



**ANDREW M. CUOMO**  
Governor

**SUSAN G. ROSENTHAL**  
President & CEO

**BOARD OF DIRECTORS**

RuthAnne Visnauskas, Chair, Commissioner of NYSHCR  
Robert F. Mujica Jr., Director of Budget  
David Kraut  
Howard Polivy  
Michael Shinozaki

**MINUTES OF THE APRIL 18, 2018 MEETING OF THE  
ROOSEVELT ISLAND OPERATING CORPORATION BOARD OF DIRECTORS**

A meeting of the Board of Directors was held at the Cultural Center Theater, 548 Main Street, Roosevelt Island, New York, on April 18, 2018 at 5:30 p.m.

**Directors Present:**

Alejandro J. Varella	Representing RuthAnne Visnauskas, RIOC Chair and Commissioner, the New York State Division of Housing and Community Renewal
Monique Reeser	Representing Robert F. Mujica, Director, the State of New York Division of Budget
David Kraut	Director
Howard Polivy	Director
Michael Shinozaki	Director <sup>1</sup>

**Officers and Staff Attending:**

Susan G. Rosenthal	President/Chief Executive Officer
Jacqueline P. Flug	Vice President/General Counsel
Shelton J. Haynes	Vice President of Operations
Kimberly L. Quinones	Vice President/Chief Financial Officer
Mary C. Cunneen	Director, Parks and Recreation
Arthur G. Eliav	Associate General Counsel
Muneshwar Jagdharry	Comptroller
Claudia McDade	Director of Human Resources
John McManus	Director of Public Safety Department
Stephen Noone	Assistant Vice President of Capital Planning and Projects
Alonza Robertson	Public Information Officer
Gretchen K. Robinson	Internal Controls and Compliance Officer
Indranie Sanichar	Director of Information Technology
Sean Singh	Grant Writer/Budget Analyst
Lada V. Stasko	Assistant General Counsel

**Others Attending:**

Jamar Adams	Development Associate, The Related Companies, L.P.
Richard J. Famigletti	Area President, Arthur J. Gallagher Risk Management Services, Inc. ("AJG")
Sydni Keppen	Transportation Engineer and Planner, Philip Habib & Associates
Christopher Rizzo	Partner, Carter Ledyard & Milburn LLP

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<sup>1</sup> Mr. Shinozaki arrived during the discussion of item #1 of new business.

1 Chair's Designee Mr. Valella called the Board meeting to order at 5:34 p.m. The roll was  
2 called and a quorum found to be assembled and present.

3  
4 \* \* \*

5 **APPROVAL OF MINUTES**

6  
7 The first item of business was the approval of the minutes of the March 1, 2018 meeting  
8 of the RIOC Board of Directors. The proposed draft of the March 1, 2018 Board meeting minutes  
9 had been previously distributed to all Board members for their consideration.

10  
11 Upon a motion duly made, seconded and carried by a unanimous vote in favor (Mr. Valella,  
12 Ms. Reeser, Mr. Kraut and Mr. Polivy), the minutes were **APPROVED** and ordered filed.

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14 \* \* \*

15  
16 **NEW BUSINESS ITEM #1**

17  
18 The first item of new business was the authorization to 'override' the New York City  
19 Zoning Resolution in connection with the Development of Southtown Buildings 8 & 9 and take  
20 related actions.

21  
22 Mr. Christopher Rizzo, RIOC's outside counsel and Partner at Carter Ledyard & Milburn  
23 LLP, explained the proposed zoning 'override' in connection with the development of the final  
24 two Southtown ("ST") Buildings - 8 & 9. He stated that RIOC has carried out environmental  
25 review of the project under the State Environmental Quality Review Act ("SEQRA"). The  
26 Environmental Assessment concluded that the project would not have any significant adverse  
27 environmental impacts.

28  
29 Mr. Rizzo noted that Hudson Companies Incorporated and The Related Companies, L.P.  
30 (Hudson Related"), the developers of the ST Project, have also requested that RIOC exercise its  
31 authority to 'override' the New York City Zoning Resolution for the ST Buildings 8 & 9. Handel  
32 Architects, LLP, the architect-of-record for Building 8, now provided RIOC with a letter  
33 requesting the zoning 'override' for ST Building 8.

