



**ANDREW M. CUOMO**  
Governor

**SUSAN G. ROSENTHAL**  
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 APRIL 23, 2020 MEETING OF THE  
ROOSEVELT ISLAND OPERATING CORPORATION BOARD OF DIRECTORS**

A meeting of the Board of Directors was held via videoconference on April 23, 2020 at 5:30 p.m.<sup>1</sup>

**Directors Present:**

Linda Manley	Representing RuthAnne Visnauskas, RIOC Chair and Commissioner, the New York State Division of Housing and Community Renewal
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
Michael Shinozaki	Director

**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
Kevin Brown	Director of Public Safety Department
Jonna Carmona-Graf	Assistant Vice President of Capital Planning and Projects
Arthur G. Eliav	Associate General Counsel
Mary Cunneen	Director of Organizational Effectiveness and Special Projects
Terrence McCauley	Director of Communications and Public Affairs/PIO
Lada V. Stasko	Assistant General Counsel

**Others Attending:**

Richard J. Famigletti	Arthur J. Gallaher ARM Area President – Branch Manager Public Sector Practice – Regional Director
Lynne Boyer	Arthur J. Gallaher ARM, CIC Client Service Supervisor

---

<sup>1</sup> The RIOC Board Meeting commenced following a public comments reading. The public comments were submitted to RIOC in writing prior to the Board meeting. The public comments period was not part of the meeting.

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

3  
4 \* \* \*

5  
6 **APPROVAL OF MINUTES**

7  
8 The first item of business was the approval of the minutes of the March 5, 2020 meeting of  
9 the RIOC Board of Directors. The proposed draft of the March 5, 2020 meeting had been previously  
10 distributed to all Board members for their consideration.

11  
12 Upon a motion duly made, seconded and carried by seven votes in favor (Ms. Manley, Ms.  
13 Levendosky, Mr. Ekpo, Mr. Escobar, Mr. Kapell, Mr. Polivy, and Mr. Shinozaki), and one abstention  
14 (Mr. Kraut), the minutes were **APPROVED** and ordered filed.

15  
16 \* \* \*

17  
18 Chair Designee Ms. Manley noted that items #1 and #2 of new business are both related to  
19 insurance policies renewal and suggested discussing both items together.

20  
21 **NEW BUSINESS ITEM #1**

22  
23 The first item of new business was the ratification of certain insurance policies for FY 2020-  
24 21.

25  
26 Mr. John O’Reilly, Chief Financial Officer (“CFO”), presented the status of the insurance  
27 binders’ renewal for Fiscal Year 2020-21. Mr. O’Reilly noted that as previously discussed during  
28 his presentation at the March 5th Board meeting, RIOC has been facing an extremely difficult  
29 insurance market this year. Since then, he received multiple quotes and underwriting deemed  
30 reasonable from a financial perspective. He noted that RIOC made the decision to bound those  
31 insurances. Mr. O’Reilly mentioned that the premium last year was \$1.2 million and the premium  
32 this year is slightly under \$1.5 million. He noted that the increase is a combination of both a rate  
33 increase, as well as a value increase based on the capital purchases and improvements made to the  
34 buildings. Mr. O’Reilly stated the following policies: property, boiler and machinery, public  
35 officials’ liability and cyber liability were renewed on April 1, 2020. He is now seeking ratification  
36 of these policies from the Board.

37  
38 Upon a motion duly made, seconded and carried by unanimous vote in favor (Ms. Manley,  
39 Ms. Levendosky, Mr. Ekpo, Mr. Escobar, Mr. Kapell, Mr. Kraut, Mr. Polivy, and Mr. Shinozaki), the  
40 following resolution was ADOPTED:

41  
42 **RESOLUTION**

43  
44 **RATIFICATION OF CERTAIN INSURANCE POLICIES FOR FISCAL YEAR 2020-21**

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



1 In response to Director Shinozaki’s question regarding RIOC being out of time with limited  
2 options, RIOC’s broker Mr. Famigletti explained that was partially correct. Mr. Famigletti further  
3 mentioned this is around the third or fourth round of negotiations with the carriers and in recent weeks  
4 got a reduction of almost \$300,000.00 from the original quotes. He mentioned they will continue  
5 exploring the option of having POMA do some participation in the tower.  
6

