



## Roosevelt Island Operating Corporation

**KATHY HOCHUL**  
Governor

**SHELTON J. HAYNES**  
President & CEO

### BOARD OF DIRECTORS

RuthAnne Visnauskas, Chair, Commissioner of NYSHCR  
Robert Megna, Director of BUDGET  
Fay Christian  
Conway S. Ekpo  
David Kraut  
Howard Polivy

### MINUTES OF THE DECEMBER 22, 2022 MEETING OF THE ROOSEVELT ISLAND OPERATING CORPORATION BOARD OF DIRECTORS

A meeting of the Board of Directors was held at the Cultural Center, 548 Main Street, Roosevelt Island, NY 10044 on December 22, 2022 at 5:30 p.m.<sup>1</sup>

#### Directors Present:

Diana Lopez	Representing RuthAnne Visnauskas, RIOC Chair and Commissioner, the New York State Homes and Community Renewal
Erica Levendosky	Representing Robert F. Mujica, Director, the State of New York Division of Budget
Conway Ekpo	Director
David Kraut	Director – <i>Attended via Videoconference Pursuant to Public Officers Law § 103-a</i>
Howard Polivy	Director
Michael Shinozaki	Director

#### Directors Absent:

Fay Christian	Director
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#### Officers and Staff Attending:

Gretchen K. Robinson	Vice President/General Counsel
Kevin Brown	Director of Public Safety Department
Mary C. Cunneen	Acting Chief Operating Officer
Daeman Di Stefano	Assistant CFO/Comptroller
Gerrald Ellis	Deputy General Counsel
Alvaro Santamaria	Senior Director, Engineering
Lada V. Stasko	Associate General Counsel

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<sup>1</sup> The public comment period preceded the Board meeting and was not a part of the Board meeting.,

1 Ms. Gretchen Robinson, RIOC’s Vice President/General Counsel, welcomed Ms. Diana  
2 Lopez, the representative for RuthAnne Visnauskas, RIOC Chair and Commissioner, the New York  
3 State Homes and Community Renewal (“HCR”). Ms. Robinson noted that Ms. Lopez serves as a  
4 Senior Vice President and General Counsel at HCR and has exceptional legal experience in New  
5 York and other jurisdictions. Previously, Ms. Lopez held appointments in the White House where  
6 she served in President Biden’s administration at the Federal Railroad Administration, a part of the  
7 U.S. Department of Transportation. She was also General Counsel & Secretary for Gateway Program  
8 Development Corporation and Senior Advisor to the Executive Director of The Port Authority of  
9 New York & New Jersey leading critical aspects of the public private partnership for the  
10 redevelopment of LaGuardia Airport. Ms. Lopez has been a senior advisor and legal counsel to multi-  
11 national corporations, public agencies, non-profits, boards and executives throughout her career. Ms.  
12 Lopez stated that it is a privilege to represent Commissioner Visnauskas at RIOC’s Board.  
13

14 Ms. Robinson noted that Director David Kraut will be participating remotely, pursuant to  
15 Section 103-a of the Open Meetings Law.  
16

17 Chair Designee Lopez called the Board meeting to order at 5:47 p.m. The roll was called, and  
18 a quorum found to be assembled and present.  
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22 **APPROVAL OF MINUTES**  
23

24 The first item of business was the approval of the minutes of the October 20, 2022 meeting of  
25 the RIOC Board of Directors. The proposed draft of the October 20, 2022 Board meeting minutes  
26 had been previously distributed to all Board members for their consideration.  
27

28 Upon a motion duly made, seconded and carried by five votes in favor (Ms. Levendosky, Mr.  
29 Ekpo, Mr. Kraut, Mr. Polivy, and Mr. Shinozaki), and one abstention (Ms. Lopez), the minutes of the  
30 October 20, 2022 Board meeting were APPROVED and ordered filed.  
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34 **NEW BUSINESS ITEM #1**  
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36 The first item of new business was the approval of the proposed RIOC Budget for Fiscal Year  
37 2023-24.  
38