34  
35 Mr. Rizzo further addressed two specific questions previously discussed at the Real Estate  
36 Advisory Committee Meeting. First, Mr. Rizzo noted that the construction for the Building 8  
37 would last 24 months. According to Mr. Rizzo, during the construction period, there will never be  
38 more than three or four truck trips per hour. Further, he discussed the anticipated overlap of  
39 construction activities for ST Building 8 and Cornell's hotel. Mr. Rizzo also noted that there will  
40 69 affordable housing units in Building 8. With regard to public daycare, he stated that the number  
41 of units does not trigger any level of significance for daycare establishments.

42  
43 Then, Mr. Jamar Adams, Development Associate at The Related Companies answered the  
44 questions from the Board Members. In response to a question from Director Kraut, Mr. Adams  
45 explained what steps would be taken between the zoning resolution approval and the construction  
46 commencement in June. In response to Director Polivy's question, Mr. Adams discussed  
47 transportation impacts associated with the project and mitigation measures. In response to Director  
48 Polivy's question regarding the affordability plan for Building 8, Mr. Adams noted that HR still

1 intends to create the plan previously presented to the Board and if there is a need to change it, HR  
2 will come to the Board.

3  
4 General Counsel Jacqueline Flug noted that the Fifth Amendment to the Development  
5 Agreement provides a greater level of affordability for middle income and low income residents  
6 than provided by any of the previous Southtown buildings. The Amendment requires this  
7 affordability level regardless of City funding.

8  
9 Ms. Sydni Keppen, Transportation Engineer and Planner from Philip Habib & Associates  
10 further discussed the potential impacts of the ST Buildings 8 & 9 development on transit on RI.  
11 She stated that there will be no significant adverse impacts on transit.

12  
13 In response to concerns expressed by Mr. Shinozaki regarding the subway and ferry usage  
14 on the Island, Mr. Rizzo noted that the ST Buildings 8 & 9 development will not have a significant  
15 adverse impact on ferry and subway capacity.

16  
17 The Board then voted separately on two parts/sections of the proposed resolution. Mr.  
18 Rizzo explained that the proposed zoning override resolution only relates to Building 8, while the  
19 Environmental Assessment relates to both ST Buildings 8 & 9.

20  
21 First, Ms. Flug requested a motion to approve the notice of determination of no significance  
22 under SEQRA and to adopt the Environmental Assessment (Section 2 of the proposed resolution).

23  
24 Upon a motion duly made, seconded and carried by four votes in favor (Mr. Valella, Ms.  
25 Reeser, Mr. Kraut, and Mr. Polivy) and one vote against (Mr. Shinozaki), Section 2 of the proposed  
26 resolution was approved.

27  
28 Mr. Valella then moved to approve the zoning ‘override’ resolution for ST Building 8.

29  
30 Upon a motion duly made, seconded and carried by unanimous vote in favor (Mr. Valella,  
31 Ms. Reeser, Mr. Kraut, Mr. Polivy and Mr. Shinozaki), Section 4 (for Building 8 only) of the  
32 proposed resolution was approved and the following resolution was ADOPTED:

33  
34 **RESOLUTION**

35  
36 **AUTHORITY TO 'OVERRIDE' THE NEW YORK CITY**  
37 **ZONING RESOLUTION IN CONNECTION WITH THE**  
38 **DEVELOPMENT OF SOUTHTOWN BUILDINGS 8 & 9 AND TAKE RELATED ACTIONS**  
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40  
41 **WHEREAS**, the Roosevelt Island Operating Corporation (the "Corporation) consistent with  
42 Section 6389(3) of the RIOC Act (N.Y. Unconsolidated Laws Sections 6385-6399), has the authority  
43 to waive compliance with local laws, ordinances, codes, charters and regulations, including but not  
44 limited to, the New York City Zoning Resolution (the "Override Authority") for the development of  
45 Southtown to the extent that the requirements of the Zoning Resolution are at variance with the General  
46 Development Plan for Roosevelt Island, the Revised Roosevelt Island Southtown Plan and Project  
47 approved by the Board of Directors on September 22, 1999 and the Design Guidelines for the  
48 construction of Southtown (the "Southtown Planning Documents");

1           **WHEREAS**, the Related Companies, L.P. and the Hudson Companies Incorporated  
2 (collectively, "Developer" of the Southtown Project) have requested that the Corporation exercise its  
3 Override Authority to waive compliance with certain zoning provisions in connection with the  
4 development of Southtown Buildings 8 & 9 ("Project"), as set forth in the attached letter dated January  
5 29, 2018 from Handel Architects LLP; and

6           **WHEREAS**, the Corporation's staff and outside counsel have reviewed the Developer's  
7 request including the architect's letter, and recommend that the Corporation exercise its Override  
8 Authority to waive compliance with certain zoning provisions in connection with the development;

