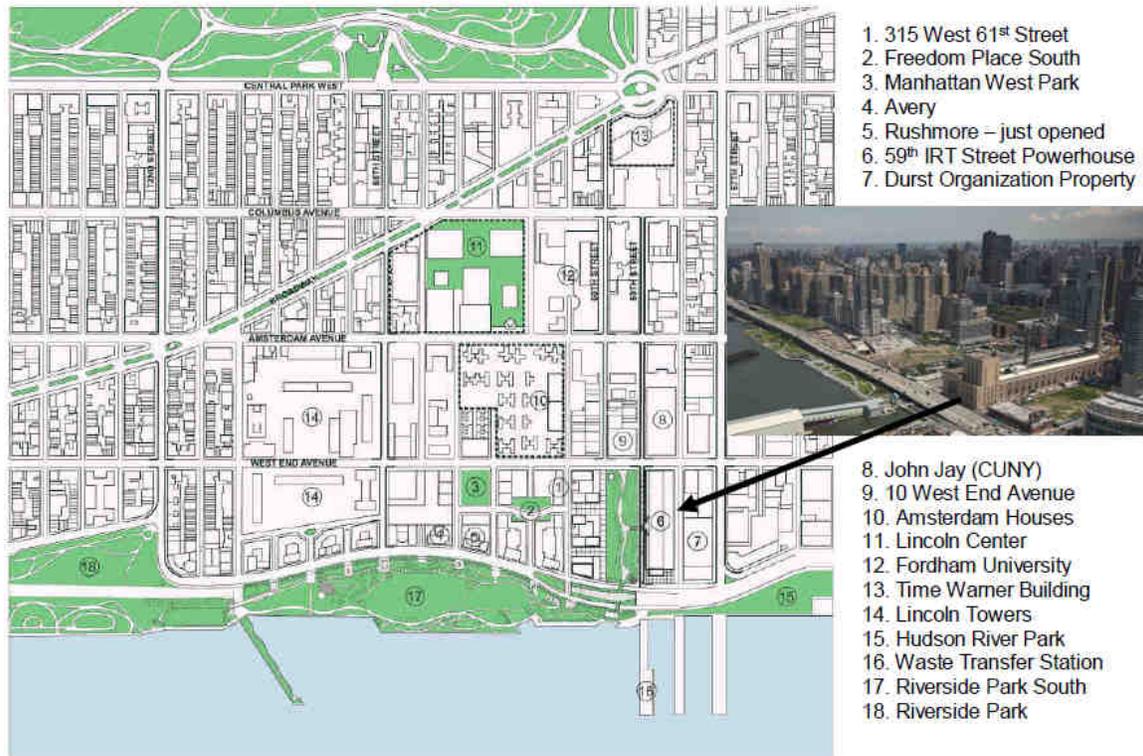


Riverside South Planning Corporation
Proposal to Complete Riverside South – July 2009

The Department of City Planning (DCP) is considering a proposal from Extell for the development of Riverside South between 59th and 61st Streets (Parcels L/M/N). The development will be built under a “special permit” (rather than “as-of-right”) which means the City can require the developer to provide public benefits as a condition of approval. The City Planning Commission (CPC) decisions on this development will shape the long-term future of the entire neighborhood and the waterfront park.

The Riverside South Planning Corporation (RSPC) has developed an alternative master plan that looks comprehensively at the area, beyond the boundaries of Parcels L/M/N. It provides for a public park between 59th and 60th Streets, connects the new development to the local community, to the waterfront and to the 59th Street IRT Powerhouse. In contrast, the Extell plan creates a “center” with an inward looking development around a private park, turning its back on the local community, the waterfront park and the Powerhouse.

RSPC Plan looks beyond the boundaries of L/M/N, advocates for the creation of a new park connecting the community to the waterfront and preserving the view of the Powerhouse.



The RSPC site plan illustrates the many advantages of creating a new public park between 59th and 60th streets connecting West End Avenue to the Hudson River. By reaching toward the inland street grid, the park balances and complements the significant public access at 72nd street and establishes the ideal location for the proposed new Metro-North railroad station. It serves as a sunlit foreground and gathering place for the historic IRT Powerhouse which may become a major neighborhood and regional community facility. As the line of the new Riverside South buildings turns east, facing

the new park along 60th street, they gracefully return to the existing streetscape and infrastructure on West End Avenue, and connect to the recently energized residential streets to the east and south. At its western end, where access is currently restricted, the new park provides a generous and inviting entrance to regional waterfront recreation by connecting with Riverside South Park and Riverside Park to the north and with the Hudson River Park to the south.

