

ATLANTIC YARDS DEVELOPMENT COMPANY, LLC
c/o Forest City Ratner Companies, LLC
1 MetroTech Center
Brooklyn, New York 11201

June 25, 2014

Michelle de la Uz
Executive Director
Fifth Avenue Committee, Inc.
621 DeGraw Street
Brooklyn, New York 11217

Gib Veconi
c/o Prospect Heights Neighborhood Development Council
284 Park Place
Brooklyn, New York 11238

Re: Atlantic Yards Redevelopment Project

Dear Ms. de la Uz and Mr. Veconi:

As you know, Atlantic Yards Development Company, LLC ("AYDC"), as part of its outreach efforts in the Downtown Brooklyn Community, has discussed with the Fifth Avenue Committee ("FAC") and other community groups how the impacts of a changing neighborhood might be best addressed. As we have discussed, AYDC would like to include Mutual Housing Association of New York ("MHANY"), given its experience in housing matters and its participation in the Community Benefits Agreement dated June 27, 2005, between AYDC and various community groups, in an on-going dialogue with the community to develop a strategy which would address issues such as tenant assistance and economic integration.

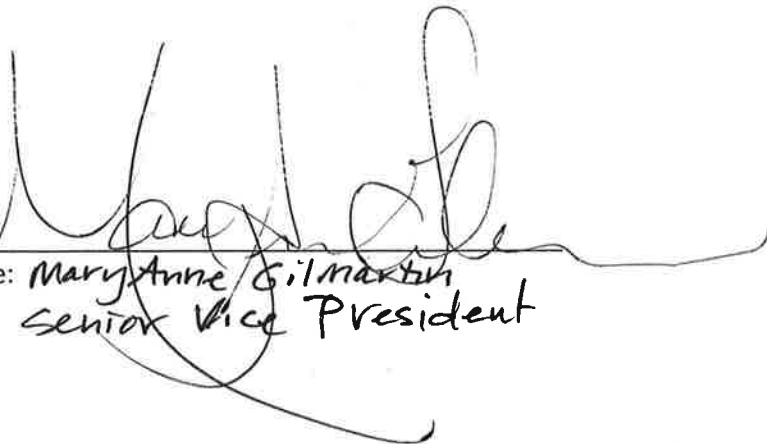
In addition, AYDC is prepared to make a one-time contribution of \$250,000 to an Atlantic Yards Tenant Protection Fund (the "AYTFP") to be established with the Brooklyn Community Foundation (the "BCF"). Such contribution will be made to the AYTFP within thirty (30) days from the date hereof.

The BCF will administer the AYTFP and provide grants to eligible local organizations which qualify for 501(c)(3) tax exempt treatment and which have the experience and capacity to provide eviction prevention and anti-displacement services to low and moderate income residents residing in the jurisdiction of Community Boards 2,3,6 and 8 in Brooklyn. Additional grant guidelines will be established in consultation with MHANY, FAC and Pratt Area Community Council.

As a condition to receiving any funds from the AYTFP, a grant recipient will be required to commit in writing that no funds from the Atlantic Yards Tenant Protection Fund will support any lobbying or litigation efforts where AYDC or its affiliates is an adverse party.

Sincerely,

ATLANTIC YARDS DEVELOPMENT COMPANY, LLC



By: _____
Name: *MaryAnne Gilman*
Title: *Senior Vice President*

cc: Mutual Housing Association of New York, Inc.
2-4 Nevins Street, 2nd Floor
Brooklyn, New York 11217
Attention: Ismene Speliotis,
Executive Director

Brooklyn Community Foundation
45 Main Street
Suite 409
Brooklyn, New York 11201
Attention: Cecilia Clarke,
President and CEO

Pratt Area Community Council
201 DeKalb Avenue
Brooklyn, New York 11205
Attention: Deborah Howard,
Executive Director