9           **WHEREAS**, the Corporation has carried out environmental review of the Project under the  
10 State Environmental Quality Review Act ("SEQRA") and prepared an environmental assessment,  
11 which supports a finding of no significant impact from the Project;

12           **WHEREAS**, the Corporation previously approved the Southtown Project and all nine  
13 buildings in 1990 and met its obligations under SEQRA by preparing an environmental impact  
14 statement (updated in 1999) but has prepared the present environmental assessment to ensure the  
15 passage of time has not changed findings;

16           **WHEREAS**, as documented in the environmental assessment, the construction of the Project  
17 is consistent with the purpose, mission and governing statute of RIOC, including the obligation to  
18 oversee the construction of improvements like Southtown as outlined in the General Development  
19 Plan;

20           **NOW THEREFORE**, be it

21           **RESOLVED** by the Board of Directors of the Roosevelt Island Operating Corporation as  
22 follows:

23           Section 1.       Under SEQRA RIOC shall serve as lead agency for the environmental review  
24 of the proposed override of certain requirements of the New York City Zoning  
25 Resolution for Southtown Building 8 and 9, which review has been coordinated  
26 with other necessary reviews pursuant to other applicable laws and regulations.

27           Section 2.       RIOC hereby approves the March 23, 2018 Environmental Assessment,  
28 supplemental report and exhibits ("EA") in the form provided to board  
29 members, a copy of which is hereby ordered filed with the records of RIOC.

30           Section 3.       On the basis of the EA, including its appendices, RIOC hereby (a) determines  
31 that the proposed override will not, either individually or cumulatively with  
32 other actions, have a significant adverse environmental impact and,  
33 accordingly, that no environmental impact statement is required under  
34 SEQRA; and (b) authorizes the issuance of a Negative Declaration under  
35 SEQRA.

36           Section 4.       Except as to requirements that adversely affect public safety or health,  
37 consistent with Section 6389(3) of the RIOC Act, the President/Chief  
38 Executive Officer or her designee, after consultation with architects and  
39 environmental consultants for developer, is hereby authorized to exercise the  
40 Corporation's Override Authority for the development of Southtown Building

1 8 to the extent that the requirements of the N.Y.C. Zoning Resolution are at  
2 variance with the Southtown Planning Documents.

3 Section 5. The President/Chief Executive Officer or her designee, after consultation with  
4 construction consultants, is hereby authorized to amend the design guidelines  
5 for Southtown as necessary to carry out this resolution.

6 Section 6. The President/Chief Executive Officer is hereby authorized to take such actions  
7 and execute such agreements as she deems necessary to effectuate the  
8 foregoing.

9 Section 7. This resolution shall take effect immediately.

10 \* \* \*

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13 Mr. Valella noted that item #9 of new business will be discussed before item #2 of new  
14 business.

15  
16 **NEW BUSINESS ITEM #9**

17  
18 The ninth item of new business was the authorization to take certain actions to assume the  
19 responsibility for the FDR Hope Memorial project execution within the Southpoint Open Space area.

20  
21 President Rosenthal provided the brief background of the Hope Memorial project. She  
22 credited Mr. Jim Bates, late President of the Roosevelt Island Disabled Association (RIDA) who  
23 initiated this project. Ms. Rosenthal stated that RIOC is willing to complete this project, per the  
24 request from RIDA. She noted that RIOC's General Counsel Ms. Flug now directly works with  
25 the NYC Department of Parks and Recreation on this matter who will provide \$150,000 grant  
26 towards this project. Ms. Rosenthal also noted that Mr. Stephen Noone, Assistant Vice President  
27 of Capital Planning and Projects, will be involved in this project, too. According to Ms. Rosenthal,  
28 Mr. Mark Diamond, an architect, will be assisting with regrading the site to make it more  
29 accessible.

30  
31 Ms. Rosenthal further discussed the steps necessary to effectuate RIOC's assumption of  
32 the project. She noted that the same granite will be used for the FDR Hope sculpture as for the  
33 FDR memorial in the Four Freedoms State Park. In response to Director Kraut's question, Ms.  
34 Rosenthal confirmed that RIOC has enough money to complete the project. She noted that Mr.  
35 Sean Singh, RIOC's Grant Writer, was working on the project for seven years, and the funds are  
36 available. Mr. Kraut also praised Mr. Bates for his work, and expressed his satisfaction with  
37 RIOC's taking over this project.

38  
39 Director Polivy inquired whether he needs to recuse himself from voting, as he was also  
40 involved in this project from inception. Ms. Flug noted that this is not necessary.