RSPC, a coalition of civic organizations (detail on last page), has been working on the planning for Riverside South development since before 1990 with the advice of community advocates, architects, city planners and green development experts. RSPC proposes a seven part program for completing the Riverside South Development:

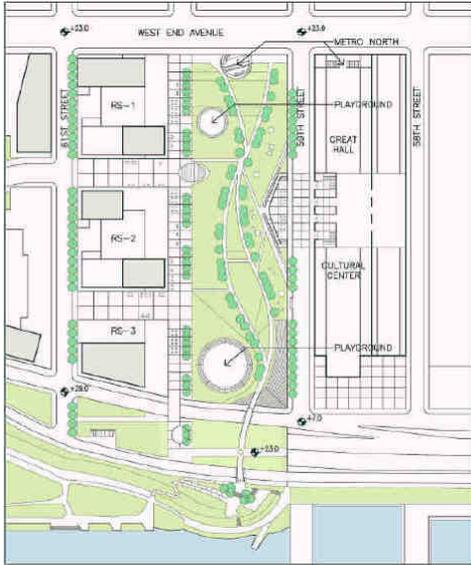
1. Create a open public park between 59th and 60 Streets – cluster the new development between 60th and 61st Streets, limiting the density to the allowable 2.38 million square feet;
2. Build sustainable development utilities below the new park. Space provided for:
 - Rail Station with a freight spur
 - Cogeneration
 - Truckless waste removal for the new development.
3. Convert the 59th Street IRT Powerhouse to a Community Cultural Center;
4. Relocate the elevated Miller Highway placing it below grade; and thereby make possible completion of Riverside South Park;
5. Set Aggressive Green Building Standard based on PlaNYC policies and programs;
6. Provide School Space in buildings on Parcels J or K;
7. Provide 20% Affordable Housing.



Public park providing direct access to the waterfront and preserving views of the Hudson River and Powerhouse

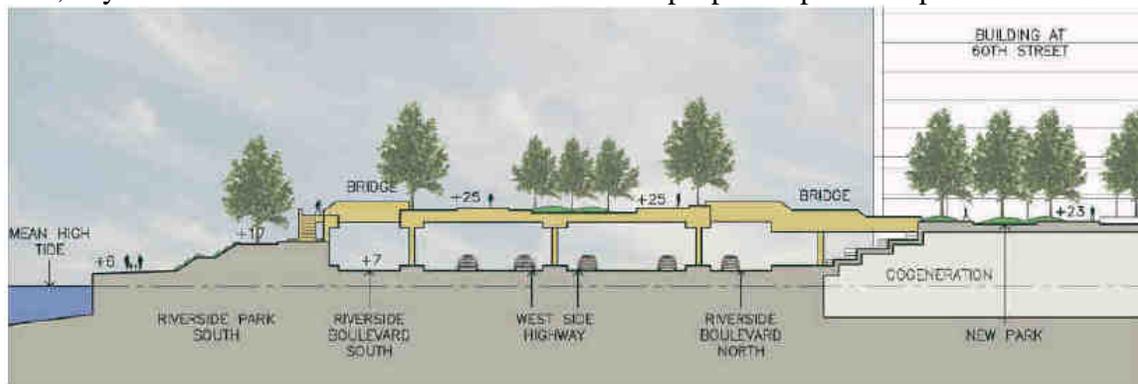
1. Proposal for a new Public Park

In order to grant a special permit for a “general large-scale development (pursuant to Section 74-743), the CPC must find that the proposed plan would create a better relationship among buildings, open areas, surrounding developments and shorelines, and must benefit “the neighborhood and the City as a whole”. In 1992 the CPC approved detailed Design Controls to keep buildings low around the Powerhouse so that the new buildings did not overwhelm it. The Design Controls were part of its basis for reaching the finding that the proposed plan would create a better relationship among buildings, open areas, surrounding developments and shorelines. Extell now proposes to abandon



these Design Controls and to bury the view of the 59th Street Power Plant behind Buildings 3, 4 and 5, which are respectively 560, 415 and 451 feet tall. The buildings in Extell’s plan for Lots L/M/N are too large and the layout does not adequately connect to the local area or consider the needs of the local residents. Extell’s plan creates a barrier to waterfront access, provides only limited private park that is dominated by the shadows of the tall buildings, buries the view of the 59th Street IRT Powerhouse and creates a “dead end” at 59th Street and the waterfront. Extell proposes a “center” that looks inward, and turns its back on the local community and the 59th Street IRT Powerhouse. We think that this design precludes a finding by the CPC that the Extell plan creates a better relationship among buildings.