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

11 **RESOLUTION**

12 **APPROVAL OF CERTAIN INSURANCE POLICIES FOR FISCAL YEAR 2020-21**  
13  
14

---

15  
16 **RESOLVED** by the Board of Directors of the Roosevelt Island Operating Corporation of the State  
17 of New York (“RIOC”), as follows:  
18

19 Section 1. that the General Liability and Umbrella/Excess Umbrella Insurance Policies  
20 for the period from May 1, 2020 through March 31, 2021, upon such terms and  
21 conditions substantially similar to those outlined in the Memorandum from  
22 John O’Reilly to Susan G. Rosenthal/Board of Directors, dated April 15, 2020,  
23 attached hereto, are hereby approved;  
24

25 Section 2. that the President/Chief Executive Officer or her designee is hereby authorized  
26 to take such actions and execute such instruments as she deems necessary to  
27 effectuate the foregoing; and  
28

29 Section 3. that this resolution shall take effect immediately.  
30

31 \* \* \*  
32  
33

34 **NEW BUSINESS ITEM #3**  
35

36 The third item of new business was the authorization of amendment of Public Purpose Grants  
37 Expenditure for FY 2019-20.  
38

39 Mr. O’Reilly, CFO stated that RIOC received four requests to extend the expenditure of the  
40 Public Purpose Funds (PPF) grant money for the FY 2019-20 year to 2021. Mr. O’Reilly mentioned  
41 Island Kids is requesting to repurpose \$1,300.00 to pay for organizational required insurance as they  
42 haven’t been able to run the program due to the pandemic. Similarly, Life Frames has also requested  
43 an extension to August 31, 2020 because of a shortened expenditure period and due to their vendors  
44 being closed. Mr. O’Reilly noted that Roosevelt Island Visual Arts Association (RIVAA) has  
45 requested an extension to June 30th, due to shortened expenditure period and because of difficulty in  
46 contacting their property manager and obtaining adequate grant backup documentation with both  
47 parties’ offices closed due to the pandemic.  
48

1 Mr. O'Reilly noted that Roosevelt Island Disabled Association ("RIDA") has requested to  
2 amortize the cost of their new bus over multiple PPF periods. The cost of the bus was \$37,112 and  
3 was paid off on January 2, 2020. RIDA has requested to amortize \$17,717.03 of the cost over the  
4 course of two additional PPF periods to allow them to deliver extra services to the community.  
5

6 Mr. O'Reilly recommend that the Board authorize RIOC to extend the FY 19-20 PPF period  
7 to August 31, 2020 for Life Frames, June 30th, 2020 for RIVAA, repurpose the budgeted funds for  
8 Island Kids towards insurance, and to authorize RIDA to amortize the cost of their new bus over two  
9 additional PPF periods, if awarded. Also, he requested the Board to authorize the extension of the FY  
10 19-20 PPF to June 30th, 2020 for all grantees.  
11

12 Upon a motion duly made, seconded and carried by unanimous vote in favor (Ms. Manley,  
13 Ms. Levendosky, Mr. Ekpo, Mr. Escobar, Mr. Kapell, Mr. Kraut, Mr. Polivy, and Mr. Shinozaki), the  
14 following resolution was ADOPTED:  
15

16 **RESOLUTION**

17  
18 **AUTHORIZATION OF AMENDMENT OF PUBLIC PURPOSE GRANTS**  
19 **EXPENDITURE FOR FISCAL YEAR 2019-20**  
20

---

21  
22 **RESOLVED** by the Board of Directors of the Roosevelt Island Operating Corporation of the State  
23 of New York, as follows:  
24

25 Section 1. that the amendment of Public Purpose Grants expenditure for Fiscal Year  
26 2019-20 upon such terms and conditions substantially similar to those outlined  
27 in the Memorandum from Muneshwar Jagdharry to Susan G. Rosenthal/ RIOC  
28 Board of Directors dated April 15, 2020, attached hereto, is hereby authorized;  
29