39 Mr. Daeman DiStefano, RIOC’s Assistant Chief Financial Officer/Comptroller, stated that  
40 the proposed final budget was discussed in detail at the Audit Committee meeting, preceding this  
41 Board meeting. He discussed certain changes between the proposed budget presented to the Board  
42 on September 29 and its final version. Mr. DiStefano noted that approximately \$2.7M of expenses  
43 were reclassified from Extra Ordinary to Operating Expenses, per Director Shinozaki’s suggestion.  
44 The changes resulted in large variances for both categories as compared to the FY 2022-23 Budget.  
45

46 Mr. DiStefano presented highlights of the proposed budget for FY 2023-24. He discussed  
47 capital project expenses, revenues, personnel expenses and extraordinary expenses and explained the  
48 chief reasons for variances in the budget. Mr. DiStefano noted that the Proposed Budget FY 2023-24  
49 projects capital improvements in the amount of \$6,815,000, a decrease of \$1,000,000 over the  
50 Approved Budget FY 2022-23. The Budget also projects revenues of \$34,280,000, an increase of

1 \$1,896,000 or 5.85% over the Approved Budget FY 2022-23, mainly due to contractual escalations,  
2 TEP payments, residential fee increases for Southtown Buildings 5 and 6, as well as revenues  
3 anticipated from the Sportspark opening.  
4

5 Director Polivy noted that the proposed budget was presented by Mr. DiStefano in greater  
6 detail at the Audit Committee meeting earlier today. The Committee recommended the proposed  
7 budget for the Board's approval.  
8

9 Mr. Di Stefano then answered the questions from the Board members. Mr. Polivy thanked  
10 Comptroller DiStefano and RIOC's Finance team for thorough Budget preparation.  
11

12 Upon a motion duly made, seconded and carried by unanimous vote in favor (Ms. Lopez, Ms.  
13 Levendosky, Mr. Ekpo, Mr. Kraut, Mr. Polivy, and Mr. Shinozaki), the following resolution  
14 was ADOPTED:  
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16 **RESOLUTION**  
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18 **APPROVAL OF THE PROPOSED RIOC BUDGET FOR FISCAL YEAR 2023-24**  
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21 **RESOLVED** by the Board of Directors of the Roosevelt Island Operating Corporation as follows:  
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23 Section 1. that the proposed RIOC budget for Fiscal Year 2023-24, in substantially the  
24 form annexed hereto, is hereby approved;  
25

26 Section 2. that the President/Chief Executive Officer or President's designee is hereby  
27 authorized to take such actions and execute such instruments as deemed  
28 necessary to effectuate the foregoing; and  
29

30 Section 3. that this resolution shall take effect immediately.  
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34 **NEW BUSINESS ITEM #2**  
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36 The second item of new business was the approval of the schedule of 2023 meetings of the  
37 Roosevelt Island Operating Corporation Board of Directors.  
38

39 General Counsel/VP Gretchen Robinson recommended approval of the schedule of 2023  
40 meetings of the Roosevelt Island Operating Corporation Board of Directors previously provided to  
41 the Board. In response to Director Shinozaki's question, Ms. Robinson noted that, if necessary, Board  
42 meetings can be convened in addition to the eight regularly scheduled meetings.  
43

44 Upon a motion duly made, seconded and carried by five votes in favor (Ms. Lopez, Ms.  
45 Levendosky, Mr. Ekpo, Mr. Kraut, Mr. Polivy), and one abstention (Mr. Shinozaki), the following  
46 resolution was ADOPTED:  
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**RESOLUTION**

SCHEDULE OF 2023 MEETINGS OF THE  
ROOSEVELT ISLAND OPERATING CORPORATION  
BOARD OF DIRECTORS

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**RESOLVED** by the Board of Directors of the Roosevelt Island Operating Corporation, pursuant to By-Laws, Article III, Section 2 as follows:

