCIL

BRONX DELEGATION

Maria Baez

WITNESS

Chair of the Bronx Delegation

Joel Rivera

WITNESS

Majority Leader

Maria Del Carmen Arroyo

WITNESS

Council Member 17th District

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"' Paragraph revision based on definition and to maintain the purpose of the Construction Advisory Committee