41  
42 Ms. Flug stated that RIOC will assume responsibility for the FDR Hope Memorial Project  
43 execution and recommended this item for Board approval.

44  
45 Upon a motion duly made, seconded and carried by unanimous vote in favor (Mr. Valella,  
46 Ms. Reeser, Mr. Kraut, Mr. Polivy, and Mr. Shinozaki), the following resolution was ADOPTED:

1 **RESOLUTION**

2  
3 **AUTHORIZATION TO TAKE CERTAIN ACTIONS TO ASSUME THE RESPONSIBILITY**  
4 **FOR THE FDR HOPE MEMORIAL PROJECT EXECUTION**  
5 **WITHIN THE SOUTHPOINT OPEN SPACE AREA**  
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7  
8 **RESOLVED** by the Board of Directors of the Roosevelt Island Operating Corporation of the State  
9 of New York (“RIOC”), as follows:

10  
11 Section 1. that RIOC is hereby authorized to take certain actions to assume the  
12 responsibility for the FDR Hope Memorial Project execution within the  
13 Southpoint Open Space area, upon such terms and conditions substantially  
14 similar to those outlined in the Memorandum from Susan G. Rosenthal to  
15 RIOC Board of Directors dated April 10, 2018, attached hereto;

16  
17 Section 2. that the President/Chief Executive Officer or her designee is hereby  
18 authorized to take such actions and execute such instruments as she deems  
19 necessary to effectuate the foregoing; and

20  
21 Section 3. that this resolution shall take effect immediately.

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23  
24 Mr. Valella noted that the discussion moves back to the agenda item #2.

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26 **NEW BUSINESS ITEM #2**

27  
28 The second item of new business was ratification of insurance binders for FY 2018-19.

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30 Comptroller Jagdharry noted that Mr. Famigletti of AJG, RIOC’s insurance broker, is  
31 present in the audience to answer any questions. Mr. Jagdharry stated that RIOC’s insurance  
32 binders had expired on March 31, 2018. RIOC’s insurance brokers successfully secured renewals  
33 of RIOC’s insurance policies for FY 2018-19. Mr. Jagdharry discussed the changes in insurance  
34 premiums for various coverages. He recommended the ratification of the FY 2018-19 insurance  
35 binders for Board approval.

36  
37 In response to Director Polivy’s questions, Mr. Jagdharry stated that the new rates are  
38 reasonable, as well as the apportionment for the Tram.

39  
40 Upon a motion duly made, seconded and carried by unanimous vote in favor (Mr. Valella,  
41 Ms. Reeser, Mr. Kraut, Mr. Polivy, and Mr. Shinozaki), the following resolution was ADOPTED:

42 **RESOLUTION**

43  
44 **RATIFICATION OF INSURANCE BINDERS FOR FY 2018-19**  
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1 **RESOLVED** by the Board of Directors of the Roosevelt Island Operating Corporation of the State  
2 of New York (“RIOC”), as follows:

3  
4 Section 1. that the insurance policy binders for the period of April 1, 2018 through  
5 March 31, 2019, upon such terms and conditions substantially similar to  
6 those outlined in the Memorandum from Muneshwar Jagdharry to Susan G.  
7 Rosenthal/Board of Directors, dated March 29, 2018, attached hereto, are  
8 hereby ratified;

9  
10 Section 2. that the President/Chief Executive Officer or her designee is hereby  
11 authorized to take such actions and execute such instruments as she deems  
12 necessary to effectuate the foregoing; and

13  
14 Section 3. that this resolution shall take effect immediately.

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16 \* \* \*

17  
18 **NEW BUSINESS ITEM #3**

19  
20 The third item of new business was the authorization to enter into a Settlement Agreement  
21 in Connection with the Rivercross Arbitration and Second Amendment of the Rivercross Ground  
22 Lease.

23  
24 Vice President and General Counsel Jacqueline P. Flug provided the background of the  
25 Rivercross arbitration. She noted that in 2011, RIOC extended the Ground Lease for Rivercross  
26 until 2068. On March 27, 2014, Rivercross withdrew from the Mitchell-Lama Housing Program  
27 (“ML”). Per the 2011 Lease Amendment, the withdrawal from ML prompted an escalation of  
28 residential and commercial ground rent. Ms. Flug explained that per the amendment, if Rivercross  
29 withdrew without an Affordability Plan approved by the NYS Homes and Community Renewal  
30 (“HCR”), the rent would be escalated to market rate. There were also additional financial terms  
31 that would change. However, Rivercross and RIOC were unable to agree on the market rate and  
32 financial terms. Accordingly, per the Lease Agreement, the parties entered into arbitration and  
33 took steps toward having the matter presented to the arbitrator. Ms. Flug stated that the parties  
34 have now reached a settlement.

