

**Andrew M. Cuomo**  
*Governor*

**Donald D. Lewis**  
*Acting President/Chief Executive Officer*  
*Vice President/General Counsel*

**Steven Chironis**  
*Vice President/Chief Financial Officer*



**Roosevelt Island Operating Corporation**  
of the State of New York  
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**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 JANUARY 17, 2013 MEETING OF THE  
ROOSEVELT ISLAND OPERATING CORPORATION  
BOARD OF DIRECTORS

A meeting of the Board of Directors was held at the Manhattan Park Community Center,  
8 River Road, Roosevelt Island on January 17, 2013 at 5:30 p.m.<sup>1</sup>

**Directors Present:**

Gary Connor	Representing Darryl C. Towns, RIOC Chair and Commissioner, the New York State Division of Housing and Community Renewal
Michael Kendall	Representing Robert L. Megna, Director, the New York State Division of Budget
David Kraut	Director <sup>2</sup>
Howard Polivy	Director
Michael Shinozaki	Director
Margaret Smith	Director

**Directors Absent:**

Fay Fryer Christian	Director
Dr. Salvatore Ferrera	Director
Dr. Katherine Teets Grimm	Director

**Officers and Staff Attending:**

Donald D. Lewis	Acting President/Chief Executive Officer, Vice President/General Counsel
Steven Chironis	Vice President/Chief Financial Officer
Arthur G. Eliav	Associate General Counsel
Alexander Snedkov	Director, Engineering Department
Lada V. Stasko	Assistant General Counsel

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

<sup>2</sup> Mr. Kraut arrived during the discussion of item #6 of new business.

1 Mr. Connor called the Board meeting to order at 5:35 p.m. The roll was called and a  
2 quorum found to be assembled and present.

3  
4 \* \* \*

5 **APPROVAL OF MINUTES**

6  
7 The first item of business was the approval of the minutes of the December 20, 2012  
8 meeting of the RIOC Board of Directors.

9  
10 The proposed drafts of the December 20, 2012 Board meeting minutes had been  
11 previously distributed to all Board members for their consideration. Upon a motion duly made  
12 concerning the minutes of December 20, 2012 meeting, seconded and carried by unanimous vote  
13 in favor (Mr. Connor, Mr. Kendall, Mr. Polivy, Mr. Shinozaki and Ms. Smith), minutes were  
14 **APPROVED**, and ordered filed.

15  
16 \* \* \*

17  
18 **NEW BUSINESS ITEM #1**

19  
20 The first item of new business was the presentation of the FY 2012-2013 QTR 3  
21 Procurement Report.

22  
23 Mr. Chironis noted that the procurement report for the third quarter of the current fiscal  
24 year is included on the board disc and provided a brief summary of the report.

25  
26 \* \* \*

27  
28 **NEW BUSINESS ITEM #2**

29  
30 The second item of new business was the authorization of modification of the schedule of  
31 the 2013 meetings of the Roosevelt Island Operating Corporation Board of Directors.

32  
33 Upon a motion duly made and seconded, a vote was taken with four in favor (Mr.  
34 Connor, Mr. Kendall, Mr. Polivy and Mr. Shinozaki) and one against (Ms. Smith). There being  
35 not enough votes in favor or against to constitute a majority of directors currently in office, the  
36 proposed resolution was **NOT ADOPTED**.

37  
38 \* \* \*

39  
40 **NEW BUSINESS ITEM #3**

41  
42 The third item of new business was removed from the agenda.

43  
44  
45 \* \* \*

1 **NEW BUSINESS ITEM #4**

2  
3 The fourth item of new business was the approval of the change order to contract with  
4 Scientific Electric Company, Inc. for Lighthouse Park electric and lighting restoration project.

5  
6 Mr. Snedkov provided brief background of the contract. He explained that additional  
7 electrical work has become necessary due to the damage at the Lighthouse Park caused by  
8 Hurricane Sandy. Mr. Snedkov, therefore, recommended the change order to contract with  
9 Scientific Electric Company, Inc. for Board approval. He also noted that RIOC submitted an  
10 application for partial reimbursement of costs incurred for this project to the Federal Emergency  
11 Management Agency (“FEMA”).