The RSPC has developed an alternative master plan that looks comprehensively at the area, beyond the boundaries of Parcels L/M/N. We propose a plan that provides for a



Section of Bridge crossing the Highway

new public park between 59th and 60th Streets, connects the new development to the local community, to the waterfront and to the 59th Street IRT Powerhouse, and creates a powerful and exciting view corridor to the waterfront for the local community. We propose that the new buildings be clustered between 60th and 61st, set back from the Powerhouse to preserve the view of this important landmark.

The new park will connect the local community to the waterfront with a bridge across the relocated Miller Highway and preserve the view of the 59th Street IRT Powerhouse, a proposed landmark. The park is level with West End Avenue providing a space below for sustainable development facilities. The proposed Park will be a vast courtyard for the 800-foot long Cultural Center and can include a series of play areas and play fields and a long pedestrian street -- with cafes, local retail shops, outdoor dining, kiosks, community facilities – looking out on the park and the Powerhouse. The number of families with children in the neighborhood has increased exponentially creating a need for more park space and improved access to Riverside South Park. We envision school use in the park.

In the RSPC plan, the new buildings are located between 60th and 61st Streets, and the density is limited the 2.37 million square feet that is currently authorize, not increased to 3.14 million square feet proposed by the developer, equivalent to an additional high-rise building. The increase proposed by the developer is the equivalent of two fifty-story residential high rise buildings.

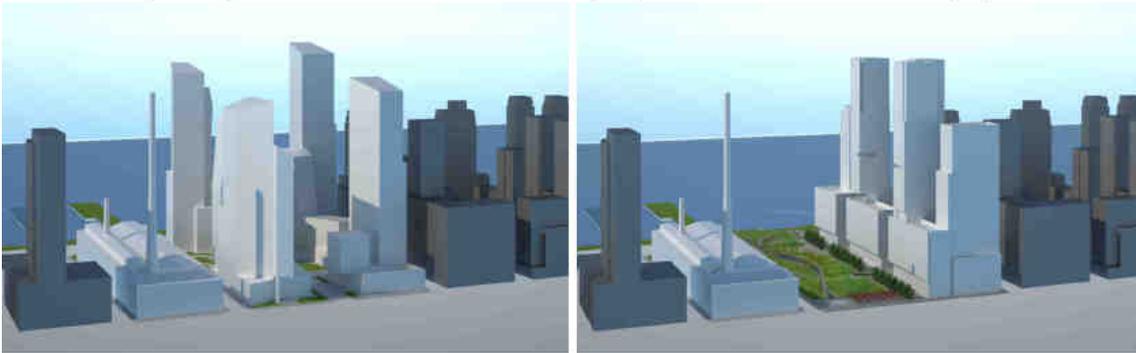
Comparison of Plans

Extell Plan for a Private Park

3.14 million square feet of residential and retail space, 2500 residential units, an hotel, school and 2.06 acres of private park.

RSPC Plan for a Public Park

2.37 million square feet of residential and retail space, 1,800 dwelling units, 5.8 acres of public park, and a school with an outdoor play area.



