



ANDREW M. CUOMO
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SUSAN G. ROSENTHAL
President & CEO

BOARD OF DIRECTORS

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Robert F. Mujica Jr., Director of BUDGET
Conway S. Ekpo
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David Kraut
Howard Polivy
Michael Shinozaki

Agenda Item V, 1. September 5, 2019

PROPOSED RESOLUTION

**APPOINTMENT OF GRETCHEN K. ROBINSON TO THE POSITION OF SECRETARY AND
VICE PRESIDENT FOR LEGAL AFFAIRS OF THE CORPORATION**

WHEREAS, the Roosevelt Island Operating Corporation (the “Corporation”) is a public benefit corporation empowered by Title 16, Chapter 26 of the New York Unconsolidated Laws to carry out the operation, maintenance, and development of Roosevelt Island; and

WHEREAS, Gretchen K. Robinson is the candidate for the position of General Counsel and Director of Legal Affairs for the Corporation and is qualified to serve as a Secretary and Vice President of the Corporation; and

WHEREAS, the President/Chief Executive Officer proposes the appointment of Gretchen K. Robinson to the position of Secretary, and Vice President for Legal Affairs of the Corporation; and

WHEREAS, Article IV, Section 1, of the Corporation’s By-Laws provides that the Board of Directors shall determine the officers of the Corporation, including the Vice President, the Secretary, and such other officers as may be determined by the Board; and

WHEREAS, the Board of Directors has reviewed and found satisfactory the qualifications and experience of Gretchen K. Robinson;

NOW, THEREFORE, IT IS HEREBY RESOLVED BY THE BOARD OF DIRECTORS OF THE CORPORATION, AS FOLLOWS:

- Section 1. that Gretchen K. Robinson is elected Secretary and Vice President for Legal Affairs of the Corporation at an annual salary of not more than \$147,500 for the Fiscal Year ending March 31, 2020 and thereafter not more than that which is approved by the Board of Directors;
- Section 2. that the President/Chief Executive Officer is authorized to take such actions and/or execute such instruments as she deems necessary to effectuate the foregoing;
- Section 3. that this resolution shall take effect immediately.