30 Section 2. that the President/Chief Executive Officer or her designee is hereby authorized  
31 to take such actions and execute such instruments as she deems necessary to  
32 effectuate the foregoing; and  
33

34 Section 3. that this resolution shall take effect immediately.  
35

36 \* \* \*

37  
38 **NEW BUSINESS ITEM #4**  
39

40 The fourth item of new business was the authorization to amend the Master Sublease  
41 Agreement for Main Street Retail Space with Hudson Related Realty, LLC.  
42

43 Hudson Related has made a request to discuss if RIOC would consider deferring their monthly  
44 fees on the retail leases. Mr. O'Reilly, CFO, mentioned that Hudson Related pays approximately  
45 \$900,000.00 to RIOC, annually. He stated that Hudson Related requested deferring payments for the  
46 months of April, May and June. Mr. O'Reilly mentioned RIOC has received monies collected before  
47 – along with – the month of March which significantly decreased, even though it had two regular  
48 week periods. Mr. O'Reilly noted that RIOC proposed an April through June deferral, and Hudson  
49 Related start regular rent payments in July through September to give them three months to ramp the

1 business and not be over-burdened. He further explained that from October through March, Hudson  
2 Related would pay one-sixth of the deferred amount with its regular rent payment resulting in RIOC  
3 receiving normal annual rent for the fiscal year ending March 31st, 2021. Mr. O'Reilly is seeking  
4 Board's approval to amend the Master Sublease.

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

9  
10 **RESOLUTION**

11  
12 **AUTHORIZATION TO AMEND MASTER SUBLEASE AGREEMENT FOR MAIN STREET**  
13 **RETAIL SPACE WITH HUDSON RELATED RETAIL LLC.**  
14

---

15  
16 **RESOLVED** by the Board of Directors of the Roosevelt Island Operating Corporation of the State  
17 of New York ("RIOC"), as follows:

18  
19 Section 1. that RIOC is hereby authorized to amend the Master Sublease Agreement with  
20 Hudson Related Retail, LLC., for the Main Street retail space upon such terms  
21 and conditions substantially similar to those outlined in the Memorandum from  
22 Susan G. Rosenthal to the RIOC Board of Directors, dated April 20, 2020,  
23 attached hereto;

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

28  
29 Section 3. that this resolution shall take effect immediately.

30  
31 \* \* \*

32  
33 **NEW BUSINESS ITEM #5**

34  
35 The fifth item of new business was the authorization to enter into contract with New York  
36 State Industries for the Disabled, Inc./ AHRC, NYC Chapter of NYSARC, Inc., for cleaning services  
37 at RIOC's Facilities.

38  
39 Ms. Cunneen, Director of Organizational Effectiveness and Special Project stated that RIOC  
40 has had a contract with the New York State Industries for the Disabled ("NYISID")/ AHRC since  
41 2016. She mentioned that the original contact was only to oversee custodial services at two or three  
42 of RIOC facilities. RIOC has expanded its scope of services and NYISID is currently responsible for  
43 eight RIOC facilities throughout the island. Those facilities include the public accommodation  
44 spaces, such as the Cultural Center, Sports Park, Youth Center, Good Shepherd, RIOC's office spaces  
45 and (soon to be, upon its opening) Blackwell House. She stated NYISID is an Office of General  
46 Services (OGS) preferred vendor, which RIOC is encouraged to utilize when possible if the vendor's  
47 services meet the Corporation's needs. Ms. Cunneen explained that with the added spaces, NYISID/  
48 AHRC will need additional staffing and equipment in order to make sure all facilities are cleaned

1 properly. Ms. Cunneen stated that she is seeking Board approval to enter into a contract for cleaning  
2 services in the amount of the \$511,683.36.

3  
4 In response to Director Kapell’s question of whether the new contract amount reflects  
5 increased requirements due to the current pandemic, Ms. Cunneen stated that RIOC is using a separate  
6 invoice to pay for those fees.

