

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



Andrew M. Cuomo
Governor

Charlene M. Indelicato
President/Chief Executive Officer

Frances A. Walton
Vice President/Chief Financial Officer

Susan G. Rosenthal
Vice President/General Counsel

BOARD OF DIRECTORS

James S. Rubin, Chairperson
Fay Fryer Christian
Dr. Katherine Teets Grimm
David Kraut
Mary Beth Labate
Howard Polivy
Michael Shinozaki
Margaret Smith

**MINUTES OF THE SEPTEMBER 10, 2015 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 September 10, 2015 at 5:30 p.m.¹

Directors Present:

James S. Rubin	RIOC Chair and Commissioner, the New York State Division of Housing and Community Renewal
Erica Levendosky	Representing Mary Beth Labate, Director, the New York State Division of Budget
Fay Fryer Christian	Director
David Kraut	Director
Howard Polivy	Director
Margaret Smith	Director

Directors Absent:

Dr. Katherine Teets Grimm	Director
Michael Shinozaki	Director

Officers and Staff Attending:

Charlene M. Indelicato	President/Chief Executive Officer
Susan G. Rosenthal	Vice President/General Counsel
Frances A. Walton	Vice President/Chief Financial Officer
John Bost	Director, Engineering
Arthur G. Eliav	Associate General Counsel
Muneshwar Jagdharry	Comptroller
Claudia McDade	Director, Human Resources
John McManus	Director, Public Safety
Gretchen Robinson	Compliance Officer
Indranie Sanichar	Director, Information Technologies
Erica Spencer-El	Community Relations Specialist
Lada V. Stasko	Assistant General Counsel

Others Attending:

Arnold Bloch	Fitzgerald & Halliday, Inc., Senior Project Manager
Mary Miltimore	Fitzgerald & Halliday, Inc., Community Planner and Designer

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

1 Mr. Rubin noted that he is pleased to attend his first RIOC Board of Directors meeting.
2 He called the Board meeting to order at 5:35 p.m. The roll was called and a quorum found to be
3 assembled and present.

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7 **APPROVAL OF MINUTES**

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9 The first item of business was the approval of the minutes of the June 25, 2015 meeting
10 of the RIOC Board of Directors.

11
12 The proposed draft of the June 25, 2015 Board meeting minutes had been previously
13 distributed to all Board members for their consideration. Upon a motion duly made concerning
14 the minutes of June 25, 2015 meeting, seconded and carried by unanimous vote in favor (Mr.
15 Rubin, Ms. Levendosky, Ms. Christian, Mr. Kraut, Mr. Polivy and Ms. Smith), the minutes were
16 **APPROVED**, and ordered filed.

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18 * * *

19
20 **NEW BUSINESS ITEM #1**

21
22 The first item of new business was the presentation of the Proposed Budget FY 2016-17.

23
24 Mr. Jagdharry noted that the Audit Committee reviewed the proposed Budget FY 2016-
25 17 on September 3, 2015. He noted that the proposed Budget FY 2016-17 projects revenues
26 increase of 2.44% over the Approved Budget FY 2015-16. Mr. Jagdharry explained that RIOC
27 generates most if its revenues from long-term ground leases, Tramway, Motorgate and metering
28 parking. He further provided a synopsis of the revenue and expenses projections.

29
30 Mr. Jagdharry went over the personal services expenses noting a 4.54% rise, in
31 comparison to FY 2015-16, due to additional staffing and salary increases. He then discussed
32 proposed expenses for capital projects which include historic and landmark structures, sports
33 fields and parks, the Tramway and infrastructure improvements. Mr. Jagdharry briefly discussed
34 expenses associated with telecommunications, the Helix ramp project, the Tramway elevator
35 replacement and temporary heating system for Sportspark. He also noted increase in expenses for
36 equipment and vehicles due the upgrade of outdated information technology systems and
37 purchase of a red bus.

38
39 In response to Mr. Kraut's question, Ms. Indelicato noted that this is the first presentation
40 before the Board and the public, and that the Budget will be posted on the RIOC website shortly.
41 She also stated that the proposed budget will be submitted to the appropriate State entities on or
42 before September 15, 2015. Mr. Polivy noted that the Budget will be discussed more in
43 upcoming months and adjustments will be made, if necessary, before the vote on the Budget in
44 December.

