



ANDREW M. CUOMO
Governor

SHELTON J. HAYNES
President & CEO

BOARD OF DIRECTORS

RuthAnne Visnauskas, 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 MARCH 16, 2021 MEETING OF THE
ROOSEVELT ISLAND OPERATING CORPORATION BOARD OF DIRECTORS**

A meeting of the Board of Directors was held via videoconference on March 16, 2021 at 5:30 p.m.

Directors Present:

Linda Manley	Representing RuthAnne Visnauskas, RIOC Chair and Commissioner, the New York State Division of Housing and Community Renewal
Conway Ekpo	Director
Jeffrey Escobar	Director
David Kraut	Director
Howard Polivy	Director
Michael Shinozaki	Director

Directors Absent:

Robert F. Mujica	Director, the State of New York Division of Budget
David Kapell	Director

Officers and Staff Attending:

Shelton J. Haynes	Incoming CEO/President
John O'Reilly	Chief Financial Officer
Gretchen K. Robinson	Vice President/General Counsel
Anthony Amoroso	Deputy Director of Public Safety Department
Kevin Brown	Director of Public Safety Department
Arthur Eliav	Associate General Counsel

Others Attending:

Stephen Martin	Friends of the Ruin Organization
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1 Gretchen K. Robinson, Vice President/General Counsel called the Board meeting to order at
2 5:30 p.m. The roll was called, and a quorum found to be assembled and present.

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6 **APPROVAL OF MINUTES**

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8 The first item of business was the approval of the minutes of the February 18, 2021 meeting
9 of the RIOC Board of Directors. The proposed draft of the February 18, 2021 meeting minutes had
10 been previously distributed to all Board members for their consideration.

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12 Upon a motion duly made, seconded and carried by unanimous votes in favor (Ms. Manley,
13 Mr. Ekpo, Mr. Escobar, Mr. Kraut, Mr. Polivy and Mr. Shinozaki), the minutes were **APPROVED**
14 and ordered filed.

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18 Chair's Designee Ms. Manley stated that the Board would like to adjourn into executive session
19 to discuss the employment of an individual to the Corporation.

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21 Upon a motion duly made, seconded, and carried by a unanimous vote in favor (Ms. Manley, Mr.
22 Ekpo, Mr. Escobar, Mr. Kraut, Mr. Polivy, and Mr. Shinozaki), the open meeting was adjourned for the
23 Directors to go into executive session at 5:40 p.m.

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25 Upon the return of the Directors from executive session at 5:55 p.m., Ms. Manley noted that no
26 votes were taken during the executive session.

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30 **NEW BUSINESS ITEM #1**

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32 The first item of new business was the Appointment of Shelton J. Haynes to the Position of
33 President/Chief Executive Officer of the Corporation.

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35 Ms. Manley emphasized Mr. Haynes' great leadership to the Corporation during these
36 difficult times. She also mentioned the support of his dedicated executive team. Ms. Manley
37 recommended that Mr. Haynes be appointed as President and CEO of the Corporation.

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39 Director Kraut stated that he is in agreement regarding the assessment of the work that Mr.
40 Haynes has provided to the Corporation. He noted, however, that the Board did not conduct an
41 executive search. He mentioned that conducting an executive search during the pandemic would have
42 been a challenge. As such, he did not disagree with the recommendation for Mr. Haynes to become
43 the next President and CEO of RIOC.

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45 Upon a motion duly made, seconded and carried by unanimous vote in favor (Ms. Manley,
46 Mr. Ekpo, Mr. Escobar, Mr. Kraut, and Mr. Shinozaki), the following resolution was **ADOPTED**:
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PROPOSED RESOLUTION

APPOINTMENT OF SHELTON J. HAYNES TO THE POSITION OF
PRESIDENT/CHIEF EXECUTIVE OFFICER OF THE CORPORATION

WHEREAS, the Roosevelt Island Operating Corporation (the “Corporation”) is a public benefit corporation empowered by Chapter 196 of the New York Unconsolidated Laws to carry out the operation, maintenance, and development of Roosevelt Island; and

WHEREAS, Article IV, Section 2, of the Corporation’s By-Laws provides that the Board of Directors shall elect the officers, including the President/Chief Executive Officer;

NOW, THEREFORE, IT IS HEREBY RESOLVED BY THE BOARD OF DIRECTORS OF THE ROOSEVELT ISLAND OPERATING CORPORATION OF THE STATE OF NEW YORK AS FOLLOWS:

Section 1. that Shelton J. Haynes is elected President/Chief Executive Officer of the Corporation at an annual salary of not more than which is approved by the Board of Directors;

Section 2. that the Chairperson is hereby authorized to take such actions and/or execute such instruments as deemed necessary to effectuate the foregoing;

Section 3. that this resolution shall take effect immediately.

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NEW BUSINESS ITEM #2

The second item of new business was the Authorization to Enter into Contract with Vanguard Construction & Development Co. Inc. for Sportspark Renovation Project.

Mr. John O’Reilly, Chief Financial Officer, provided a brief background of the project. He mentioned that the project would involve demolition or removal of existing mechanical, electrical, and plumbing infrastructure on the east and west portion of the facility and installation of two new AC units, new ductwork in east-side pool area. Furthermore, renovations will consist of the east- and west-side locker rooms and include upgrades to the fire alarm system.

Mr. O’Reilly noted that the RFP was published in mid-February and RIOC received three proposals. He stated that Vanguard, which recently worked on the construction project for the Roosevelt Island Youth Center, was the lowest-price bidder, and they scored the highest on the technical aspects of the project.

