



## MEMORANDUM

**To:** The Chairperson and Members

**From:** Eric Enderlin *E.E.*  
President

**Date:** October 3, 2023

**Re:** Amendment to Written Procedures Governing Videoconferencing

---

The Members are asked to approve an amendment to the Corporation’s Written Procedures Governing Videoconferencing (“Written Procedures”) pursuant to an amendment to the Open Meetings Law Section 103-a (“OML §103-a”), which provides for an exemption for individuals with disabilities from certain in-person meeting requirements. Specifically, the amendment allows any Member who has a disability as defined under Section 292 of the New York State Executive Law, where such disability renders such Member unable to participate in-person at any meeting location where the public can attend, to be considered present for purposes of fulfilling the quorum requirements at meetings conducted through videoconferencing pursuant to OML §103-a. OML §103-a will expire on July 1, 2024.

In order to use this provision of OML §103-a for future HDC Board meetings, the Members are requested to approve the amendment of the Corporation’s Written Procedures, which were originally adopted on March 31, 2023.

Attached are one revised copy of the Written Procedures with the amendment and one black-lined copy indicating the specific changes to the existing Written Procedures.



## **WRITTEN PROCEDURES GOVERNING USE OF VIDEOCONFERENCING DURING PUBLIC MEETINGS PURSUANT TO OML§103-a**

In compliance with Open Meetings Law (“OML”) Section (§) 103-a(2), the following procedures are hereby established to satisfy the requirement of OML§103-a(2)(b) that any public body which in its discretion wishes to permit its members to participate in meetings by videoconferencing from private locations – under extraordinary circumstances – must establish written procedures governing Member and public attendance.

1. Members of the Corporation shall be physically present at any public meeting of the Corporation unless such Member is unable to be physically present at one of the designated public meeting locations due to extraordinary circumstances.
2. For purposes of these written procedures, the term “extraordinary circumstances” includes disability, illness, caregiving responsibilities, or any other significant or unexpected factor or event which precludes the member’s physical attendance at such meeting.
3. If a Member is unable to be physically present at one of the designated public meeting locations and wishes to participate by videoconferencing from a private location due to extraordinary circumstances, the Member must provide advance notification and justification to the President and General Counsel of the Corporation prior to the scheduled meeting in order for proper notice to the public to be given.
4. If a Member of the Corporation is authorized to participate in a meeting by videoconferencing from a private location due to extraordinary circumstances, the Corporation shall provide the opportunity for members of the public to view such meeting by video.
5. A Member who is participating from a remote location that is not open to in-person physical attendance by the public shall not count toward a quorum but may participate and vote if there is a quorum of Members at a physical location(s) open to the public. However, a Member who has a “disability” as defined in Section 292 of the New York State Executive Law<sup>1</sup>, where such disability renders such Member unable to participate in-

---

<sup>1</sup> A disability under Section 292 of the New York State Executive Law includes “a physical, mental or medical impairment resulting from anatomical, physiological, genetic or neurological conditions which prevents the exercise of a normal bodily function or is demonstrable by medically accepted clinical or laboratory diagnostic techniques.”

person at any such public meeting of the Corporation, is to be considered present for purposes of fulfilling the quorum requirements for any such meeting conducted through videoconferencing. All other criteria set forth in these written procedures must otherwise be met and provided, further, that the Corporation maintains at least one physical location where the public can attend such meetings. If there is a quorum of Members participating at a physical location(s) open to the public or remotely due to a disability, the Corporation may properly convene a meeting.

6. Except in the case of executive sessions, the Corporation shall ensure that its Members can be heard, seen, and identified while the meeting is being conducted, including but not limited to any motions, proposals, resolutions, and any other matter formally discussed or voted upon. This shall include the use of first and last name placards physically placed in front of the Members or, for Members participating by videoconferencing from private locations due to extraordinary circumstances, such Members must ensure that their full first and last name appears on their videoconferencing screen.
7. The minutes of the meetings involving videoconferencing based on extraordinary circumstances pursuant to OML§103-a shall include which, if any, Members participated by videoconferencing from a private location due to such extraordinary circumstances.
8. The public notice for the meeting shall inform the public: (i) that extraordinary circumstances videoconferencing will (or may) be used, (ii) where the public can view and/or participate in such meeting, (iii) where required documents and records will be posted or available, and (iv) the physical location(s) for the meeting where the public can attend.
9. The Corporation shall provide that any meeting conducted using videoconferencing due to extraordinary circumstances shall be recorded and such recordings posted or linked on the Corporation's website ([www.nychdc.com](http://www.nychdc.com)) within five business days following the meeting, and shall remain so available for a minimum of five years thereafter. Such recordings shall be transcribed upon request.
10. The in-person participation requirements of OML§103-a(2)(c) shall not apply during a state disaster emergency declared by the Governor or a local state of emergency proclaimed by the Mayor if the Corporation determines that the circumstances necessitating the emergency declaration would affect or impair the ability of the Corporation to hold an in-person meeting.
11. These procedures shall be conspicuously posted on the Corporation's website ([www.nychdc.com](http://www.nychdc.com)).