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46 * * *

1 **NEW BUSINESS ITEM #2**

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3 The second item of new business was the authorization to enter into contract with
4 Fitzgerald & Halliday, Inc. (“FHI”) for Southpoint Open Space community stakeholders plan
5 development.
6

7 Ms. Spencer-El provided a brief history of the Southpoint Open Space development and
8 explained the purpose of the contract. She noted that the primary goal of the stakeholders plan is
9 to provide a long-range planning and implementation document to guide RIOC on the future
10 development of the Southpoint Open Space and the Smallpox Hospital (Renwick Ruin), with the
11 help and feedback from the community. Ms. Spencer-El further discussed the procurement
12 history and evaluation criteria. She noted that out of the three bidders, FHI received the highest
13 rating and ranking points. In addition, the company is a MWBE vendor with excellent references
14 and solid background in facilitating innovative public engagement projects. Ms. Spencer-El
15 recommended the approval of the ten-month contract with FHI for \$70,000, and then introduced
16 Mr. Bloch, FHI’s Senior Project Manager, to the Board.
17

18 Mr. Bloch stated that his company has recently worked on the East River Promenade and
19 certain Lower East Side projects in Manhattan. He briefly discussed these projects. Mr. Block
20 explained how his company will work on the proposed project with the Board and community
21 groups. He emphasized the importance of public outreach and invited everyone to attend future
22 meetings.
23

24 In response to Ms. Smith’s question, Ms Indelicato clarified that stakeholders would
25 include Four Freedoms Park Conservancy, Cornell University, retail store owners, residents
26 groups and other relevant parties.
27

28 Mr. Rubin noted that prior to his work as Commissioner of NYS Homes and Community
29 Renewal, he was in charge of the Governor’s Office of Storm Recovery (GOSR) overseeing
30 disaster recovery funds. In that capacity, Mr. Rubin was engaged with the state-wide community
31 construction program. Mr. Bloch noted that FHI happened to work on one of the community
32 construction program projects in Rosedale. Mr. Rubin then stated that if this company had
33 success in various areas in New York, they have his every confidence.
34

35 Upon a motion duly made, seconded and carried by unanimous vote in favor (Mr. Rubin,
36 Ms. Levendosky, Ms. Christian, Mr. Kraut, Mr. Polivy and Ms. Smith), the following resolution
37 was ADOPTED:
38

39 **RESOLUTION**

40
41 **AUTHORIZATION TO ENTER INTO CONTRACT WITH**
42 **FITZGERALD & HALLIDAY, INC. FOR SOUTHPOINT OPEN SPACE**
43 **COMMUNITY STAKEHOLDERS PLAN DEVELOPMENT**
44

45
46 **RESOLVED** by the Board of Directors of the Roosevelt Island Operating Corporation of the
47 State of New York (“RIOC”), as follows:

1
2 Section 1. that RIOC is hereby authorized to enter into a contract with Fitzgerald &
3 Halliday, Inc. for Southpoint Open Space Community Stakeholders Plan
4 Development, upon such terms and conditions substantially similar to those
5 outlined in the Memorandum from Erica Spencer EL to Charlene M.
6 Indelicato/Board of Directors dated August 24, 2015, attached hereto;

7
8 Section 2. that the President/Chief Executive Officer or her designee is hereby authorized to
9 take such actions and execute such instruments as she deems necessary to
10 effectuate the foregoing; and

11
12 Section 3. that this resolution shall take effect immediately.

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14 * * *

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16 **NEW BUSINESS ITEM #3**

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18 The third item of new business was the authorization to amend the Cell Antenna License
19 Agreement with Verizon Wireless.

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21 Ms. Sanichar went over the proposed amendment with Verizon Wireless. She noted that
22 the license is going to be extended for five years with a 3% per annum fee increase. Ms.
23 Sanichar noted that this would be the same as the Sprint license fee escalation, which will be
24 discussed as the next item on the agenda. Ms. Sanichar recommended the amendment of the Cell
25 Antenna License Agreement with Verizon Wireless for Board approval.

26
27 In response to Mr. Kraut's question, Ms. Smith noted that the Operations Committee
28 reviewed the proposed prices and increases both for Verizon Wireless and Sprint, and found
29 them to be reasonable.

30
31 Upon a motion duly made, seconded and carried by unanimous vote in favor (Mr. Rubin,
32 Ms. Levendosky, Ms. Christian, Mr. Kraut, Mr. Polivy and Ms. Smith), the following resolution
33 was ADOPTED:

34
35 **RESOLUTION**

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37 **AUTHORIZATION TO AMEND THE CELL ANTENNA**
38 **LICENSE AGREEMENT WITH VERIZON WIRELESS**

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41 **RESOLVED** by the Board of Directors of the Roosevelt Island Operating Corporation of the
42 State of New York ("RIOC"), as follows:

43
44 Section 1. that RIOC is hereby authorized to amend the Cell Antenna License Agreement
45 with Verizon Wireless, upon such terms and conditions substantially similar to
46 those outlined in the Memorandum from Indranie Sanichar to Charlene M.
47 Indelicato/Board of Directors dated August 21, 2015, attached hereto;

1
2 Section 2. that the President/Chief Executive Officer or her designee is hereby authorized to
3 take such actions and execute such instruments as she deems necessary to
4 effectuate the foregoing; and

