

Andrew M. Cuomo
Governor

Charlene M. Indelicato
President/Chief Executive Officer

Donald D. Lewis
Vice President/General Counsel

Frances A. Walton
Vice President/Chief Financial Officer

**ROOSEVELT ISLAND
OPERATING CORPORATION**
of The State of New York



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rioc.ny.gov

Board of Directors

Darryl C. Towns, *Chairperson*
Fay Fryer Christian
Dr. Katherine Teets Grimm
David Kraut
Robert L. Megna
Howard Polivy
Michael Shinozaki
Margaret Smith

**MINUTES OF THE NOVEMBER 6, 2014 MEETING OF THE
ROOSEVELT ISLAND OPERATING CORPORATION
BOARD OF DIRECTORS**

A meeting of the Board of Directors was held at the held at the Manhattan Park Community Center, 8 River Road, Roosevelt Island on November 6, 2014 at 5:30 p.m ¹

Directors Present:

Darryl C. Towns	RIOC Chair and Commissioner, the New York State Division of Housing and Community Renewal
Erica Levendosky	Representing Robert L. Megna, Director, the New York State Division of Budget
Dr. Katherine Teets Grimm ²	Director
David Kraut	Director
Howard Polivy	Director
Margaret Smith	Director

Directors Absent:

Fay Fryer Christian	Director
Michael Shinozaki	Director

Officers and Staff Attending:

Charlene M. Indelicato	President/Chief Executive Officer
Donald D. Lewis	Vice President/General Counsel
Frances A. Walton	Vice President/Chief Financial Officer
Arthur G. Eliav	Associate General Counsel
Muneshwar Jagdharry	Comptroller
Claudia McDade	Director, Human Resources
John McManus	Director, Public Safety Department
James Mortimer	Director, Engineering Department
Cyril Opperman	Director, Island Operations
Erica Spencer-El	Community Relations Specialist
Indranie Sanichar	Director, Information Technology
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 Dr. Grimm was not present during the vote to approve the September 11, 2014 Board meeting minutes.

1 Mr. Towns called the Board meeting to order at 5:50 p.m. The roll was called and a
2 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 September 11, 2014
9 meeting of the RIOC Board of Directors.

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11 The proposed draft of the September 11, 2014 Board meeting minutes had been
12 previously distributed to all Board members for their consideration. Upon a motion duly made
13 concerning the minutes of September 11, 2014 meeting, seconded and carried by unanimous
14 vote in favor (Mr. Towns, Ms. Levendosky, Mr. Kraut, Mr. Polivy and Ms. Smith), the minutes
15 were **APPROVED**, and ordered filed.

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19 Mr. Towns noted that new business item #1 will be discussed after all other new business
20 items.

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24 **NEW BUSINESS ITEM #2**

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26 The second item of new business was the approval of Procedures for Implementing
27 Reasonable Accommodation for: (1) Applicants and Employees with Disabilities; (2) Religious
28 Observance or Practices for Applicants and Employees; and (3) Programs and Services for
29 Individuals with Disabilities.

30
31 Ms. McDade discussed the state-wide directive for adoption of the uniform procedures
32 for implementing reasonable accommodation for certain applicants and employees and members
33 of the general public. She noted that the proposed language follows the state-wide recommended
34 language.

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36 Ms. McDade further noted that training on new procedures was required for supervisory
37 and management level staff. According to Ms. McDade, RIOC has successfully completed the
38 training for management, and plans training for other staff members in the near future.

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40 In response to Mr. Polivy's question, Ms. McDade stated that special equipment
41 purchases may be required in the future to make reasonable accommodations after proper review
42 of particular requests is made.

