

**MINUTES OF THE MEETING OF THE MEMBERS OF THE HUDSON  
YARDS INFRASTRUCTURE CORPORATION**

May 8, 2023

A meeting of the Members (the “Members”) of the Hudson Yards Infrastructure Corporation (the “Corporation”) was held on May 8, 2023 at approximately 1:02 p.m., conducted via telephone and online meeting.

The following Members attended, represented by their designees:

Jacques Jiha, Director of the Mayor’s Office of Management and Budget for The City of New York (the “City”), represented by David Womack;

Brad Lander, Comptroller of the City, represented by Michael Stern;

Adrienne Adams, Speaker of the City Council, represented by Emre Edev;

Meera Joshi, Deputy Mayor for Operations, represented by Ya-Ting Liu; constituting a quorum of the Board.

Claudia Martinez served as secretary of the meeting.

Also in attendance were members of the public, officers of the Corporation and employees of various agencies of the City and the State of New York.

The meeting was called to order by Mr. Womack.

Approval of Minutes

The first item on the agenda was the approval of the minutes of the meeting of the Members which occurred on December 19, 2022. Upon unanimous vote, the following resolution to adopt such minutes was adopted.

**WHEREAS**, the Members of Hudson Yards Infrastructure Corporation have reviewed the minutes of its meeting of the Members held on December 19, 2022; it is therefore

**RESOLVED**, that the minutes of the meeting of Members of December 19, 2022 are hereby approved.

Election of Alternate Director

Mr. Womack noted the second and final item on the agenda was the election of an alternate director to represent the Comptroller of the City of New York. As proxy holder for Comptroller Brad Lander, Michael Stern is entitled to elect himself as an alternate director. Upon Mr. Stern's vote, the following resolution was adopted:

**WHEREAS**, the Hudson Yards Infrastructure Corporation (the "Corporation") is a not-for-profit local development corporation incorporated under the New York Not-For-Profit Corporation Law (the "N-PCL");

**WHEREAS**, Section 703(d) of the N-PCL provides that where directors of not-for-profit corporations are elected by membership sections, such sections may also elect alternate directors;

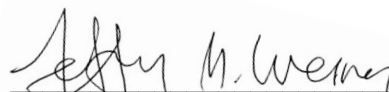
**WHEREAS**, pursuant to the Certificate of Incorporation and By-Laws of the Corporation, each Member comprises a Membership Class and each Membership Class constitutes a separate section entitled to elect or appoint one director and an alternate director; and

**WHEREAS**, the Membership Class consisting of the City of New York (the "City") Comptroller wishes to elect an Alternate Director to represent him at Board of Directors and Committee meetings of the Corporation; it is hereby

**RESOLVED**, that the Membership Class consisting of the City Comptroller hereby elects Michael Stern to act as his alternate director at Board of Director and Committee meetings of the Corporation.

Adjournment

There being no further business to come before the members, upon unanimous vote, the meeting was duly adjourned.

  
SECRETARY