12  
13 Upon a motion duly made, seconded and carried by unanimous vote in favor (Mr.  
14 Connor, Mr. Kendall, Mr. Polivy, Mr. Shinozaki and Ms. Smith), the following resolution was  
15 ADOPTED:

16  
17 **RESOLUTION**

18  
19 APPROVAL OF CHANGE ORDER TO CONTRACT  
20 WITH SCIENTIFIC ELECTRIC COMPANY, INC. FOR  
21 LIGHTHOUSE PARK ELECTRIC & LIGHTING RESTORATION PROJECT  
22

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

26  
27 Section 1. that the change order to contract with Scientific Electric Company, Inc. for  
28 Lighthouse Park Electric & Lighting Restoration Project, upon such terms and  
29 conditions substantially similar to those outlined in the Memorandum from  
30 Alexander Snedkov to Donald D. Lewis dated January 7, 2013, attached hereto, is  
31 hereby approved;

32  
33 Section 2. that the Acting President/Chief Executive Officer or his designee is hereby  
34 authorized to take such actions and execute such instruments as he deems  
35 necessary to effectuate the foregoing; and

36  
37 Section 3. that this resolution shall take effect immediately.  
38

39  
40 \* \* \*

41  
42 **NEW BUSINESS ITEM #5**

43  
44 The fifth item of new business was the approval of the change order to contract with Meli  
45 Contracting Co. Inc. for restoration of the steel boat sculpture.

46  
47 Mr. Snedkov provided the background of the project. He stated that this item has been  
48 discussed at the recent Operations Advisory Committee meeting. Mr. Shinozaki noted that the

1 Committee has evaluated options of whether to remove the steel boat or to repair it. According to  
2 Mr. Shinozaki, the repair was recognized as the more feasible option. In response to Ms. Smith’s  
3 question, Mr. Snedkov confirmed that removing the structure would be more expensive than the  
4 proposed repair.  
5

6 Upon a motion duly made, seconded and carried by unanimous vote in favor (Mr.  
7 Connor, Mr. Kendall, Mr. Polivy, Mr. Shinozaki and Ms. Smith), the following resolution was  
8 ADOPTED:  
9

10 **RESOLUTION**

11 **APPROVAL OF CHANGE ORDER TO CONTRACT**  
12 **WITH MELI CONTRACTING CO. INC. FOR**  
13 **RESTORATION OF THE STEEL BOAT SCULPTURE**  
14  
15

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16  
17 **RESOLVED** by the Board of Directors of the Roosevelt Island Operating Corporation of the  
18 State of New York, as follows:  
19

20 Section 1. that the change order to contract with Meli Contracting Co. Inc. for restoration of  
21 the steel boat sculpture, upon such terms and conditions substantially similar to  
22 those outlined in the Memorandum from Alexander Snedkov to Donald D. Lewis  
23 dated January 7, 2013, attached hereto, is hereby approved;  
24

25 Section 2. that the Acting President/Chief Executive Officer or his designee is hereby  
26 authorized to take such actions and execute such instruments as he 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 #6**  
34

35 The sixth item of new business was the ratification of contract with Quintal Contracting  
36 Corp. for the AVAC piping repairs.  
37

38 Mr. Snedkov noted that this item has been discussed at the most recent Operations  
39 Advisory Committee meeting. Mr. Snedkov explained that in 2012, when the Swedish branch of  
40 ENVAC became unavailable, RIOC had to contract with the Spanish branch of ENVAC to  
41 perform emergency repairs on AVAC piping. According to Mr. Snedkov, the Spanish team’s  
42 repair method proved to be unsuccessful. Therefore, RIOC had to contract with Quintal  
43 Contracting Corp. (“Quintal”) to complete the repairs. The work has been done on a “time and  
44 material” basis and was completed by Quintal in July 2012. However, a proper invoice was not  
45 submitted until the end of November, 2012. That is why this item is being presented at this  
46 meeting. Mr. Snedkov recommended the ratification of contract with Quintal for Board  
47 approval.  
48