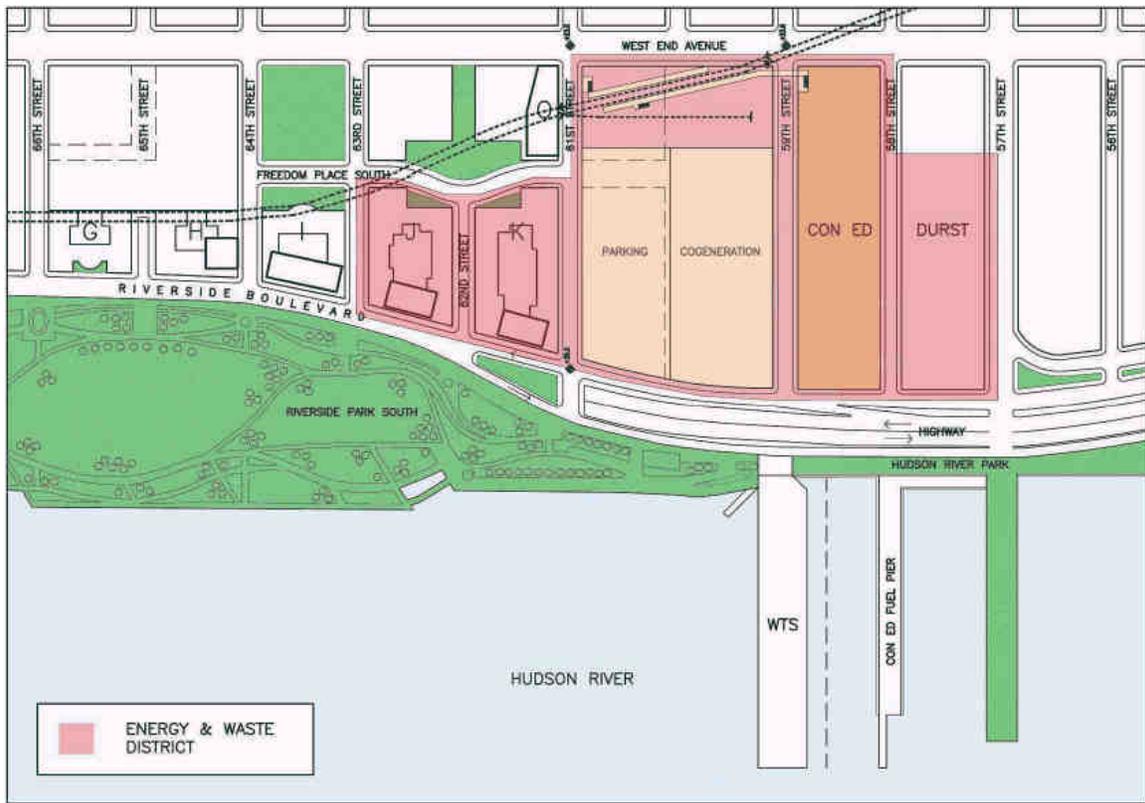
View from John Jay

We have asked City Planning to require Extell to study this RSPC alternative layout for Parcels L/M/N as part of the work for the SEIS.

2. Below Grade Sustainable Development

The new development at Riverside south should be built to a high standard for sustainability and should contribute to the Mayor’s Climate Change goals. Because the site is strategically located between the River and the railroad, the City should examine the beneficial impacts of building sustainable utilities below the development:

- A Railroad Station – part of the Mayor’s and MTA’s plan for mass transit improvements:
- Cogeneration providing clean efficient energy by creating an energy district served by cogeneration with capacity to provide adequate power for the Con Edison Steam system:
- Truckless Waste Removal using rail spur.



Rail Station, Cogeneration and Energy District to serve 4.6 million square feet



Section looking north

RSPC recommends that the below grade area between 59th and 61st Streets be evaluated for dedication to sustainable development functions that are included in the Mayor's PlaNYC including:

- Metro-North Station - The Empire Connection, a rail line along the Hudson River that connects Spuyten Duyvil with Penn Station, runs through the Riverside South site. The Mayor has identified initiation of service on this line as part of his transit infrastructure improvements in PlaNYC. Metro-North commissioned a September 2002 report by Parsons Brinckerhoff. The report identified the option of building a rail station at 59th Street and West End Avenue as one of the two attractive alternative locations for a rail station on the line. We have requested that Extell study the impacts of buildings around the space required for a railroad station. We believe the impacts will be very beneficial for the project and will reduce congestion and greenhouse gasses (GHG) by shifting more people to mass transit. This shift will help offset other gasses produced by the project and help toward the goal of making the project carbon-neutral.

