

CITY OF NEW YORK CONFLICTS OF INTEREST BOARD

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March 29, 2023

Honorable Antonio Reynoso
Brooklyn Borough President
Brooklyn Borough Hall
209 Joralemon Street
Brooklyn, New York 11201

Re: Conflicts of Interest Board Case Nos. 2023-153/a-j
(Antonio Reynoso, Asher Freeman, Alexis Rodriguez, Yamilka Mena, Glenda Silva, Winston Clapper, Astrid Cuas, Gregory Louis, Corina Lozada, Eileen Mullaney-Newman, and Michael Moutal)

Dear Borough President Reynoso:

This is in response to your letter to the Conflicts of Interest Board (the "Board"), dated October 31, 2022, and subsequent communications between your office and Board staff, designating, pursuant to Board Rules Section 1-13(e)(1), yourself and ten employees (the "Employees") of the Brooklyn Borough President's Office (the "Office") to use City time to perform work for Brooklyn for All, Inc. ("BFA") and requesting a determination by the Board, pursuant to Board Rules Section 1-13(e)(2), that you and the Employees may take part in BFA's business dealings with the City.

Relevant Facts

You advise that BFA is a not-for-profit organization incorporated by and located within the Office. BFA's mission is to support the Office with services, events, and programming that enhance the lives of Brooklyn residents, support community businesses and institutions, and promote the cultural diversity of Brooklyn. Pursuant to its by-laws, BFA is governed by a board of directors comprised of at least three members; there are currently ten members of BFA's board of directors. As Brooklyn Borough President, you select the members of BFA's board of directors, and you serve as an *ex officio*, non-voting member. BFA is subject to the fundraising and reporting requirements of the Affiliated Not-for-Profits Law, found in Chapter 9 of Title 3 of the New York City Administrative Code.

You advise that you have designated the following Employees to serve in various roles at BFA:

- **Asher Freeman:** Mr. Freeman is Chief of Staff, responsible for the day-to-day operations of the Office, including matters related to programs and events funded by BFA. At BFA, he serves as your designee as a non-voting member of the board of directors, attending approximately four meetings per year to discuss the Office's public programs and events funded by BFA and fundraising for BFA.
- **Alexis Rodriguez:** Mr. Rodriguez is Deputy Chief of Staff for External Affairs, responsible for overseeing the Office's Community Affairs, Constituent Services, Intergovernmental Affairs, and Communications Departments, which includes matters related to programs and events funded by BFA. At BFA, he serves as your designee as a non-voting member of the board of directors, attending approximately four meetings per year to discuss the Office's public programs and events funded by BFA and fundraising for BFA.
- **Yamilka Mena:** Ms. Mena is Deputy Chief of Staff for Operations, responsible for overseeing the Operations, Capital and Expense Budget, Programs, and Partnerships Departments, which includes matters related to programs and events funded by BFA. At BFA, she serves as your designee as a non-voting member of the board of directors, attending approximately four meetings per year to discuss the Office's public programs and events funded by BFA and fundraising for BFA.
- **Glenda Silva:** Ms. Silva is Director of Partnerships, responsible for the Office's partnerships with private organizations and conducting outreach to support the Office's public programs and events. At BFA, she is Executive Director, overseeing BFA's day-to-day operations, advising the board of directors on BFA activities, and signing documents and other legal instruments on behalf of BFA. She works approximately ten hours per month for BFA.
- **Winston Clapper:** Mr. Clapper is a Partnership Associate, responsible for researching funding and grant opportunities for the Office's public-private partnerships. At BFA, he works as the Aide to the Executive Director, assisting with BFA's fundraising efforts and coordinating with the Office to support its public programs and events. He works approximately five hours per month for BFA.
- **Astrid Cuas:** Ms. Cuas is Director of Capital and Expense Budget, responsible for reviewing and processing Office procurements and grant applications. At BFA, she works as its Bookkeeper, ensuring compliance with BFA's tax exempt status, processing and tracking grants and donations received by BFA, and disbursing grants to pay for the Office's

public programs and events. She works approximately five hours per month for BFA.