Section 1. That notice is hereby given that the regular meetings of the Board of Directors for the year 2023 shall be held at the Cultural Center Theater, 548 Main Street, Roosevelt Island, New York, unless notified otherwise, at the following dates and times:

- February 9, 2023 at 5:30 p.m.
- March 16, 2023 at 5:30 p.m.
- April 20, 2023 at 5:30 p.m.
- May 25, 2023 at 5:30 p.m.
- June 29, 2023 at 5:30 p.m.
- September 14, 2023 at 5:30 p.m.
- October 26, 2023 at 5:30 p.m.
- December 14, 2023 at 5:30 p.m.

Section 2. That the Secretary is hereby authorized, upon the request of the Chairperson or upon the request of three (3) or more of the Directors to the Secretary, to cancel or reschedule any regular meetings of the Board of Directors previously authorized by the Board of Directors, and to provide written notice of the cancellation, if personally or by tele facsimile, at least 72 hours prior to the authorized regular meeting date, or if by mail, at least ten days prior thereto, in accordance with the provisions of Article III, Section 2 of the By-Laws; and

Section 3. That this resolution shall take effect immediately.

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**NEW BUSINESS ITEM #3**

The third item of new business was the authorization to enter into contract with Ral-Bar Electric, Inc. for On-Call Electrical Services.

Mr. Alvaro Santamaria, RIOC’s Senior Director of Engineering, explained the need for this contract. While RIOC has unionized handymen to perform routine work, the advanced electrical work on general electrical circuits work would require the intervention of qualified licensed electricians. Nature of work may include but is not limited to: “high voltage vaults, splice of live power feeds, troubleshooting discontinued power distribution, installation of transformers, grounding and bonding electric end-to-end circuitries, etc.”

Mr. Santamaria then discussed the procurement process. In response to the RFP posted in November, two bids were received. Ral-Bar Electric, Inc. received a higher score in the areas of

1 “Experience and Qualifications” and “Fees,” with a cumulative score of 84.14. Mr. Di Stefano  
2 explained the differential in the fees score between Ral-Bar and the second bidder.  
3

4 Mr. Santamaria stated that Ral-Bar Electric’s proposal demonstrated the best understanding  
5 of – and approach to – the scope of services and adherence to safety requirements to meet RIOC’s  
6 needs. The firm is well versed in systems with high and low voltage power distributions with over  
7 40 years of field experience.  
8

9 Mr. Santamaria recommended that the Board authorize a contact with Ral-Bar Electric, Inc.  
10 for on-call electrical services. This contract is for a not-to-exceed amount of \$120,000 per year, for a  
11 term of three (3) years, with RIOC’s option to renew for an additional one (1) year.  
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13 Upon a motion duly made, seconded and carried by unanimous vote in favor (Ms. Lopez, Ms.  
14 Levendosky, Mr. Ekpo, Mr. Kraut, Mr. Polivy, and Mr. Shinozaki), the following resolution was  
15 ADOPTED:  
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### 17 **RESOLUTION**

#### 18 **AUTHORIZATION TO ENTER INTO CONTRACT WITH RAL-BAL ELECTRIC, INC.** 19 **FOR ON-CALL ELECTRICAL SERVICES** 20

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23 **RESOLVED** by the Board of Directors of the Roosevelt Island Operating Corporation as follows:  
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25 Section 1. that RIOC is hereby authorized to enter into contract with Ral-Bal Electric Inc.  
26 for on-call electrical services, upon such terms and conditions substantially  
27 similar to those outlined in the Memorandum from Alvaro Santamaria to  
28 Shelton J. Haynes/RIOC Board of Directors dated December 12, 2022,  
29 attached hereto;  
30