35  
36 Ms. Flug further explained the terms of the settlement agreement, to be included in a  
37 Second Amendment to the Restated Ground Lease for Rivercross. She stated that the ground rent  
38 will be \$2.5 million annually and that commercial space will continue to be rented to RIOC. She  
39 noted that Rivercross will also pay Tax Equivalent Payments (“TEP”) to Empire State  
40 Development (“ESD”) at a reduced rate of 80%, per a new agreement with ESD. Ms. Flug also  
41 noted that Second Amendment will provide for an Affordability Plan. In response to Director  
42 Kraut’s question, Mr. Flug confirmed that Rivercross will not have the Affordability Plan approved  
43 by HCR. Rather, the Affordability Plan will be administered by a third-party administrator, to be  
44 determined. Further responding to Mr. Kraut, Ms. Flug noted that those tenants who want  
45 maintenance deferral, would have to meet certain income criteria.

46  
47 Director Polivy recused himself from voting on this matter.

1 Upon a motion duly made, seconded and carried by four votes in favor (Mr. Valella, Ms.  
2 Reeser, Mr. Kraut, and Mr. Shinozaki), the following resolution was ADOPTED:

3  
4 **RESOLUTION**

5  
6 **AUTHORIZATION TO ENTER INTO SETTLEMENT AGREEMENT**  
7 **IN CONNECTION WITH THE RIVERCROSS ARBITRATION AND SECOND**  
8 **AMENDMENT OF THE RIVERCROSS GROUND LEASE**  
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10  
11 **RESOLVED** by the Board of Directors of the Roosevelt Island Operating Corporation of the State  
12 of New York (“RIOC”), as follows:

13  
14 Section 1. that RIOC is hereby authorized to enter into the settlement agreement in  
15 connection with the Rivercross arbitration and the Second Amendment of  
16 the Rivercross Ground Lease, upon such terms and conditions substantially  
17 similar to those outlined in the Memorandum from Jacqueline P. Flug to  
18 RIOC Board of Directors/Susan G. Rosenthal dated April 9, 2018, attached  
19 hereto;

20  
21 Section 2. that the President/Chief Executive Officer or her designee is hereby  
22 authorized to take such actions and execute such instruments as she deems  
23 necessary to effectuate the foregoing; and

24  
25 Section 3. that this resolution shall take effect immediately.

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28  
29 **NEW BUSINESS ITEM #4**

30  
31 The fourth item of new business was the authorization to enter into contract with Gardiner  
32 & Theobald, Inc. for Owner's Representative services for capital projects & strategic planning.

33  
34 Mr. Stephen Noone, Assistant Vice President of Capital Planning and Projects, explained  
35 the need for Owner's Representative services to assist the corporation with strategic planning and  
36 numerous capital projects on the Island. According to Mr. Noone, these services would provide  
37 the additional project management oversight, professional expertise in areas such as design,  
38 engineering and estimate, as well as staffing on an as-needed basis.

39  
40 Mr. Noone further described the procurement process for this contract. He noted that RIOC  
41 received 14 submissions in response to the RFP. Of the firms interviewed, the firm of Gardiner &  
42 Theobald, Inc., received the highest score. According to Mr. Noone, Gardiner & Theobald, Inc.,  
43 through its proposal and interview, demonstrated the best understanding of RIOC's needs and  
44 presented the best approach to meet those needs. Mr. Noone recommended the contract with  
45 Gardiner & Theobald, Inc. in the amount of \$1,617,100, including a 10% contingency, for Board  
46 approval.  
47



1 Mr. Noone responded to questions from the Board members Kraut and Shinozaki.  
2 President Rosenthal noted that she was on a rating committee and was impressed that a half of the  
3 firm's contract team are financial professionals. General Counsel Flug also emphasized the  
4 importance of having owner's representative for strategic planning and capital projects.  
5

6 Upon a motion duly made, seconded and carried by unanimous vote in favor (Mr. Valella,  
7 Ms. Reeser, Mr. Kraut, Mr. Polivy, and Mr. Shinozaki), the following resolution was ADOPTED:  
8

9 **RESOLUTION**

10  
11 **AUTHORIZATION TO ENTER INTO CONTRACT WITH GARDINER & THEOBALD, INC.**  
12 **FOR OWNER'S REPRESENTATIVE SERVICES FOR CAPITAL PROJECTS & STRATEGIC**  
13 **PLANNING**  
14