43
44 Upon a motion duly made, seconded and carried by unanimous vote in favor (Mr. Towns,
45 Ms. Levendosky, Dr. Grimm, Mr. Kraut, Mr. Polivy and Ms. Smith), the following resolution
46 was **ADOPTED**:
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RESOLUTION

APPROVAL OF PROCEDURES FOR IMPLEMENTING REASONABLE
ACCOMMODATION FOR: (1) APPLICANTS AND EMPLOYEES WITH DISABILITIES;
(2) RELIGIOUS OBSERVANCE OR PRACTICES FOR APPLICANTS AND EMPLOYEES;
AND (3) PROGRAMS AND SERVICES FOR INDIVIDUALS WITH DISABILITIES

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

Section 1. that the Procedures for Implementing Reasonable Accommodation for Applicants and Employees with Disabilities, substantially as set forth in the attachment to the Memorandum from Claudia McDade, Director of Human Resources, to the RIOC Board of Directors dated October 29, 2014 (the “Memorandum”), attached hereto, are hereby adopted;

Section 2. that the Procedures for Implementing Reasonable Accommodation of Religious Observance or Practices for Applicants and Employees, substantially as set forth in the attachment to the Memorandum, attached hereto, are hereby adopted;

Section 3. that the Procedures for Implementing Reasonable Accommodation in Programs and Services for Individuals with Disabilities, substantially as set forth in the attachment to the Memorandum, attached hereto, are hereby adopted;

Section 4. that the President/Chief Executive Officer or her designee shall take such actions and/or execute such instruments as necessary to effectuate the foregoing;

Section 5. that this resolution shall take effect immediately.

* * *

NEW BUSINESS ITEM #3

The third item of new business was the authorization to amend the contract with Boilermatic Welding Industries, Inc. for temporary heating at Sportspark.

Mr. Mortimer provided a brief history of the project and explained the need for the contract amendment. He stated that in addition to the original six-month extension option, another six months are necessary to complete the project. Furthermore, as the original authorization did not include the funding for the extension, extra funding of \$243,349.30 is required to complete the project. Mr. Mortimer recommended the amendment of contract with Boilermatic Welding Industries, Inc. for Board approval.

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RESOLUTION

AUTHORIZATION TO AMEND CONTRACT WITH SHAWN CONSTRUCTION, INC. FOR
ROOSEVELT ISLAND CULTURAL CENTER RENOVATION PROJECT

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

Section 1. that RIOC is hereby authorized to amend the contract with Shawn Construction, Inc. for Roosevelt Island Cultural Center Renovation Project, upon such terms and conditions substantially similar to those outlined in the Memorandum from Kay Hart to Charlene M. Indelicato/Board of Directors dated October 30, 2014, attached hereto;

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

Section 3. that this resolution shall take effect immediately.

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NEW BUSINESS ITEM #5

The fifth item of new business was the authorization to create the Inspector General Report Review Advisory Committee.

Mr. Lewis noted that during the last Board meeting, several Board Members expressed a desire to create an advisory committee to review the August 2014 Inspector General’s Report. Mr. Lewis stated that the proposed resolution reflects this desire and is consistent with RIOC’s By-laws.

Upon a motion duly made, seconded and carried by unanimous vote in favor (Mr. Towns, Ms. Levendosky, Dr. Grimm, Mr. Kraut, Mr. Polivy and Ms. Smith), the following resolution was ADOPTED:

RESOLUTION

AUTHORIZATION TO CREATE THE INSPECTOR GENERAL REPORT
REVIEW ADVISORY COMMITTEE

WHEREAS, Article VIII, Section 2, of the By-Laws of the Roosevelt Island Operating Corporation (the “Corporation”) provides that the Board of Directors may establish advisory committees;

1 WHEREAS, in August of 2014, the Office of the Inspector General of the State of New York
2 issued the report of the Investigation into the Roosevelt Island Operating Corporation (the
3 “Report”);

4
5 WHEREAS, the Corporation Board of Directors now desires to create an advisory committee to
6 review the Report;

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8 NOW, THEREFORE, BE IT HEREBY:

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10 **RESOLVED**, by the Board of Directors of the Corporation as follows:

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12 1. The Board of Directors hereby authorizes the creation of the Inspector General Report
13 Review Advisory Committee (the “Review Committee”);
14
15 2. The Review Committee shall review the Report and share its findings with the Board of
16 Directors;
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18 3. The Review Committee shall serve at the pleasure of the Board of Directors and shall be
19 comprised of not more than three members of the Board of Directors, to be appointed by the
20 Corporation’s Chairperson;
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22 4. This resolution shall take effect immediately.