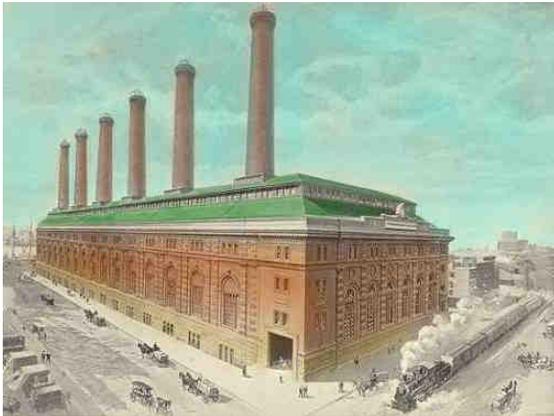


Section through Train Station

- Cogeneration for an Energy District and Con Edison Steam System – The Mayor’s PlaNYC establishes a policy that any new development that is over 300,000 square feet should evaluate the creation of an Energy District that would provide electricity, cooling and heating for the new development. We propose the consideration of energy district that would serve a total of 4.6 million square feet of new development as follows: 2.38 million square feet of new development on Parcels L/M/N, 1.4 million square feet of new development on Parcels J and K, 0.8 million square feet of new development on the Durst property (between 57th and 58th Streets). A cogeneration plant built under the new park could increase the energy efficiency of the new development. The RSPC has requested that the Scope of Work for the SEIS provide for a study of a cogeneration plant that is designed to meet the requirements of the new energy district and to replace the power produced in the 59th Street Power Station in cooperation with the New York City Economic Development Corporation.
- Truck-less waste removal system for the new development – The RSPC has requested that the Scope of work for the SEIS include consideration of a truck-less solid waste removal system for the new development. Rather than creating new waste removal truck traffic on the local streets, the developer should evaluate the creation of a waste removal system designed into the foundation of the buildings and that gathers the waste on Parcel N, separates the waste directing the appropriate waste to an anaerobic digester that would feed the cogeneration system with methane, and removes the residual waste by rail on the Empire Connection.

3. New cultural/community Center - 59th Street IRT Powerhouse

The Powerhouse is an architectural gem and is likely to be designated a landmark by the



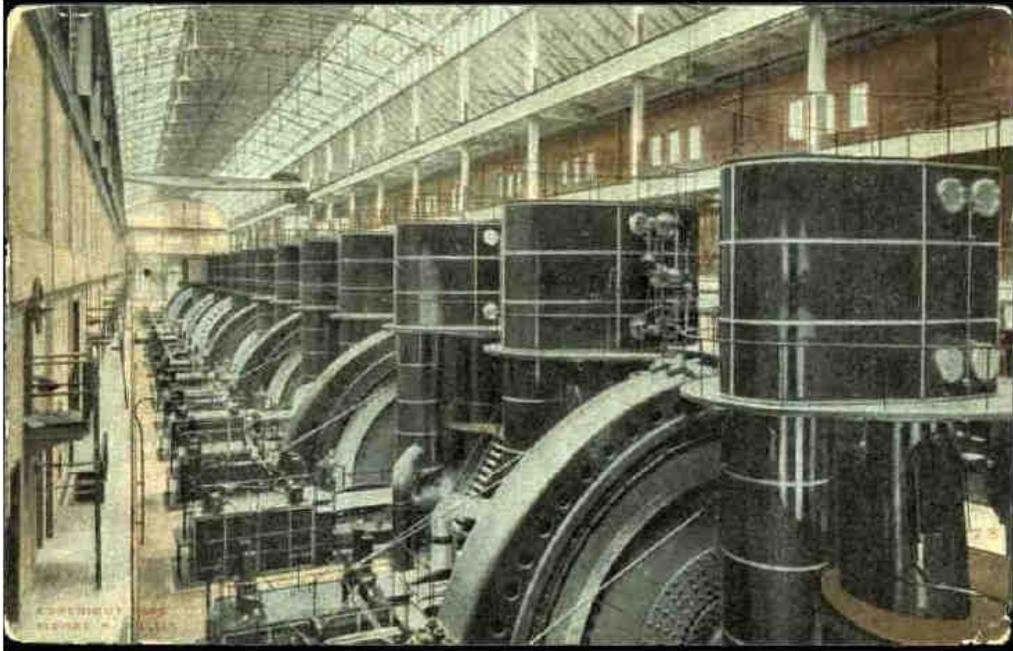
Landmark Preservation Commission. The interior of the Powerhouse is severely underutilized – Con Ed uses only 10-15% of the space. We advocate for the Landmark Preservation Commission to designate the exterior of the building as a landmark and to consider an adaptive reuse plan for the interior. The Landmarks Preservation Commission has scheduled a public hearing on July 14th to consider designating the 59th Street IRT Powerhouse as a NYC landmark.

Built in 1904 to power New York City’s first subway, the Interborough Rapid Transit (IRT) Powerhouse occupies an entire city block from West 59th to 60th Street between Tenth Avenue and the West Side Highway. McKim Mead & White designed this massive public building. It is part of the uplifting, civic-minded architecture of the City Beautiful movement on a par with other New York City Beaux-Arts designated landmarks such as the New York Library, the Metropolitan Museum of Art and the Farley Post Office. Consolidated Edison took over the facility in 1960, removed the electric equipment, installed boilers and continues to use it to generate steam for its steam system, but only occupies approximately 12% of the interior space today.