5
6 Section 3. that this resolution shall take effect immediately.
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10 **NEW BUSINESS ITEM #4**

11
12 The fourth item of new business was the authorization to amend the Cell Antenna
13 License Agreement with Sprint.
14

15 Ms. Sanichar noted that this item is similar to the previous one, and briefly explained the
16 terms of the proposed amendment. She recommended the amendment of the Cell Antenna
17 License Agreement with Sprint for Board approval.
18

19 Upon a motion duly made, seconded and carried by unanimous vote in favor (Mr. Rubin,
20 Ms. Levendosky, Ms. Christian, Mr. Kraut, Mr. Polivy and Ms. Smith), the following resolution
21 was ADOPTED:
22

23 **RESOLUTION**

24
25 **AUTHORIZATION TO AMEND THE CELL ANTENNA**
26 **LICENSE AGREEMENT WITH SPRINT**
27

28
29 **RESOLVED** by the Board of Directors of the Roosevelt Island Operating Corporation of the
30 State of New York (“RIOC”), as follows:
31

32 Section 1. that RIOC is hereby authorized to amend the Cell Antenna License Agreement
33 with Sprint, upon such terms and conditions substantially similar to those outlined
34 in the Memorandum from Indranie Sanichar to Charlene M. Indelicato/Board of
35 Directors dated August 21, 2015, attached hereto;
36

37 Section 2. that the President/Chief Executive Officer or her designee is hereby authorized to
38 take such actions and execute such instruments as she deems necessary to
39 effectuate the foregoing; and
40

41 Section 3. that this resolution shall take effect immediately.
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1 **PRESIDENT’S REPORT**

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3 Ms. Indelicato noted that it was a very busy summer for the Corporation. She stated that
4 Cornell campus is being built at a fantastic rate, having its effect on the entire Island. Ms.
5 Indelicato commended Public Safety Department for managing traffic and order on Main Street.
6

7 Ms. Indelicato provided updates on current projects on the Island. She noted that Verizon
8 is scheduled to commence work on gas risers on Main Street and MTA is looking to do work at
9 the Strecker Lab. She informed the Board that lights were installed in the atrium by Gristedes.
10 Ms. Indelicato noted that due to the inadvertent wire cutting by Verizon, some residents still do
11 not have all phone lines back in service. RIOC is currently working with Verizon to resolve the
12 issue.
13

14 Ms. Indelicato further stated that RIOC staff understands the importance of Tram
15 elevators for Roosevelt Island residents and visitors. She explained that a piston, an important
16 working part of the elevator, needed to be replaced and had to be manufactured. Ms. Indelicato
17 stated that Wank, Adams, Slavin Associates, LLP (WASA), the architectural and engineering
18 firm that was working a new elevator design, recently filed for bankruptcy. Ms. Rosenthal
19 further explained that, currently, two other companies are ready to take over WASA’s work. She
20 noted that their credentials will be reviewed, and that RIOC will move swiftly to have the new
21 companies assume the work. Ms. Indelicato further noted that RIOC provided red bus shuttle
22 services when the elevator was down.
23

24 Finally, Ms. Indelicato noted that Roosevelt Island Residents Association (RIRA) did not
25 pass a resolution asking for banning of bikes on the Helix ramp. She stated that everyone
26 involved is reevaluating this issue. RIOC is working with Bike New York on making the Helix
27 less dangerous for bikes. Ms. Indelicato noted that PSD is doing striping, and RIOC is ordering
28 new traffic signs.
29

30 * * *

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32 **COMMITTEE REPORTS**

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34 **OPERATIONS ADVISORY COMMITTEE**

35
36 Ms. Smith stated that the Operations Advisory Committee met on September 8, 2015.
37 The Committee reviewed current projects, and discussed the items presented at this Board
38 meeting.
39

40 **AUDIT COMMITTEE**

41
42 Mr. Polivy stated that the Audit Committee met on September 3, 2015 to discuss RIOC’s
43 Proposed Budget for Fiscal Year 2015-16. He noted that the Committee will continue to review
44 the Budget before the final vote.
45
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47

1 GOVERNANCE COMMITTEE

2
3 Ms. Smith stated that the Governance Committee did not meet.

4
5 REAL ESTATE DEVELOPMENT ADVISORY COMMITTEE

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7 Mr. Polivy stated that the Real Estate Development Advisory Committee did not meet.

8
9 **PUBLIC SAFETY REPORT**

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11 Mr. Rubin noted that the Public Safety Report was included in the Board package.

12
13 **FINANCIAL REPORT**

14
15 Mr. Rubin noted that the Financial 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 (Mr. Rubin,
20 Ms. Levendosky, Ms. Christian, Mr. Kraut, Mr. Polivy and Ms. Smith), the meeting was
21 adjourned at 6:45 p.m.

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23 _____
24 Susan G. Rosenthal, Secretary