1 Upon a motion duly made, seconded and carried by unanimous vote in favor (Mr.  
2 Connor, Mr. Kendall, Mr. Kraut, Mr. Polivy, Mr. Shinozaki and Ms. Smith), the following  
3 resolution was ADOPTED:  
4

5 **RESOLUTION**  
6

7 **RATIFICATION OF CONTRACT WITH QUINTAL CONTRACTING CORP.**  
8 **FOR THE AVAC PIPING REPAIRS**  
9

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10  
11 **RESOLVED** by the Board of Directors of the Roosevelt Island Operating Corporation of the  
12 State of New York (“RIOC”), as follows:  
13

14 Section 1. that the contract entered into with Quintal Contracting Corp. for the AVAC piping  
15 repairs, upon such terms and conditions substantially similar to those outlined in  
16 the Memorandum from Alexander Snedkov to Donald D. Lewis dated January 16,  
17 2013, attached hereto, is hereby ratified;  
18

19 Section 2. that the Acting President/Chief Executive Officer or his designee is hereby  
20 authorized to take such actions and execute such instruments as he deems  
21 necessary to effectuate the foregoing; and  
22

23 Section 3. that this resolution shall take effect immediately.  
24

25 \* \* \*  
26

27 **NEW BUSINESS ITEM #7**  
28

29 The seventh item of new business was the authorization to enter into contract with Steve  
30 Di Sisto General Contractors, Inc. for resetting of Z-Brick pavers.  
31

32 Mr. Snedkov noted that the RFP for this contract was published and that Steve Di Sisto  
33 General Contractors, Inc. was the lowest bidder. Mr. Snedkov recommended the proposed  
34 contract for Board approval.  
35

36 Upon a motion duly made, seconded and carried by unanimous vote in favor (Mr.  
37 Connor, Mr. Kendall, Mr. Kraut, Mr. Polivy, Mr. Shinozaki and Ms. Smith), the following  
38 resolution was ADOPTED:  
39

40 **RESOLUTION**  
41

42 **AUTHORIZATION TO ENTER INTO CONTRACT WITH STEVE DI SISTO**  
43 **GENERAL CONTRACTORS, INC. FOR RESETTING OF Z-BRICK PAVERS**  
44

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

1 Section 1. that RIOC is hereby authorized to negotiate and enter into a contract with Steve  
2 Di Sisto General Contractors, Inc. for resetting of Z-Brick pavers, upon such  
3 terms and conditions substantially similar to those outlined in the Memorandum  
4 from Rudolph Rajaballey to the Board of Directors dated January 9, 2013,  
5 attached hereto;

6  
7 Section 2. that the Acting President/Chief Executive Officer or his designee is hereby  
8 authorized to take such actions and execute such instruments as he deems  
9 necessary to effectuate the foregoing; and

10  
11 Section 3. that this resolution shall take effect immediately.

12 \* \* \*

13  
14  
15 **NEW BUSINESS ITEM #8**

16  
17 The eighth item of new business was the authorization to enter into contract with Shawn  
18 Construction, Inc. for the 504 Main Street interior demolition project.

19  
20 Mr. Snedkov provided the background of the project. He noted that 504 Main Street  
21 space will be used by the New York City Pubic Library. According to Mr. Snedkov, Shawn  
22 Construction, Inc. was the lowest bidder and the cost of the project is \$190,000 plus a 10%  
23 contingency fee. He recommended the proposed contract for Board approval.