31 Section 2. that the President/Chief Executive Officer or President’s designee is hereby  
32 authorized to take such actions and execute such instruments as deemed  
33 necessary to effectuate the foregoing; and  
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35 Section 3. that this resolution shall take effect immediately.  
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#### 39 **NEW BUSINESS ITEM #4**

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41 The fourth item of new business was ratification of the amendment of contract with The New  
42 York Community Trust for Public Purpose Funds Grant Program.  
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44 Mr. DiStefano reminded that last December, RIOC Board of Directors authorized the contract  
45 with the New York Community Trust (“NYCT”) for administering the Public Purpose Funds (“PPF”)  
46 grants to eligible local non-profit organizations that dedicate those funds to services, programs, and  
47 projects, that benefit and enrich the Roosevelt Island community. NYCT successfully completed the  
48 first year of the PPF grants administration to these organizations.  
49

1 In October 2022, the NYCT Board asked RIOC to extend the PPF Grants Program for a two-  
2 year period instead of two one-year extensions, as contemplated in the original contract. Furthermore,  
3 NYCT asked RIOC to provide an additional \$15,000 for a second round of technical assistance  
4 workshops in 2023, which Island organizations found extremely helpful in the last grant cycle. As  
5 the Grants Program was expiring on December 20, 2022, RIOC’s management opted to renew it prior  
6 to this Board meeting.

7  
8 Mr. DiStefano recommended the ratification of the amendment of contract with NYCT for  
9 PPF Grant Program for the Board’s approval. Mr. DiStefano also addressed concerns expressed by  
10 the members of the public present at the Board meeting.

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12 Upon a motion duly made, seconded and carried by unanimous vote in favor (Ms. Lopez, Ms.  
13 Levendosky, Mr. Ekpo, Mr. Kraut, Mr. Polivy, and Mr. Shinozaki), the following resolutions was  
14 ADOPTED:

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16 **RESOLUTION**

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18 **RATIFICATION OF THE AMENDMENT OF CONTRACT WITH THE NEW YORK**  
19 **COMMUNITY TRUST FOR PUBLIC PURPOSE FUNDS GRANT PROGRAM**

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

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24 Section 1. that the amendment of contract with New York Community Trust (“NYCT”)  
25 for Public Purpose Funds Grant Program, upon such terms and conditions  
26 substantially similar to those outlined in the Memorandum from Gretchen  
27 Robinson to Shelton J. Haynes/RIOC Board of Directors dated December 12,  
28 2022, attached hereto, is hereby ratified;

29  
30 Section 2. that the President/Chief Executive Officer or President’s designee is hereby  
31 authorized to take such actions and execute such instruments as deemed  
32 necessary to effectuate the foregoing; and

33  
34 Section 3. that this resolution shall take effect immediately.

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38 **PRESIDENT’S REPORT**

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40 Ms. Robinson stated that she would deliver the President’s Report on Shelton J. Haynes’s  
41 behalf. She noted that Mr. Haynes is out sick today and wished him well. Ms. Robinson wished happy  
42 holidays to everyone whether they celebrate Hanukkah, Christmas, or Kwanza.

43  
44 Ms. Robinson first provided updates on the community events. She noted that on December  
45 2, 2022 RIOC held a festive Tree Lighting Ceremony, which was widely attended by the residents.  
46 Ms. Robinson thanked the MSTDA, the Girls Scouts, and the Youth Center children who participated  
47 in the event as well as RIOC’s team for restoring a Roosevelt Island tradition in grand fashion. On  
48 December 21, 2022 there were amazing performances again by the Roosevelt Island Youth Center in  
49 Good Shepherd. Afterwards, toys from the Holiday Toy Drive were provided. On Mr. Haynes’s

1 behalf, Ms. Robinson thanked RIOC teams (Youth Center and PSD), RIDA, NYPD, the Cafe at  
2 Cornell Tech and PS 217 for collaborating in this initiative.  
3