- **Gregory E. Louis:** Mr. Louis is General Counsel, responsible for ensuring the Office complies with laws and regulations and reviewing the Office's transactional matters. At BFA, he serves as Counsel, responsible for ensuring BFA complies with laws and regulations regarding its not-for-profit status and representing BFA in transactional matters. Mr. Louis works approximately five hours per month for BFA.
- **Corina M. Lozada:** Ms. Lozada is Deputy General Counsel, responsible for helping the General Counsel ensure the Office complies with laws and regulations and reviewing the Office's transactional matters. At BFA, she serves as Counsel, responsible for ensuring BFA complies with laws and regulations regarding its not-for-profit status and representing BFA in transactional matters. Ms. Lozada works approximately three hours per month for BFA.
- **Eileen Mullaney-Newman:** Ms. Mullaney-Newman is Director of Programs, responsible for organizing the Office's public events and coordinating the use of Brooklyn Borough Hall for other public events. At BFA, she works as an Aide to BFA's Space Use and Events Committee, responsible for coordinating with the Office to organize public events at Brooklyn Borough Hall and briefing the board of directors about those events. Ms. Mullaney-Newman works approximately five hours per month for BFA.
- **Michael Moutal:** Mr. Moutal is Senior Program Coordinator, responsible for helping the Director of Programs organize the Office's public events and coordinating the use of Brooklyn Borough Hall for other public events. At BFA, he works as an Aide to BFA's Space Use and Events Committee, responsible for coordinating with the Office to organize public events at Brooklyn Borough Hall and briefing the board of directors about those events. Mr. Moutal works approximately five hours per month for BFA.

By your letter to the Board, you approve of your and the Employees' work on behalf of BFA as part of their work for the Office, as well as your and their participation in the business dealings between BFA and the Office.

Relevant Law

Charter Section 2604(b)(2), as interpreted in Board Rules Section 1-13, prohibits a public servant's use of City time or City resources for non-City purposes.

Board Rules Section 1-13(e) provides that an agency head may designate a public servant to perform work on behalf of a not-for-profit corporation, association, or other such entity that operates on a not-for-profit basis, including serving as a board member or other position with fiduciary responsibilities, provided that: (i) there is a demonstrated nexus between the proposed activity, the public servant's City job, and the mission of the public servant's agency, and such work furthers the agency's mission and is not undertaken primarily for the benefit or interests of the not-for-profit; (ii) the designated public servant takes no part in the entity's business dealings with the City at the entity or at their agency; and (iii) within 30 days the written designation is disclosed to the Board and will be posted on the Board's website.

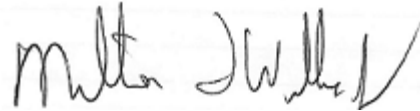
A public servant designated pursuant to Board Rules Section 1-13(e)(1) may take part in the entity's business dealings with the City at the entity and/or at their agency if, after written approval of the agency head, the Board determines that there is a demonstrated nexus between the proposed participation, the public servant's City job, and the mission of the public servant's agency; and that such participation furthers the agency's mission and is not undertaken primarily for the benefit or interests of the not-for-profit entity. See Board Rules Section 1-13(e)(2).

Advice

The Board has determined, based on the above representations and your written approval, that there is a demonstrated nexus between your and the Employees' work for the Office, your and their work for BFA, and the mission of the Office. The Board has also determined that your and the Employees' participation in the business dealings between the Office and BFA furthers the mission of the Office. Accordingly, you and the Employees may use City time to perform work for BFA and may be involved in business dealings between BFA and the Office. See Board Rules Section 1-13(e)(2).

The advice conveyed in this letter is conditioned on the correctness and completeness of the facts supplied to us. If such facts are in any respect incorrect or incomplete, the advice we have given to you may not apply. If at any time you would like further advice based on a change of circumstances or additional information, please contact us.

Very truly yours,



Milton L. Williams Jr.
Chair

Fernando A. Bohorquez Jr.
Wayne G. Hawley
Ifeoma Ike
Georgia M. Pestana

cc: Asher Freeman
Alexis Rodriguez
Yamilka Mena
Glenda Silva
Winston Clapper
Astrid Cuas
Gregory E. Louis
Corina M. Lozada
Eileen Mullaney-Newman
Michael Moutal