24  
25 Upon a motion duly made, seconded and carried by unanimous vote in favor (Mr.  
26 Connor, Mr. Kendall, Mr. Kraut, Mr. Polivy, Mr. Shinozaki and Ms. Smith), the following  
27 resolution was ADOPTED:

28  
29 **RESOLUTION**

30  
31 **AUTHORIZATION TO ENTER INTO CONTRACT WITH SHAWN CONSTRUCTION, INC.**  
32 **FOR THE 504 MAIN STREET INTERIOR DEMOLITION PROJECT**

33  
34  
35 **RESOLVED** by the Board of Directors of the Roosevelt Island Operating Corporation of the  
36 State of New York (“RIOC”), as follows:

37  
38 Section 1. that RIOC is hereby authorized to negotiate and enter into a contract with Shawn  
39 Construction, Inc. for the 504 Main Street Interior Demolition Project, upon such  
40 terms and conditions substantially similar to those outlined in the Memorandum  
41 from Rudolph Rajaballey to the Board of Directors dated January 9, 2013,  
42 attached hereto;

43  
44 Section 2. that the Acting President/Chief Executive Officer or his designee is hereby  
45 authorized to take such actions and execute such instruments as he deems  
46 necessary to effectuate the foregoing; and

47  
48 Section 3. that this resolution shall take effect immediately.

1 \* \* \*

2  
3 **PRESIDENT'S REPORT**

4  
5 Mr. Lewis noted that his full report is published in the Main Street Wire and on the  
6 Roosevelt Islander Blog.

7  
8 Mr. Lewis stated that he and PSD Director Keith Guerra had met with the representatives  
9 of the Roosevelt Island Community Coalition to discuss public safety concerns in connection  
10 with the future Cornell Tech campus on the Island. RIOC representatives also attended the New  
11 York City meeting with Cornell concerning the effects of the environmental impact of the future  
12 campus. These discussions are to be continued.

13  
14 Mr. Lewis noted that potential alternative uses of the Steam Plant after its de-commission  
15 are being discussed. He also stated that several Requests for Proposals were published, including  
16 the ones for Westside promenade concession, to repair certain damage caused by Hurricane  
17 Sandy, and for streetscaping of the Good Shepherd Community Center Plaza. Finally, Mr. Lewis  
18 noted that the fence at the FDR Four Freedoms Park will be moved back to its original location.

19 \* \* \*

20  
21  
22 **COMMITTEE REPORTS**

23  
24 **AUDIT COMMITTEE**

25  
26 Mr. Polivy stated that the Audit Committee did not meet.

27  
28 **GOVERNANCE COMMITTEE**

29  
30 Ms. Smith stated that the Governance Committee met on January 15, 2013. The  
31 Committee discussed procedures for Board ratifications and Board meetings.

32  
33 Ms. Smith noted that the Committee also discussed seven open RIOC staff positions. She  
34 stated that Human Resources has advised the Committee that RIOC will be getting candidates for  
35 non-union and executive positions from the New York State Center for Recruitment and Public  
36 Service (former Governor's Appointments Office). Ms. Smith noted that in order to comply  
37 with their fiduciary duties to the Corporation, Board members decided to draft a letter to the  
38 Authorities Budget Office ("ABO") to ask for guidance as to the executive hiring process. She  
39 stated that Mr. Polivy has drafted the letter to the ABO, and will circulate it shortly.

40  
41 **OPERATIONS ADVISORY COMMITTEE**

42  
43 Ms. Shinozaki stated that the Operations Advisory Committee met on January 9, 2013 to  
44 discuss items presented to the Board of Directors today.

1 REAL ESTATE DEVELOPMENT ADVISORY COMMITTEE

2  
3 Mr. Polivy stated that the Real Estate Development Advisory Committee met on January  
4 8, 2013. The Committee discussed issues concerning the community space, 548 Main Street  
5 Cultural Center rehabilitation and Hudson/Related update on Main Street retail.

6  
7 The Committee held an executive session to review proposed Board resolution regarding  
8 the ground lease for the Southtown Development. Mr. Polivy noted that no votes were taken  
9 during the executive session.

10 \* \* \*

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12  
13 **PUBLIC SAFETY REPORT**

14  
15 Mr. Connor noted that the Public Safety Report was included on the board disk.

16 \* \* \*

17  
18  
19 Upon a motion duly made, seconded and carried by unanimous vote in favor (Mr.  
20 Connor, Mr. Kendall, Mr. Kraut, Mr. Polivy, Mr. Shinozaki and Ms. Smith), the meeting was  
21 adjourned at 6:15 p.m.

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24 \_\_\_\_\_  
Donald D. Lewis, Secretary