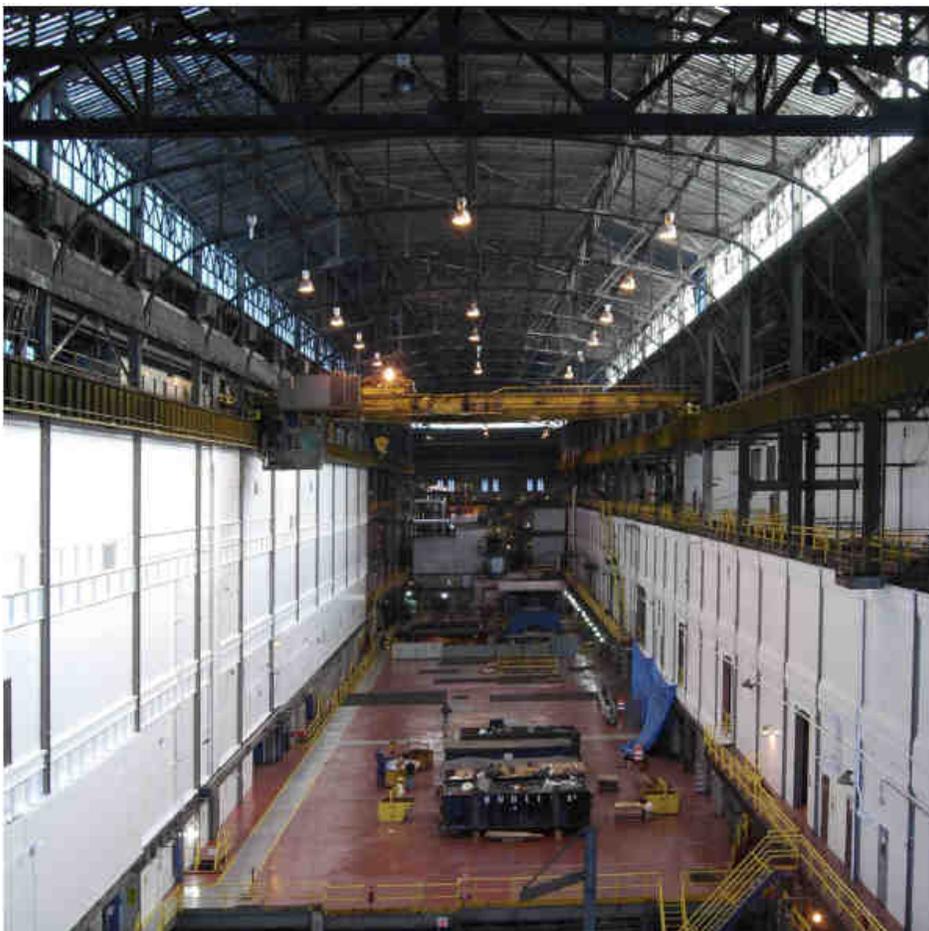
When the Landmarks Preservation Commission first considered the Powerhouse for designation in 1979, it described the building’s significance as “the most monumental building associated with the subway system in New York City” and “This mammoth structure was the largest powerhouse in the world upon its completion in 1904, and it represented the highest level of technical sophistication in the production of electrical power at that time.” In 1989, the New York State Office of Parks, Recreation and Historic Preservation determined the Powerhouse “eligible” for the State and national Registers of Historic Preservation.

During the past fifteen years the area surrounding the Powerhouse has been transformed with the creation of the Hudson River Park and Riverside South Park, expansion of John Jay College immediately east of the Powerhouse, and a very significant increase in residential properties nearby. Most immediately, the City Planning Department is considering development proposals for the contiguous blocks to the north and south of the Powerhouse, on the Durst and Extell properties. We are working to ensure that the decisions of City Planning fully reflect the landmarking qualities of the Powerhouse.

Because Consolidated Edison utilizes only a small portion of the interior space in the Powerhouse, we are also interested in the adaptive re-use of the Powerhouse as a public



Operating
Room
c 1904



Operating
Room
c 2007

space, a community and/or cultural center. We have requested the NYCEDC to evaluate replacing the power produced by the Powerhouse with power produced by new energy

efficient cogeneration – to define the fuel savings and energy efficiency, the economics and the space requirements of a cogeneration plant. We have also requested that City Planning require the appropriate developer to study the possibility of locating the cogeneration below grade between 59th and 60th Streets (the Extell property) or, alternatively, between 57th and 58th Streets (the Durst property).



