



ANDREW M. CUOMO
Governor

SUSAN G. ROSENTHAL
President & CEO

BOARD OF DIRECTORS

RuthAnne Visnaukas, Chair, Commissioner of NYSHCR
Robert F. Mujica Jr., Director of BUDGET
Conway S. Ekpo
Jeffrey R. Escobar
David Kapell
David Kraut
Howard Polivy
Michael Shinozaki

MINUTES OF THE JANUARY 30, 2020 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 January 30, 2020 at 5:30 p.m.¹

Directors Present:

Alejandro J. Valella	Representing RuthAnne Visnaukas, RIOC Chair and Commissioner, the New York State Division of Housing and Community Renewal ²
Erica Levendosky	Representing Robert F. Mujica, Director, the State of New York Division of Budget
Conway Ekpo	Director
Jeffrey Escobar	Director
David Kapell	Director
David Kraut	Director
Howard Polivy	Director

Directors Absent:

Michael Shinozaki	Director
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Officers and Staff Attending:

Susan G. Rosenthal	President/Chief Executive Officer
Shelton J. Haynes	Vice President/Chief Operating Officer
John O'Reilly	Vice President/Chief Financial Officer
Gretchen K. Robinson	Vice President/General Counsel
Jonna Carmona-Graf	Assistant Vice President of Capital Planning and Projects
Arthur G. Eliav	Associate General Counsel
Terrence McCauley	Director of Communications and Public Affairs/Public Information Officer
Lada V. Stasko	Assistant General Counsel

Others Attending:

Mark Bednarz	PKF O'Connor Davies, LLP, Partner
Judith Berdy	Roosevelt Island Historical Society, President
Nora Galleros	Galleros Robinson, Partner

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

² Chair Designee Mr. Valella left after President's Report.

1 Chair's Designee Mr. Valella called the Board meeting to order at 5:40 p.m. The roll was
2 called, and a quorum found to be assembled and present.

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6 During the public comment period, Ms. Judith Berdy, President of Roosevelt Island Historical
7 Society ("RIHS"), raised a concern that Metropolitan Transit Authority ("MTA") intends to change
8 the Q102 bus route on Roosevelt Island, which would eliminate service to the north of the Island
9 where Coler Hospital is located. She asked the Board to adopt a resolution requesting that MTA not
10 change the existing Q102 bus route on Roosevelt Island.

11
12 Due to the urgency of the matter, Mr. Valella suggested not to wait until the next Board
13 meeting. He asked RIOC's General Counsel, Gretchen Robinson, to prepare a resolution requesting
14 that the MTA not change the existing Q102 bus service on the Island and that the proposed resolution
15 be distributed to the Board Members for their approval.

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19 **APPROVAL OF MINUTES**

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21 The first item of business was the approval of the minutes of the December 12, 2019 meeting
22 of the RIOC Board of Directors. The proposed draft of the December 12, 2019 had been previously
23 distributed to all Board members for their consideration.

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25 Upon a motion duly made, seconded and carried by unanimous votes in favor (Mr. Valella,
26 Ms. Levendosky, Mr. Ekpo, Mr. Escobar, Mr. Kapell, Mr. Kraut, and Mr. Polivy), the minutes were
27 **APPROVED** and ordered filed.

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31 **NEW BUSINESS ITEM #1**

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33 The first item of new business was the authorization to amend the contract with Stantec
34 Consulting Services, Inc. ("Stantec") for design services in connection with the Lighthouse Park
35 Project.

36
37 Ms. Jonna Carmona-Graf, Assistant Vice President of Capital Planning and Projects,
38 explained the need for additional design services for this project along with the increase of the
39 contract amount. She noted that the Lighthouse project design was discussed at the town hall meeting.
40 Ms. Carmona-Graf further stated that with the community engagement phase completed, she
41 recommends the constructing of a new building instead of renovating the existing structure as was
42 initially planned. She also noted that the comfort stations will be replaced.

43
44 Director Ekpo expressed reservations about the additional design services as they were not
45 included in the original contract scope.