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15  
16 **RESOLVED** by the Board of Directors of the Roosevelt Island Operating Corporation of the State  
17 of New York ("RIOC"), as follows:  
18

19 Section 1. that RIOC is hereby authorized to enter into contract with Gardiner &  
20 Theobald, Inc. for owner's representative services for capital projects and  
21 strategic, upon such terms and conditions substantially similar to those  
22 outlined in the Memorandum from Stephen T. Noone to RIOC Board of  
23 Directors/Susan G. Rosenthal dated April 10, 2018, attached hereto;  
24

25 Section 2. that the President/Chief Executive Officer or her designee is hereby  
26 authorized to take such actions and execute such instruments as she deems  
27 necessary to effectuate the foregoing; and  
28

29 Section 3. that this resolution shall take effect immediately.  
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32  
33 **NEW BUSINESS ITEM #5**  
34

35 The fifth item of new business was approval of extension of the FY 2017-18 Public Purpose  
36 Grants period.  
37

38 Grant Writer Sean Singh explained the need to extend the FY 2017-18 Public Purpose  
39 Grants period for certain recipients. He noted that some of the grantees are present, and the Board  
40 can ask them any relevant questions. Mr. Singh noted that the grant related activities are taking  
41 place, but the second part of the grant has not been provided yet. The extensions are requested  
42 through September 30, 2018, which should provide sufficient time for the remaining expenses to  
43 be incurred, submitted and reviewed by RIOC. In response to a question from Mr. Valella, Mr.  
44 Singh noted that Life Frames will be providing remaining services through the late spring and  
45 early summer. In response to Mr. Shinozaki's question, Mr. Singh noted that there is no problem  
46 with compliance, but the program has been extended.  
47

1 Upon a motion duly made, seconded and carried by unanimous vote in favor (Mr. Valella,  
2 Ms. Reeser, Mr. Kraut, Mr. Polivy, and Mr. Shinozaki), the following resolution was ADOPTED:

3  
4 **RESOLUTION**

5  
6 APPROVAL OF EXTENSION OF THE FY 2017-18 PUBLIC PURPOSE GRANTS PERIOD  
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8  
9 **RESOLVED** by the Board of Directors of the Roosevelt Island Operating Corporation of the State  
10 of New York (“RIOC”), as follows:

11  
12 Section 1. that the extension of the FY 2017-18 Public Purpose Grants period  
13 substantially as set forth in the Memorandum from Sean Singh to RIOC  
14 Board of Directors/Susan G. Rosenthal, dated April 9, 2018, is hereby  
15 approved;

16  
17 Section 2. that the President/Chief Executive Officer or her designee is hereby  
18 authorized to take such actions and execute such instruments as she deems  
19 necessary to effectuate the foregoing; and

20  
21 Section 3. that this resolution shall take effect immediately.

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25 **NEW BUSINESS ITEM #6**

26  
27 The sixth item of new business was the ratification of contract with Derive Technologies  
28 LLC and EIA Datacom, Inc. for the purchase of surveillance cameras.

29  
30 Director of the Information Technology Department Indranie Sanichar stated that half of  
31 the Close Circuit TV (“CCTV”) video surveillance cameras on the Island are end-of-life and  
32 needed to be replaced.

33  
34 Director of the Public Safety Department Chief McManus noted that surveillance cameras  
35 are essential for police patrol and post event forensics and that RIOC worked with the NYPD 114<sup>Th</sup>  
36 Precinct on that. In response to Director Shinozaki’s question, Chief McManus noted that RIOC’s  
37 video surveillance network is not tied to the NYPD surveillance system.

38  
39 Ms. Sanichar explained that the cameras will be replaced in phases. She recommended the  
40 ratification of contract for the purchase and installation of the surveillance equipment in the amount  
41 of \$96,008.10 for Board’s approval.

42  
43 Upon a motion duly made, seconded and carried by unanimous vote in favor (Mr. Valella,  
44 Ms. Reeser, Mr. Kraut, Mr. Polivy, and Mr. Shinozaki), the following resolution was ADOPTED:

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**RESOLUTION**

RATIFICATION OF CONTRACT WITH DERIVE TECHNOLOGIES LLC AND EIA  
DATACOM, INC. FOR THE PURCHASE OF SURVEILLANCE CAMERAS

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**RESOLVED** by the Board of Directors of the Roosevelt Island Operating Corporation of the State of New York (“RIOC”), as follows:

Section 1. that the contract with Derive Technologies LLC and EIA Datacom Inc. for the purchase of surveillance cameras, upon such terms and conditions substantially similar to those outlined in the Memorandum from Indranie Sanichar to RIOC Board of Directors/Susan G. Rosenthal, dated February 26, 2018, attached hereto, is hereby ratified;

Section 2. that the President/Chief Executive Officer or her designee is hereby authorized to take such actions and execute such instruments as she deems necessary to effectuate the foregoing; and

Section 3. that this resolution shall take effect immediately.