## **WRITTEN PROCEDURES GOVERNING USE OF VIDEOCONFERENCING DURING PUBLIC MEETINGS PURSUANT TO OML§103-a**

In compliance with Open Meetings Law (“OML”) Section (§) 103-a(2), the following procedures are hereby established to satisfy the requirement of OML§103-a(2)(b) that any public body which in its discretion wishes to permit its members to participate in meetings by videoconferencing from private locations – under extraordinary circumstances – must establish written procedures governing Member and public attendance.

1. Members of the Corporation shall be physically present at any public meeting of the Corporation unless such Member is unable to be physically present at one of the designated public meeting locations due to extraordinary circumstances.
2. For purposes of these written procedures, the term “extraordinary circumstances” includes disability, illness, caregiving responsibilities, or any other significant or unexpected factor or event which precludes the member’s physical attendance at such meeting.
3. If a Member is unable to be physically present at one of the designated public meeting locations and wishes to participate by videoconferencing from a private location due to extraordinary circumstances, the Member must provide advance notification and justification to the President and General Counsel of the Corporation prior to the scheduled meeting in order for proper notice to the public to be given.
4. If a Member of the Corporation is authorized to participate in a meeting by videoconferencing from a private location due to extraordinary circumstances, the Corporation shall provide the opportunity for members of the public to view such meeting by video.
5. ~~If there is a quorum of Members participating at a physical location(s) open to the public, the Corporation may properly convene a meeting.~~ A Member who is participating from a remote location that is not open to in-person physical attendance by the public shall not count toward a quorum but may participate and vote if there is a quorum of Members at a physical location(s) open to the public. However, a Member who has a “disability” as

defined in Section 292 of the New York State Executive Law<sup>1</sup>, where such disability renders such Member unable to participate in-person at any such public meeting of the Corporation, is to be considered present for purposes of fulfilling the quorum requirements for any such meeting conducted through videoconferencing. All other criteria set forth in these written procedures must otherwise be met and provided, further, that the Corporation maintains at least one physical location where the public can attend such meetings. If there is a quorum of Members participating at a physical location(s) open to the public or remotely due to a disability, the Corporation may properly convene a meeting.

6. Except in the case of executive sessions, the Corporation shall ensure that its Members can be heard, seen, and identified while the meeting is being conducted, including but not limited to any motions, proposals, resolutions, and any other matter formally discussed or voted upon. This shall include the use of first and last name placards physically placed in front of the Members or, for Members participating by videoconferencing from private locations due to extraordinary circumstances, such Members must ensure that their full first and last name appears on their videoconferencing screen.
7. The minutes of the meetings involving videoconferencing based on extraordinary circumstances pursuant to OML§103-a shall include which, if any, Members participated by videoconferencing from a private location due to such extraordinary circumstances.
8. The public notice for the meeting shall inform the public: (i) that extraordinary circumstances videoconferencing will (or may) be used, (ii) where the public can view and/or participate in such meeting, (iii) where required documents and records will be posted or available, and (iv) the physical location(s) for the meeting where the public can attend.
9. The Corporation shall provide that any meeting conducted using videoconferencing due to extraordinary circumstances shall be recorded and such recordings posted or linked on the Corporation's website ([www.nychdc.com](http://www.nychdc.com)) within five business days following the meeting, and shall remain so available for a minimum of five years thereafter. Such recordings shall be transcribed upon request.
10. The in-person participation requirements of OML§103-a(2)(c) shall not apply during a state disaster emergency declared by the Governor or a local state of emergency proclaimed by the Mayor if the Corporation determines that the circumstances necessitating the emergency declaration would affect or impair the ability of the Corporation to hold an in-person meeting.

---

<sup>1</sup> A disability under Section 292 of the New York State Executive Law includes “a physical, mental or medical impairment resulting from anatomical, physiological, genetic or neurological conditions which prevents the exercise of a normal bodily function or is demonstrable by medically accepted clinical or laboratory diagnostic techniques.”

11. These procedures shall be conspicuously posted on the Corporation's website ([www.nychdc.com](http://www.nychdc.com)).