1 Upon a motion duly made, seconded and carried by six votes in favor (Mr. Valella, Ms.
2 Levendosky, Mr. Escobar, Mr. Kapell, Mr. Kraut, and Mr. Polivy) and one against (Mr. Ekpo), the
3 following resolution was ADOPTED:

4 **RESOLUTION**

5
6 **AUTHORIZATION TO AMEND CONTRACT WITH**
7 **STANTEC CONSULTING SERVICES, INC. FOR DESIGN SERVICES**
8 **IN CONNECTION WITH THE LIGHTHOUSE PARK PROJECT**
9

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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 amend the contract with Stantec Consulting
15 Services, Inc. for design services in connection with the Lighthouse Park
16 project, upon such terms and conditions substantially similar to those outlined
17 in the Memorandum from Jonna Carmona-Graf to Susan G. Rosenthal/Board
18 of Directors dated January 24, 2020, attached hereto;

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

23
24 Section 3. that this resolution shall take effect immediately.

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26 * * *

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28 **NEW BUSINESS ITEM #2**

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30 The second item of new business was the authorization to enter into contract with PKF
31 O’Connor Davies, LLP (“PKF”) for Internal Controls consultant services.

32
33 Mr. Arthur Eliav, Associate General Counsel and Internal Controls Officer, explained the
34 aims and purpose of internal controls. He noted that the continuing expansion of RIOC’s role and
35 activities requires an improved and expanded system of internal controls. Mr. Eliav stated that, in
36 addressing this concern, RIOC considered following the example of other similar authorities by
37 soliciting services of an outside consultant.

38
39 Mr. Eliav discussed the procurement process for internal controls consultant services. PKF
40 came up as the leader among four bidders that vied for the contract. Mr. Eliav stated that PKF is a
41 prominent, full-service, accounting, audit, tax and consulting firm with offices throughout
42 northeastern United States and with more than 700 professionals and staff. According to Mr. Eliav,
43 RIOC’s rating committee was very impressed by their professional capabilities as well as their
44 commitment to the NYS Minority and Women Business Enterprise (“M/WBE”) goals, as well as the
45 Service-Disabled Veteran-Owned Business (“SDVOB”) goals.

46
47 Mr. Eliav introduced Mark Bednarz, lead Partner at PKF, and Nora Galleros, Partner at
48 Galleros Robinson, a NYS-certified Minority and Women Owned Enterprise that will be teaming up

1 with PKF on this contract. Mr. Bednarz and Ms. Galleros discussed the scope of their proposed
2 services and answered questions from Board Members.
3

4 General Counsel Gretchen Robinson stated that PKF will be working with the Audit
5 Committee and reminded the Board that the Audit Committee has one vacancy. Mr. Valella noted
6 that it is important for RIOC to have internal auditing as well. Mr. Bednarz stated that PKF can
7 perform internal audit functions if necessary.
8

9 Upon a motion duly made, seconded and carried by unanimous vote in favor (Mr. Valella,
10 Ms. Levendosky, Mr. Ekpo, Mr. Escobar, Mr. Kapell, Mr. Kraut, and Mr. Polivy), the following
11 resolution was ADOPTED:
12

13 **RESOLUTION**
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15 **AUTHORIZATION TO ENTER INTO CONTRACT WITH PKF O’CONNOR DAVIES, LLP**
16 **FOR INTERNAL CONTROLS CONSULTANT SERVICES**
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18
19 **RESOLVED** by the Board of Directors of the Roosevelt Island Operating Corporation of the State
20 of New York (“RIOC”), as follows:
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22 Section 1. that RIOC is hereby authorized to enter into contract with PKF O’Connor
23 Davies, LLP for Internal Controls consultant services, upon such terms and
24 conditions substantially similar to those outlined in the Memorandum from
25 Arthur G. Eliav to Susan G. Rosenthal/Board of Directors dated January 28,
26 2020, attached hereto;
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28 Section 2. that the President/Chief Executive Officer or her designee is hereby authorized
29 to take such actions and execute such instruments as she deems necessary to
30 effectuate the foregoing; and
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32 Section 3. that this resolution shall take effect immediately.
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36 **PRESIDENT’S REPORT**
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38 President Susan Rosenthal provided a brief update on several projects that have carried over
39 into 2020.
40