4 Ms. Robinson then provided an update on the OMNY system. She noted that RIOC's  
5 President Shelton Haynes and AVP of Communications Akeem Jamal met with the project team from  
6 the MTA, along with Council Member Julie Menin and her team. The MTA stressed that Roosevelt  
7 Island is a priority but there are larger challenges that are being addressed. RIOC is still on target for  
8 Q2 of 2023.  
9

10 With connection to the Public Purpose Funds, Ms. Robinson also noted the NYCT will be  
11 making announcements after the holidays. The most significant change is that this grant cycle will be  
12 two years as opposed to one. Furthermore, RIOC is in the final stage of obtaining the school-age  
13 childcare (SACC) license for the Youth Center programs. This will allow RIOC to expand services  
14 for the island's youth.  
15

16 Ms. Robinson then provided updates on the Capital Planning and Projects. Regarding the  
17 Sportspark renovation, Ms. Robinson noted that the project is complete, but the Sportspark opening  
18 is being delayed until late winter. The new Sportspark team is eager to greet the public there. Ms.  
19 Robinson noted that RIOC will also be releasing the permits and programming fees soon, so residents  
20 should be on look out for advisories.  
21

22 Ms. Robinson stated that per the residents' suggestions, RIOC is building a pickleball court  
23 in place of the basketball court behind Sportspark. A formal announcement will go out soon, but  
24 asphalt was laid and stripping was completed this month. The court will be completed and accessible  
25 in the early spring. Prince Shah, Director of Capital Planning and Project, is leading this project.  
26

27 Ms. Robinson also noted that RIOC has kicked off the design for the Roosevelt Island  
28 Roadways and Paved Surface Rehabilitation Project. By late spring of 2023, RIOC intends to have  
29 an island wide master plan. RIOC will then come to the Roosevelt Island community for comment  
30 on that plan as well. The scope of this project is to produce an island wide master plan that will  
31 change island parking layouts, signages, potential bus stop locations, potential for-hire-car zones,  
32 loading zones, etc.  
33

34 On behalf of Mr. Haynes, Ms. Robinson thanked an incredible RIOC team that has grown so  
35 much this year, with some well-deserving employees being elevated and repositioned. RIOC also  
36 added some talented team members that have had an immediate impact on operations.  
37

38 Finally, Ms. Robinson thanked the RIOC Board for their service. On behalf of Mr. Haynes,  
39 she announced that today we would like to celebrate and acknowledge the service of Michael  
40 Shinozaki who will be leaving RIOC's Board. Per Director Shinozaki's resignation letter, this is his  
41 last Board meeting, Ms. Robinson thanked Mr. Shinozaki for his dedicated service on RIOC's Board  
42 and making a difference for the Roosevelt Island community. Directors Polivy and Kraut also  
43 commended their fellow Board member for his years' of excellent service on RIOC's Board of  
44 Directors.  
45

46 Mr. Robinson wished everyone Happy Holidays and a Happy New Year.  
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1 **COMMITTEE REPORTS**

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3 **AUDIT COMMITTEE**

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5 The Audit Committee met earlier on December 22, 2022 to discuss the proposed Budget FY  
6 2023-24 approved at this meeting.

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8 **GOVERNANCE COMMITTEE**

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10 The Governance Committee did not meet.

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12 **OPERATIONS ADVISORY COMMITTEE**

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14 The Operations Advisory Committee did not meet.

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16 **REAL ESTATE DEVELOPMENT ADVISORY COMMITTEE**

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18 The Real Estate Development Advisory Committee did not meet.

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22 **PUBLIC SAFETY REPORT**

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

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28 Upon a motion duly made, seconded and carried by unanimous vote in favor (Ms. Lopez, Ms.  
29 Levendosky, Mr. Ekpo, Mr. Kraut, Mr. Polivy, and Mr. Shinozaki), the meeting was adjourned at  
30 6:40 p.m.

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Gretchen K. Robinson, Secretary