7  
8 Upon a motion duly made, seconded and carried by unanimous vote in favor (Ms. Manley,  
9 Ms. Levendosky, Mr. Ekpo, Mr. Escobar, Mr. Kapell, Mr. Kraut, Mr. Polivy, and Mr. Shinozaki), the  
10 following resolution was ADOPTED:

11  
12 **RESOLUTION**

13  
14 **AUTHORIZATION TO ENTER INTO CONTRACT WITH**  
15 **NEW YORK STATE INDUSTRIES FOR THE DISABLED, INC./**  
16 **AHRC, NYC CHAPTER OF NYSARC, INC.**  
17 **FOR CLEANING SERVICES AT RIOC’S FACILITIES**  
18

---

19  
20 **RESOLVED** by the Board of Directors of the Roosevelt Island Operating Corporation of the State  
21 of New York (“RIOC”), as follows:

22  
23 Section 1. that RIOC is hereby authorized to enter into contract with New York State  
24 Industries for the Disabled, Inc./ AHRC, NYC Chapter of NYSARC, Inc., for  
25 cleaning services at RIOC’s facilities, upon such terms and conditions  
26 substantially similar to those outlined in the Memorandum from Mary C.  
27 Cunneen to Susan G. Rosenthal/Board of Directors dated April 14, 2020,  
28 attached hereto;

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

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

35  
36 \* \* \*

37  
38 **NEW BUSINESS ITEM #6**

39  
40 The sixth item of new business was the authorization to amend the License Agreement with  
41 Roosevelt Island Racquet Club Associates.

42  
43 Mr. O'Reilly, CFO mentioned the Roosevelt Island Racquet Club Associates (“RIRCA”) is  
44 seeking a similar agreement to earlier discussions with respect to Hudson Related. He stated the  
45 RIRCA is seeking to defer rents from April, May, June, and start paying regular rent from July,  
46 August, and September. Commencing with October of 2020 and for the following six months, RIRCA  
47 will continue to timely pay regular license fees then due, as well as make up the Deferred Fees in six  
48 equal monthly installments.

1 Mr. O'Reilly noted the one difference in this amendment is that RIRCA is a small business  
2 that has applied for a small business loan. Mr. O'Reilly mentioned the caveat in the document – that  
3 if RIRCA does get a small business loan, it will pay its payroll first; because by doing so will convert  
4 the loan into a grant that will not have to be repaid. He noted that RIOC will allow RIRCA to pay its  
5 payroll first and then require that it use the remaining funds from the small business loan to repay the  
6 deferred amount based on the remaining funds. There would also be a requirement that RIRCA  
7 supply RIOC with an accounting of how the funds were used in the small business loan. Mr. O'Reilly  
8 asked the Board to authorize the amendment to the license agreement with RIRCA.  
9

10 Upon a motion duly made, seconded and carried by unanimous vote in favor (Ms. Manley,  
11 Ms. Levendosky, Mr. Ekpo, Mr. Escobar, Mr. Kapell, Mr. Kraut, Mr. Polivy, and Mr. Shinozaki), the  
12 following resolution was ADOPTED:  
13

### 14 RESOLUTION

#### 15 AUTHORIZATION TO AMEND THE LICENSE AGREEMENT WITH ROOSEVELT ISLAND 16 RACQUET CLUB ASSOCIATES 17 18

---

19  
20 **RESOLVED** by the Board of Directors of the Roosevelt Island Operating Corporation of the State  
21 of New York (“RIOC”), as follows:  
22

23 Section 1. that RIOC is hereby authorized to amend the License Agreement with  
24 Roosevelt Island Racquet Club Associates upon such terms and conditions  
25 substantially similar to those outlined in the Memorandum from Susan G.  
26 Rosenthal to RIOC’s Board of Directors, dated April 20, 2020, attached hereto;  
27

28 Section 2. that the President/Chief Executive Officer or her designee is hereby  
29 authorized to take such actions and execute such instruments as she deems  
30 necessary to effectuate the foregoing; and  
31

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

34 \* \* \*  
35

### 36 PRESIDENT’S REPORT

37  
38 President Susan Rosenthal stated RIOC’s Public Safety Department has lost two valued  
39 officers who have been with the corporation for over twenty years to COVID-19, Officer Fisher and  
40 Officer Jones and several weeks earlier, also lost Mr. Jack McManus, the former Chief of Public  
41 Safety. Ms. Rosenthal further remarked about the toll it has taken on RIOC’s officers. President  
42 Rosenthal noted that RIOC has started-and, will continue to utilize the State’s program for grief  
43 counseling. Ms. Rosenthal praised Chief Kevin Brown and Deputy Director Anthony Amoroso  
44 during this pandemic, as they continued to keep the morale up within the department. Ms. Rosenthal  
45 mentioned the outpouring of love and care from the community for the essential employees working  
46 during the pandemic.  
47