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26 Mr. Towns noted that the Board would now turn to discussing new business item #1.

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30 **NEW BUSINESS ITEM #1**

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32 The first item of new business was the presentation of the Proposed Budget FY 2015-16.

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34 Ms. Walton stated that the Proposed Budget for fiscal year 2015-16 has been discussed
35 by the Audit Committee, distributed to the Board Members and posted on the RIOC website.
36 She noted that the new Budget has been re-formatted to increase clarity and transparency.
37 Moreover, the narrative of the Budget was created and added to the Budget package.

38
39 Ms. Walton noted that the Proposed Budget provides more detailed explanation of the
40 expenditures for Other Than Personnel Services (OTPS). In addition, the proposed Budget
41 includes a new section on Extraordinary Expenses covering insurance, appreciation of property
42 value, contractual real estate expenses, capitalized costs, potential legal expenses for certain
43 transactions, post employment benefits, as well as grants and community support expenses. Ms.
44 Walton noted that the separation of the extraordinary expenses is in line with the State actuarial
45 and accounting standards. Ms. Walton then went over the budget highlights, noting that RIOC’s
46 positive cash position enables the Corporation to pursue certain projects that were deferred in the
47 past. She also briefly discussed major capital expenditures and amounts allocated in the budget.
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1 Mr. Jagdharry noted that the Proposed Budget FY 2015-16 projects revenues increase of
2 9.62% over the Approved Budget FY 2014-15. He further provided a synopsis of the revenue
3 and expenses projections.
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5 Mr. Polivy stated that on October 22, 2014, the Audit Committee discussed an ambitious
6 plan for capital projects to improve Roosevelt Island's infrastructure. He noted that procurement
7 for state entities is not easy and thanked staff for their efforts to attract contractors. Mr. Polivy
8 emphasized the importance of the ongoing management and staff training at RIOC. He further
9 stated that all levels of staff in all the departments will be stressed, and that the Proposed Budget
10 includes additional staffing to address an increased workload. Mr. Polivy noted that questions
11 from fellow Board Members and the public regarding the Budget will be considered prior to the
12 Budget submission for final approval.
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16 **PRESIDENT'S REPORT**
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18 Ms. Indelicato congratulated the newly elected representatives to the Roosevelt Island
19 Residents Association. She further thanked RIOC staff and the New York State Department of
20 Budget for thorough preparation and review of the Proposed Budget. Ms. Indelicato noted that
21 the new Budget has more accountability and transparency. She stated that there are many capital
22 projects planned in the Budget, and that they all need to be paid in cash, as RIOC does not have
23 bonding capacity.
24

25 Ms. Indelicato noted that RIOC is launching an improvement to the Advisories system,
26 upgrading the former email-only notification system to Everbridge Platform, provided by one of
27 the leaders in critical communications systems in the United States. She noted that Everbridge
28 allows text alerts and voice messaging in addition to traditional email notifications.
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32 **COMMITTEE REPORTS**
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34 **AUDIT COMMITTEE**
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36 Mr. Polivy stated that the Audit Committee met on October 22, 2014. The Committee
37 reviewed the Proposed Budget for Fiscal Year 2015-16. Mr. Polivy noted that no votes were
38 taken during the meeting.
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40 **GOVERNANCE COMMITTEE**
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42 Ms. Smith stated that the Governance Committee did not meet.
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44 **OPERATIONS ADVISORY COMMITTEE**
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46 Mr. Lewis stated that the Operations Advisory Committee did not meet.
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1 REAL ESTATE DEVELOPMENT ADVISORY COMMITTEE

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3 Ms. Polivy stated that the Real Estate Development Advisory Committee did not meet.

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5 **PUBLIC SAFETY REPORT**

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7 Mr. Towns noted that the Public Safety Report was included in the Board package.

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11 Upon a motion duly made, seconded and carried by unanimous vote in favor (Mr. Towns,
12 Ms. Levendosky, Dr. Grimm, Mr. Kraut, Mr. Polivy and Ms. Smith), the meeting was adjourned
13 at 6:30 p.m.

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16 Donald D. Lewis, Secretary