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**NEW BUSINESS ITEM #7**

The seventh item of new business was the authorization to enter into contract with the Roosevelt Island Public Safety Officers Benevolent Association (“PSOBA”).

Director of Human Resources Claudia McDade discussed the March 29, 2018 Memorandum of Understanding (MOA) between RIOC and PSOBA to modify their Collective Bargaining Agreement (CBA). This MOA is retroactive to April 1, 2017, and will extend the CBA to March 31, 2019.

Ms. McDade then discussed the changes to the CBA that were necessary to bring it in line with the Governor’s Office of Employee Relations directives, including 2% salary increases. She recommended this agreement for Board approval. In response to a question from Chair’s Designee Valella regarding a PSOBA retirement plan, Ms. McDade stated that the current Retirement IRA employer contribution will be replaced with the newly created RIPSOPA 401(k) Plan. She noted that RIOC is contributing approximately 12% of RIOC’s administrative employees’ pensions. According to Ms. McDade, RIOC’s contribution towards PSOBA pension will match what RIOC is contributing to other pension plans.

Upon a motion duly made, seconded and carried by unanimous vote in favor (Mr. Valella, Ms. Reeser, Mr. Kraut, Mr. Polivy, and Mr. Shinozaki), the following resolution was ADOPTED:

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**RESOLUTION**

AUTHORIZATION TO ENTER INTO CONTRACT WITH THE ROOSEVELT ISLAND  
PUBLIC SAFETY OFFICERS BENEVOLENT ASSOCIATION

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**RESOLVED** by the Board of Directors of the Roosevelt Island Operating Corporation of the State of New York (“RIOC”), as follows:

Section 1. that RIOC is hereby authorized to enter into contract with the Roosevelt Island Public Safety Officers Benevolent Association, upon such terms and conditions substantially similar to those outlined in the Memorandum from Claudia McDade to RIOC Board of Directors dated March 30, 2018, attached hereto;

Section 2. that the President/Chief Executive Officer or her designee is hereby authorized to take such actions and execute such instruments as she deems necessary to effectuate the foregoing; and

Section 3. that this resolution shall take effect immediately.

\* \* \*

**NEW BUSINESS ITEM #8**

The eighth item of new business was the ratification of the amendment of contract with New York State Industries for the Disabled, Inc. (“NYSID”) for cleaning services at RIOC’s facilities.

Director of Parks and Recreation Mary C. Cunneen explained the need to expand the existing NYSID’s cleaning services to include additional RIOC’s facilities: the Cultural Center, the Sportspark, the Youth Center and the Bus Garage/Warehouse. She recommended the ratification of the amendment of contract with NYSID for Board’s approval.

Upon a motion duly made, seconded and carried by unanimous vote in favor (Mr. Valella, Ms. Reeser, Mr. Kraut, Mr. Polivy, and Mr. Shinozaki), the following resolution was ADOPTED:

**RESOLUTION**

RATIFICATION OF THE AMENDMENT OF CONTRACT WITH NEW YORK STATE  
INDUSTRIES FOR THE DISABLED, INC. FOR CLEANING SERVICES AT RIOC’S  
FACILITIES

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**RESOLVED** by the Board of Directors of the Roosevelt Island Operating Corporation of the State of New York (“RIOC”), as follows:

Section 1. that the amendment of contract with New York State Industries for the Disabled, Inc. for the cleaning services at RIOC’s facilities, upon such terms

1 and conditions substantially similar to those outlined in the Memorandum  
2 from Mary C. Cunneen to RIOC Board of Directors/Susan G. Rosenthal,  
3 dated April 10, 2018, attached hereto, is hereby ratified;  
4

5 Section 2. that the President/Chief Executive Officer or her designee is hereby  
6 authorized to take such actions and execute such instruments as she deems  
7 necessary to effectuate the foregoing; and  
8

9 Section 3. that this resolution shall take effect immediately.  
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11 \* \* \*  
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### 13 **PRESIDENT’S REPORT**