41 With respect to the Blackwell House Renovation Project, Ms. Rosenthal noted that the work
42 on the building is done, and that RIOC is securing necessary approvals from the City. RIOC will open
43 the Blackwell House to the public once the final certificate of completion is approved. RIOC is hoping
44 that this will be achieved in early Spring of 2020 and will keep the community apprised of the
45 progress.
46

47 Ms. Rosenthal stated that the Lighthouse Park Expansion Project, which was just approved,
48 is a result of collaboration with the community. RIOC received a lot of feedback on how much

1 greenspace and the kinds of amenities there should be, as well as the ways that Island residents plan
2 to use the park.

3
4 Further, Ms. Rosenthal noted that RIOC’s discussions with Citi Bike are moving forward.
5 The pilot program will include up to four locations throughout the Island. Ms. Rosenthal also stated
6 that RIOC intends to issue an RFP for Phase I of Sportspark construction this winter. Phase I
7 improvements involve the pool area, including a new HVAC system, new windows, interior
8 renovation to meet ADA requirements, upgrades to locker rooms and bathrooms, as well as upgrades
9 to the pool filtration system. With respect to the Southpoint Park project, RIOC is obtaining permits
10 for the project and plans to issue the RFP for construction by late winter. Ms. Rosenthal stated that
11 the construction of the Second Avenue Tram Elevator has resumed. The project is still scheduled to
12 be completed in late 2020.

13
14 Finally, President Rosenthal noted that RIOC has joined the Roosevelt Island Visual Arts
15 Association (“RIVAA”) in sponsoring the opening gala reception of RIVAA’s Black History Month
16 Exhibition on February 8, 2020. In addition, Ms. Rosenthal also encouraged everyone to check
17 RIOC’s website and social media pages for more details on the Youth Center’s Black History Month
18 Celebration on Saturday, February 22, 2020.

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22 **COMMITTEE REPORTS**

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24 **AUDIT COMMITTEE**

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26 The Audit Committee did not meet.

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28 **GOVERNANCE COMMITTEE**

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30 The Governance Committee did not meet.

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32 **OPERATIONS ADVISORY COMMITTEE**

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34 The Operations Advisory Committee did not meet.

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36 **REAL ESTATE DEVELOPMENT ADVISORY COMMITTEE**

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38 The Real Estate Development Advisory Committee did not meet.

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42 **PUBLIC SAFETY REPORT**

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44 Ms. Robinson noted that the Public Safety Report was included in the Board package.

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46 * * *

1 Chair's Designee Mr. Valella announced that he is retiring from State service and this is his
2 last Board meeting. President Rosenthal and Board Members thanked Mr. Valella for his dedicated
3 service on Board.
4

5 Mr. Valella then stated that the Board would like to adjourn into executive session to discuss
6 negotiations in connection with Roosevelt Landings. He noted that he would not be present during
7 the executive session.
8

9 Upon a motion duly made, seconded, and carried by a unanimous vote in favor (Mr. Valella,
10 Ms. Levendosky, Mr. Ekpo, Mr. Escobar, Mr. Kapell, Mr. Kraut, Mr. Polivy and Mr. Shinozaki), the
11 open meeting was adjourned for the Directors to go into executive session at 6:15 p.m. Upon the
12 return of the Directors from executive session at 6:40 p.m., Ms. Robinson stated that no votes were
13 taken during the executive session.
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16
17 Upon a motion duly made, seconded and carried by unanimous vote in favor (Ms.
18 Levendosky, Mr. Ekpo, Mr. Escobar, Mr. Kapell, Mr. Kraut, and Mr. Polivy), the meeting was
19 adjourned at 6:40 p.m.
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Gretchen K. Robinson, Secretary