



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 MAY 17, 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 May 17, 2018 at 5:30 p.m.¹

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 ²

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
Arthur G. Eliav	Associate General Counsel
Muneshwar Jagdharry	Comptroller
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
Lada V. Stasko	Assistant General Counsel

¹ The RIOC Board Meeting commenced following a public comment period. The public comment period was not part of the meeting.

² Mr. Shinozaki arrived during the discussion of item #2 of new business.

1 Chair's Designee Mr. Valella called the Board meeting to order at 5:35 p.m. The roll was
2 called and a quorum found to be assembled and present.

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5 **APPROVAL OF MINUTES**

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7 The first item of business was the approval of the minutes of the April 18, 2018 meeting
8 of the RIOC Board of Directors. The proposed draft of the April 18, 2018 Board meeting minutes
9 had been previously distributed to all Board members for their consideration.

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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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16 **NEW BUSINESS ITEM #1**

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18 The first item of new business was a presentation by Mr. Stephen Noone, Assistant VP of
19 Capital Planning Projects, on the Helix repairs.

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21 Mr. Noone stated that the purpose of this presentation is to update the Board on the current
22 status of Helix repairs. He noted that substantial unforeseen circumstances discovered during the
23 Helix work would necessitate a change order for this project, which would exceed the existing
24 contingency. Mr. Noone provided a brief history of the project, starting from the initial testing of
25 the Helix ramp in 2012. He noted that in 2013, RIOC engaged Gandhi Engineering ("Gandhi")
26 for additional evaluation of the ramp. Gandhi prepared drawings and specs according to the DOT
27 requirements and created a scope of work. Mr. Noone noted that now, ten weeks into construction,
28 the contractor Specialty Construction did all small repairs on one side of the ramp, and the work
29 was switching to the interior lane. This is when the contractor and Gandhi's resident engineer
30 discovered more damage to the structure while conducting a visual inspection. Mr. Noone noted
31 that with a conservative approach, a \$1.2M change order would be necessary to complete the entire
32 job.

33
34 Mr. Noone also addressed the mitigation efforts for the Helix repairs. Per recommendations
35 of Samuel Schwartz, transportation engineer, RIOC is adjusting the traffic lights to alleviate traffic
36 congestion for the duration of the project, modifying pedestrian traffic and relocating the MTA
37 bus stop closer to the south of Capobianco field.

38
39 In response to a question from Director Kraut, Mr. Noone stated that all pedestrian traffic
40 modifications will be accessible for the disabled. In response to Director Polivy, Mr. Noone noted
41 that the original construction contract amount was for \$2.8M, plus a 10% contingency, and now
42 an additional \$1.2M is required to complete the job. In response to Mr. Valella's question, Mr.
43 Noone stated that the change order costs are adequate. Further responding to Mr. Kraut, Chief
44 Financial Officer Quinones noted that this change order most likely will be presented for
45 ratification at the next Board meeting. In response to Mr. Polivy, Mr. Noone noted that the project
46 completion is anticipated in July.

1 Mr. Valella noted that no action is required on this item and thanked Mr. Noone for his
2 presentation.

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6 **NEW BUSINESS ITEM #2**

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8 The second item of new business was an authorization to enter into contracts for
9 architectural and engineering services.

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11 Assistant VP of Capital Planning Projects Mr. Noone stated that in August 2017, RIOC
12 issued the RFP for a panel of on-call architectural and engineering services firms (“A&E panel”).
13 He explained that on-call services would include common architectural and engineering services
14 provided for municipalities and state entities. According to Mr. Noone, 21 proposals were
15 received, 15 bidders were interviewed, and six bidders were selected for the A&E panel. Mr.
16 Noone discussed the selection criteria, which included experience with state and public entities.
17 He recommended the six selected companies for Board approval. Mr. Noone noted that the hourly
18 rates are locked in for three years, and that RIOC could go to any of six companies on the bench.
19 He stated that any task order of \$50,000 or above would still require Board approval.

20
21 In response to Mr. Kraut’s question, Mr. Noone confirmed that RIOC would not pay any
22 money to the A&E firms until we call them. President Rosenthal noted that this A&E panel is
23 similar to what RIOC had before.

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

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28 **RESOLUTION**

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30 **AUTHORIZATION TO ENTER INTO CONTRACTS**
31 **FOR ARCHITECTURAL AND ENGINEERING SERVICES**

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

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37 Section 1. that RIOC is hereby authorized to negotiate and enter into contracts with
38 Cameron Engineering & Associates, L.L.P.; KS Engineers, P.C.; The
39 Lawrence Group Architects of New York, P.C.; Gandhi Engineering, Inc.;
40 MP Engineers, P.C.; and DI Group Architecture, LLC to provide
41 architectural and engineering services, upon such terms and conditions
42 substantially similar to those outlined in the Memorandum from Stephen
43 Noone to RIOC Board of Directors/Susan G. Rosenthal, dated May 2, 2018,
44 attached hereto;

45
46 Section 2. that the President/Chief Executive Officer or her designee is hereby
47 authorized to take such actions and execute such instruments as she deems
48 necessary to effectuate the foregoing; and

1 **COMMITTEE REPORTS**

2
3 **AUDIT COMMITTEE**

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5 Committee Chair Mr. Polivy stated that the Audit Committee did not meet

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7 **GOVERNANCE COMMITTEE**

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9 Director Kraut noted that Mr. Shinozaki was appointed as a Chair of the Governance
10 Committee. Mr. Shinozaki stated that the Governance Committee did not meet.

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12 **OPERATIONS ADVISORY COMMITTEE**

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14 Committee Chair Mr. Shinozaki stated that the Operations Advisory Committee did not
15 meet. He noted that the Committee used to meet along with RIOC’s staff twice a month and that
16 he expects accurate reporting from the staff.

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18 **REAL ESTATE DEVELOPMENT ADVISORY COMMITTEE**

19
20 Committee Chair Mr. Polivy stated that the Real Estate Development Advisory Committee
21 met on May 2, 2018 to discuss, in executive session, the Westview ground lease negotiations. No
22 votes were taken during the executive session.

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26 **PUBLIC SAFETY REPORT**

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28 Chair’s Designee Mr. Valella noted that the Public Safety Report was included in the Board
29 package.

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33 Upon a motion duly made, seconded and carried by unanimous vote in favor (Mr. Valella,
34 Ms. Reeser, Mr. Kraut, Mr. Polivy and Mr. Shinozaki), the meeting was adjourned at 6:22 p.m.

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37 Jacqueline P. Flug, Secretary