He recommended that the Board authorize RIOC to enter into contract with Vanguard the total in the amount of \$11,917,382.40, which includes a 20% contingency. RIOC also planned for potential remediation of asbestos in the building.

Mr. O’Reilly stated that RIOC was pleased with Vanguard’s performance during the Roosevelt Island Youth Center construction. He stated the Youth Center ultimately passed the FDNY

1 inspection after several attempts. He stated the project will be handled in phases allowing the facility
2 to remain open while certain areas are being renovated.

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4 Upon a motion duly made, seconded and carried by unanimous vote in favor (Ms. Manley,
5 Mr. Ekpo, Mr. Escobar, Mr. Kraut, and Mr. Shinozaki), the following resolution was ADOPTED:

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7 **PROPOSED RESOLUTION**

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9 **AUTHORIZATION TO ENTER INTO CONTRACT**
10 **WITH VANGUARD CONSTRUCTION & DEVELOPMENT CO. INC.**
11 **FOR SPORTSPARK RENOVATION PROJECT**
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14 **RESOLVED** by the Board of Directors of the Roosevelt Island Operating Corporation of the State
15 of New York (“RIOC”), as follows:

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17 Section 1. that RIOC is hereby authorized to enter into contract with Vanguard
18 Construction & Development Co. Inc. for Sportspark Renovation Project,
19 upon such terms and conditions substantially similar to those outlined in the
20 Memorandum from Michelle Edwards to Shelton J. Haynes/Board of Directors
21 dated March 11, 2021, attached hereto;

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

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27 Section 3. that this resolution shall take effect immediately.

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31 **NEW BUSINESS ITEM #3**

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33 The third item of new business was the presentation “The Smallpox Hospital Ruin a Physical
34 and Digital Memorial” by Friends of the Ruin Organization.

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36 Mr. Steven Martin from Friends of the Ruin Organization provided a brief presentation of the
37 Smallpox Hospital project. Mr. Martin stated that his organization received \$1.2M for the project
38 thus far. He noted that the proposed stabilization of the ruin is estimated to cost \$23M.

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40 Mr. Martin thanked the RIOC Board and staff for the support of the project. In response to
41 Mr. Kraut’s question, Mr. Martin noted that the funds previously collected were spent on schematic
42 drawings. He also noted that further funding will be achieved through fundraising initiatives.

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1 **PRESIDENT’S REPORT**

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3 Mr. Haynes thanked the Board for appointing him President and CEO. He then provided updates
4 on the COVID-19 pandemic response on the Island. He mentioned that the COVID-19 testing site on
5 the Island is fully functional and encouraged residents to get tested. He thanked Lisa Fernandez of
6 Carter Burden and Rick O’Connor for the partnership they facilitated with Walgreens to assist in
7 inoculating residents of the Island and RIOC staff members.
8

9 Mr. Haynes thanked RIRA for their time and commitment in providing recommendations for
10 the public purpose funds. He stated that the executive team will review the recommendations. He
11 mentioned that, this year, RIOC’s special counsel will assist with the review process to ensure that
12 RIOC follows best practices.
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14 Mr. Haynes stated that Operations and Engineering staff have successfully completed the
15 OSHA 30 training. He also noted that permitting process for the community spaces along with the
16 fields for the spring session will resume on April 1. As always, priority will be given to island
17 residents and youth organizations.
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19 Mr. Haynes explained that the pool at Sportspark will undergo reconstruction. However, the
20 decision was made to extend the pool hours in the meantime.
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22 Mr. Haynes thanked the Public Safety Department and praised their dedication to the
23 community. He stated that Public Safety Department will begin using new software, which will assist
24 with their reports allowing them to transition to a paperless system. He mentioned that Sergeant Jeff
25 Laszczych will resign from Public Safety Department and thanked Mr. Laszczych for his ten years
26 with the Department.
27

28 Mr. Haynes stated that the Finance Department will work on coordinating the upcoming Audit
29 Committee meeting and praised the Department’s efforts in finalizing the budget and preparing for
30 audits. He also noted that RIOC is in communication with its insurance brokers to finalize the binders
31 for the coming year.
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33 Mr. Haynes noted that the Rip-Rap Revetment Project is scheduled to be completed by the
34 end of the year. Lastly, the Tram elevator project is 65% complete, and on target to be completed in
35 early October. Finally, he mentioned a memorial for the Public Safety Officers in May. Mr. Haynes
36 also mentioned a candlelight vigil, which highlighted the issues with regard to the Coler hospital and
37 nursing home patients that have been affected by the pandemic.
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39 In response to Director Kraut’s question, Mr. Haynes explained that RIOC is seeking creative
40 ways to ensure public purpose grants are allocated properly.
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44 **COMMITTEE REPORTS**

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46 **AUDIT COMMITTEE**

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48 The Audit Committee did not meet.
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1 GOVERNANCE COMMITTEE

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3 The Governance Committee did not meet.

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5 OPERATIONS ADVISORY COMMITTEE

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7 The Operations Advisory Committee did not meet.

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9 REAL ESTATE DEVELOPMENT ADVISORY COMMITTEE

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11 The Real Estate Development Advisory Committee did not meet.

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13 **PUBLIC SAFETY REPORT**

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

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19 Upon a motion duly made, seconded and carried by unanimous vote in favor (Ms. Manley,
20 Mr. Ekpo, Mr. Escobar, Mr. Kraut, Mr. Polivy, and Mr. Shinozaki), the meeting was adjourned at
21 6:50 p.m.

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Gretchen K. Robinson, Secretary