Tate Modern – before and after renovation

We have requested that the Scope of Work for the SEIS include a study the impact of a civic plan that would convert the 59th Street IRT Powerhouse into a cultural center. The City should develop a plan that would better utilize and protect the grand interior for public purposes. The Grand Hall is 800 X 80 feet and five stories high and could be converted to a spectacular new community/cultural center, perhaps similar to the Tate Modern Museum in London – or a market. By way of example, the Tate Modern Museum in London is shown above before its renovation. It is very similar to the inside of the Con Edison Power Plant. We believe that consideration of this alternative could lead to a major enrichment of the area, both economically and culturally, and enhancement of the proposed development on Parcels L/M/N.

4. Relocate the Miller Highway

Completion of Riverside Park South by relocating the elevated Miller Highway through a tunnel under Riverside Boulevard has always been an essential part of the Civic vision



for Riverside South Park. The plan for the Highway relocation between 59th and 72nd Streets was part of the “Civic Alternative” that was embraced by the developer and New York City in 1992 for the Riverside South Development Project. The construction of the apartments and the park is almost two-thirds completed at this stage, and the construction to relocate the Miller

Highway has progressed well. We have requested that the draft Scope of Work for the SEIS should study the alternative impacts “with and without” the relocation of the Miller Highway, updating the assessment of the impacts of the changed project, changed local community, and changed government policies and regulations.

The portion of Riverside South Park by the Hudson River that is west of the elevated Highway has been completed. However, currently, the elevated portion of the Miller Highway cuts through the entire three-quarter mile length of the park, creating a physical and visual obstruction that separates local community and park users from the water’s edge. If the elevated Highway remains in place, more than 1/3 of the public waterfront park acreage (or more than 8 acres) will be under the elevated structure, severely restricting the park’s utility by limiting the available open space, producing noise and air pollution from car traffic, and forcing cyclists and rollerbladers to travel under the shadows of a looming, dangerous roadway. We have had reports of major pieces of the viaduct structure and debris falling on the park area below the viaduct.

In 2002 an Environmental Impact Statement for the Highway relocation was completed under the leadership of the New York State Department of Transportation, and subsequently the Federal Highway Administration issued a Record of Decision authorizing the relocation to proceed. Under the plan, the Highway will be relocated (rather than refurbished) 10 or 15 years from now when it will be in need of major repair. As shown below, the tunnel shell for the northbound lane between 61st and 65th Streets is currently under construction. The developer has funded (\$60 million) for this construction and is near completion of this initial stage. The tunnel shell for the southbound lane should be completed as part of the construction of the buildings on Parcels L/M/N.



Tunnel Shell construction plan



Tunnel Shell is under construction - four blocks of the northbound lane are almost completed.

Funding the tunnel shell now (rather than building it in 10-15 years from now) will:

- Avoid the disruption to the local community resulting from the need to dig up part of the new Riverside Boulevard and the newly constructed Riverside South Park in order to achieve the relocation;
- Save \$50 million by avoiding the costs to dig up and rebuild Riverside South Park and Riverside Boulevard; and
- Utilize the \$60 million being invested by the developer to build the northbound lane and the land contributed by the developer needed to construct the southbound lane as the required 20% local share of any federal funding - no State or City matching funds will be required for the highway relocation.

Significantly, with the \$110 million savings (\$60 million contributed by the developer and \$50 million in savings) resulting from the early construction of the tunnel shell, the cost of the refurbishing alternative and the relocation alternative will be approximately equal.

The immediate funding needed to complete the southbound lane of the tunnel shell between 62nd and 67th Streets before building the park, is about \$94 million. This project is shovel ready and should be considered for funding under the Federal stimulus funding program and/or the City should require Extell to provide funding for the relocation. We have asked the Governor and the Mayor for the funding to build the tunnel shell in coordination with construction of the buildings and park by the developer – the work that can be completed during the next two years.

Through the efforts of a bipartisan group of Congressmen and Senators (including Senators Schumer and Clinton and Congressman William Green, Sue Kelly and Jerrold Nadler) over several years, \$21 million in Federal earmarked funds have been made available. \$5.7 million has been spent on the EIS and engineering work and \$15.3 remains available. We need the cooperation of our senators and congressman to make these funds available for building the most southern section of the tunnel shell and the park, which will not be completed during the next two years.

The City and the State need to develop and agree on a firm plan for completing the relocation of the Miller Highway. The Federal Transportation funding that would otherwise be spent on refurbishment of the viaduct should be invested in the relocation. The schedule for completing the relocation should coincide with Extell's schedule for the completion of the Riverside South development, 2018.