48 Ms. Rosenthal then provided updates on current projects. With respect to RIOC’s construction  
49 projects during the pandemic, Ms. Rosenthal stated that RIOC will solely focus on essential projects,



1 including the Tramway elevators and the Motorgate Garage. Ms. Rosenthal stated that the Southpoint  
2 Park project was modified after the March 5th Board meeting; at the request of the community. The  
3 RFP for this construction project had been posted; and plans were in place to have a contractor  
4 selected by the next board meeting in order to move forward with this project. Ms. Rosenthal noted  
5 that there is a timeframe of when the actual work with respect to the seawall could be done. In-water  
6 construction activities could only occur in certain window pursuant to State and Federal regulations  
7 concerning natural resources.

8  
9 Ms. Rosenthal mentioned that design work on all projects are moving forward, and that the  
10 architects and engineers are working remotely. President Rosenthal stated that design work on all the  
11 projects of which RIOC sought approval, will proceed. She also noted that RIOC’s Capital Planning  
12 and Projects department will proceed with the Citi Bike project.

13  
14 Finally, Ms. Rosenthal reminded everyone to follow the Governor's Executive Orders by  
15 wearing face masks and continuing the practice of social distancing; as these measures are quite  
16 effective to mitigate the potential coronavirus spread. Ms. Rosenthal shared her sentiments for  
17 Governor Andrew Cuomo, in stating that though we are part of the state government, everyone could  
18 feel a real sense of pride under his leadership. She also expressed her gratitude to everyone and for  
19 the State of New York.

20  
21 \* \* \*

22  
23 **COMMITTEE REPORTS**

24  
25 **AUDIT COMMITTEE**

26  
27 The Audit Committee did not meet.

28  
29 **GOVERNANCE COMMITTEE**

30  
31 The Governance Committee did not meet.

32  
33 **OPERATIONS ADVISORY COMMITTEE**

34  
35 The Operations Advisory Committee did not meet.

36  
37 **REAL ESTATE DEVELOPMENT ADVISORY COMMITTEE**

38  
39 The Real Estate Development Advisory Committee did not meet.

40  
41 **PUBLIC SAFETY REPORT**

42  
43 Chair’s Designee Ms. Manley noted that the Public Safety Report was included in the Board  
44 package. President Rosenthal invited Chief Kevin Brown to speak.

45  
46 Mr. Kevin Brown, Director of RIOC’s Public Safety Department (“PSD”), expressed his  
47 appreciation to the Board and the staff for their support during their time of mourning over the loss  
48 of Officers Fisher and Jones, and former Chief McManus. Mr. Brown stated that the officers are  
49 extremely dedicated and will continue to work with Deputy Anthony Amoroso, 24 hours, 7 days a

1 week to maintain a level of protection on Roosevelt Island. Chief Brown credited the former Chief,  
2 who had served PSD in that capacity for over seven years. Chief Brown mentioned that former Chief  
3 McManus’s teachings were exhibited by every officer that worked for Public Safety, especially by  
4 the two officers recently lost. Kevin Brown stated the officers were 20-year veterans, – Officers  
5 Fisher and Jones were professionals who were both extremely dedicated to Roosevelt Island. Chief  
6 Brown noted that calls for service have increased on the island; however, PSD is able to respond  
7 despite the current crisis.

8  
9 \* \* \*

10  
11 Upon a motion duly made, seconded and carried by unanimous vote in favor (Ms. Manley,  
12 Ms. Levendosky, Mr. Ekpo, Mr. Escobar, Mr. Kapell, Mr. Kraut, Mr. Polivy, and Mr. Shinozaki), the  
13 meeting was adjourned at 6:35 p.m.

14  
15  
16 

---

Gretchen K. Robinson, Secretary