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15 President Rosenthal thanked former Directors Margie Smith and Fay Christian, who  
16 recently resigned, for their service on the RIOC Board. Ms. Christian had served on the Board  
17 since 2008, and Ms. Smith - since 2010. Ms. Rosenthal stated that, per her conversation with Ms.  
18 Smith, Ms. Smith will continue to be involved in projects to bring art to the Island, including the  
19 Island of Art and the Hope Memorial projects. Ms. Rosenthal noted that she hasn’t spoken to Ms.  
20 Christian yet, but will ask Ms. Christian to continue her involvement in community affairs in areas  
21 of interest to her.  
22

23 Mr. Valella noted, the he, as a state representative, was very impressed with all the Board  
24 Members’ interest and involvement in the Island activities, with Ms. Smith’s, in particular. Mr.  
25 Kraut noted that he would like to present plaques to his former fellow Directors.  
26

27 On the Youth Center matter, Ms. Rosenthal noted that Ms. Erica Spencer-EL, RIOC’s  
28 employee since 2007, was promoted from Community Relations Manager to Director of  
29 Community Affairs. This new position includes heading up the Youth Center. According to Ms.  
30 Rosenthal, Ms. Spencer and Mr. Shelton Haynes, VP of Operations, have met with the parents at  
31 the Parents Advisory Committee, and are now working on programing for the Youth Center. Ms.  
32 Rosenthal also noted that the Soccer Program is starting on May 5, 2018 for grades 6-12. RIOC’s  
33 Alexis Morant is working on this dealing with St. John’s University Soccer players to teach skills  
34 here. Ms. Rosenthal also thanked Roy Magsisi, former RIOC’s Youth Center Director, and  
35 members of his staff for their work and commitment to Roosevelt Island kids.  
36

37 Ms. Rosenthal then provided the updates on the current RIOC’s projects. She noted that a  
38 contract award for the Youth Center renovations is anticipated by the end of June. The Tram  
39 platform project completion has been delayed for two-three weeks due to the weather. RIOC  
40 continues working on the necessary permits for the Tram Elevators. Ms. Rosenthal noted that the  
41 Helix project is moving forward. For this project, RIOC hired an additional transportation  
42 engineer, Mr. Samuel Schwartz. Ms. Rosenthal also mentioned that his father, a former N.Y.C.  
43 Traffic Commissioner Samuel Schwartz, aka “Gridlock Sam”, is most notable for popularizing the  
44 word “gridlock.”  
45

46 Finally, Mr. Rosenthal noted that she anticipates to be bringing the Bikes Ramp design  
47 contract to the next Board meeting.  
48

1 **COMMITTEE REPORTS**

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3 **AUDIT COMMITTEE**

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5 Committee Chair Mr. Polivy stated that the Audit Committee met on April 9, 2018 and  
6 held an executive session to conduct an interview with RIOC’s auditors EFPR Group, CPAS,  
7 PLLC. No votes were taken during the executive session.  
8

9 **GOVERNANCE COMMITTEE**

10  
11 Mr. Polivy stated that the Governance Committee met on April 9, 2018 to discuss the  
12 Corporation’s By-laws. Chair’s Designee Mr. Valella stated that due to Ms. Smith’s resignation,  
13 the Committee needs a new Chair. Mr. Shinozaki was named a new Governance Committee Chair,  
14 with a confirmation letter to follow.  
15

16 **OPERATIONS ADVISORY COMMITTEE**

17  
18 Committee Chair Mr. Shinozaki stated that the Operations Advisory Committee did not  
19 meet.  
20

21 **REAL ESTATE DEVELOPMENT ADVISORY COMMITTEE**

22  
23 Committee Chair Mr. Polivy stated that the Real Estate Development Advisory Committee  
24 met on April 3, 2018 to discuss the Southtown 8 & 9 Environmental Assessment and Zoning  
25 Overrides. During its executive session, the Committee discussed the Rivercross arbitration  
26 settlement, and the Westview ground lease negotiations. No votes were taken during the executive  
27 session.  
28

29 \* \* \*

30  
31 **PUBLIC SAFETY REPORT**

32  
33 Chair’s Designee Mr. Valella noted that the Public Safety Report was included in the Board  
34 package. President Rosenthal thanked Chief McManus for securing the NYPD presence and the  
35 ambulance during the Helix repairs.  
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37 \* \* \*

38  
39 Upon a motion duly made, seconded and carried by unanimous vote in favor (Mr. Valella,  
40 Ms. Reeser, Mr. Kraut, Mr. Polivy, and Mr. Shinozaki), the meeting was adjourned at 6:58 p.m.  
41  
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Jacqueline P. Flug, Secretary