5. Developer's Responsibilities for Sustainable Development

On Earth Day 2007, Mayor Michael Bloomberg launched PlaNYC – a major initiative to improve New York City's environment and infrastructure, while accommodating an anticipated almost one million more New Yorkers by 2030. The centerpiece of PlaNYC is the commitment to achieve a minimum 30 percent reduction in New York City's green house gas (GHG) emissions by 2030. The NYC Council passed legislation late last year, which turned these goals into requirements. Critical to meeting these ambitious goals will be ensuring that new development in the City – particularly major new developments such as the proposed project at Riverside South – is evaluated with an eye towards maximizing their sustainability and minimizing their GHG emissions.

The RSPC and the NRDC have requested that the Scope of Work for the SEIS include an assessment of GHG impacts. In September 2008 the New York State Department of Environmental Conservation issued the "Draft Guide for Assessing Energy Use and Greenhouse Gas Emissions in Environmental Impact Statements." That document should guide Extell's assessment of climate change impacts and a definition of alternative strategies to reduce and minimize the emissions of greenhouse gases.

The 1992 CPC Approvals require the developer to conduct a "co-operative program" with the City under which the developer must identify "methods of feasible energy conservation, with a payback of five years, to be incorporated into design and construction of the project" and City agreements call for "a reasonable program of sustainable development for the project for feasible energy conservation enhancement, based upon a standard of a five year payback for measures which are adopted". The developer appears to be meeting this requirement with respect to buildings in the design stage.

We are urging the City Planning Commissions to set a high standard for sustainability when it specifies the conditions of the Special Permit modification. The standard should be grounded in PlaNYC policies and incorporate payback standard. The standards should incorporate the following:

- Meet a LEED Platinum standard
- Achieve 20% better efficiency than State Energy Code, with offsets for greenhouse gasses produced by the development
- Invest in any sustainable development opportunity with a specified payback that is based on the economic life of the asset under consideration:
 - Carpet, painting, wall coverings, building insulation, gypsum board, ceramic tile, acoustical ceilings, wood flooring, resilient flooring and kitchen casework

- Exterior skin or envelope of the building including glass type, wall construction and insulation, roofing insulation and built-in shading
- HVAC system including boilers, heat exchangers major pumps, chillers and other major equipment
- Plumbing system including domestic hot water heaters
- Electrical system including common area lighting, electric heating, control systems for major motors
- Appliances and lighting within in the public areas and in the apartments
- Implement PlaNYC initiatives to control runoff and drainage: High Level Storm Sewers, green roofs and grey water systems,
- Increase biofuels use from waste by installing an Anaerobic Digester that produces a biofuel from the waste of the new development;
- Reduce Air Pollution by requiring that all construction equipment use ultra low sulfur fuel and meet City-Agency efficiency standards of operation.

6. School Space

Extell proposes locating the school space on Parcels L/M/N. A similar promise was made in the 1992 agreements and never became a reality. We advocate that the City Planning Commission should not approve this application with another empty promise to the community – the commitment to build school space and operate a school should be based on an enforceable agreement and the developer should be required to meet the terms of the agreement before he receives his temporary certificate of occupancy.

Further, putting the school on Parcels L/M/N could mean that the new school space might not be available until 2018 or later. In its study of the need for school space, Extell should recognize that the new school space is needed now, and should evaluate locating the school space in the buildings on Parcels J or K. Extell is proposing a 97,000 gross square feet offsetting increase in the Zoning Square Feet authorized in the Special Permit. This offset should only be provided if Extell provides the space free of cost to the Department of Education, and only if the school actually operates.

7. Affordable Housing

We defer to Community Board 7 on the desirability of Affordable Housing and support their request that at least 20% of the housing should be Affordable.

* * * * *

The Riverside South Planning Corporation was incorporated in May, 1991 as a 501(c) (4) not-for-profit corporation for the purpose of creating, advancing, and overseeing a master plan for the development of the former Penn Yards site. RSPC represents the interests of its seven not-for-profit member organizations – the Municipal Art Society, the Regional Plan Association, New Yorkers for Parks (formerly known as The Parks Council), the Riverside Park Fund, Westpride, Natural Resources Defense Council and the New York League of Conservation Voters. In addition to contributions from our Board members, Steve Robinson, Paul Willen and Sean O’Brien provided many hours of pro bono architectural services in developing this plan.