

HUDSON YARDS INFRASTRUCTURE CORPORATION
GOVERNANCE, AUDIT, MEMBERS AND BOARD OF DIRECTORS MEETING
APRIL 30, 2021

>>

GOOD MORNING. I'M DAVID WOMACK, PROXY HOLDER FOR THE CITY'S BUDGET DIRECTOR AND CHAIR OF THE MEETING OF THE MEMBERS OF THE HUDSON YARDS INFRASTRUCTURE CORPORATION. BEFORE WE BEGIN THIS MORNING'S MEETING, I'D LIKE TO ASK EVERYONE TO KEEP THEIR PHONES MUTED UNLESS SPEAKING. I WOULD LIKE TO CONVENE THE MEETING OF THE MEMBERS BY ASKING THE ROLL TO BE CALLED FOR ATTENDANCE. JASMINE, WILL YOU CALL THE ROLL?

>> CONDUCTING THE ROLL. JACQUES JIHA?

>> DAVID WOMACK FOR DIRECTOR JIHA.

>> SCOTT STRINGER?

>> MICHAEL STERN FOR SCOTT STRINGER.

>> LAURA ANGLIN?

>> MINELLY DE COO FOR DEPUTY MAYOR ANGLIN.

>> THANK YOU. WE HAVE A QUORUM.

>> THANK YOU, JASMINE. FIRST ITEM ON THE AGENDA IS THE APPROVAL OF THE MINUTES OF THE MEMBERS' LAST MEETING. THE MINUTES HAVE BEEN CIRCULATED FOR REVIEW. ARE THERE ANY COMMENTS, QUESTIONS, SUGGESTED CORRECTIONS?

>> NO.

>> NO.

>> NO.

>> HEARING NONE, I'LL CALL THE ROLL FOR A VOTE. MR. STERN, HOW DO YOU VOTE?

>> IN FAVOR.

>> MS. DECOUX, HOW DO YOU VOTE?

>> IN FAVOR.

>> AND I VOTE IN FAVOR OF APPROVING THE RESOLUTION. THE RESOLUTION APPROVING THE MINUTES IS HEREBY ADOPTED. THE NEXT ITEM ON THE AGENDA IS THE ELECTION OF ALTERNATE DIRECTORS. THE PROXY HOLDER FOR DEPUTY MAYOR OF OPERATIONS WISHES TO ELECT MINELLI DECOUX AS AN ALTERNATE DIRECTOR. MS. DECOUX, AS PROXY HOLDER, HOW DO YOU VOTE?

>> I APPROVE.

>> EXCELLENT. WELCOME.

>> THANK YOU.

>> HA HA. THE PROXY HOLDER FOR THE COMPTROLLER OF THE CITY WISHES TO ELECT MICHAEL STERN AS AN ALTERNATE DIRECTOR. MR. STERN, HOW DO YOU VOTE?

>> IN FAVOR.

>> THANK YOU. AND I, DAVID WOMACK, THE PROXY HOLDER FOR BUDGET DIRECTOR JIHA, HEREBY ELECT MYSELF AS AN ALTERNATE DIRECTOR. WONDERFUL. WE'RE ALL NEW. WE'RE ALL HERE. GREAT. IF THERE'S NO FURTHER BUSINESS BEFORE THE MEMBERS, I'LL NOW CALL THE ROLL FOR A VOTE TO ADJOURN. MR. STERN, HOW DO YOU VOTE?

>> IN FAVOR.

>> MS. DECOUX, HOW DO YOU VOTE?

>> IN FAVOR.

>> AND I ALSO VOTE IN FAVOR OF ADJOURNMENT. THANK YOU ALL FOR YOUR PARTICIPATION. THE MEETING OF THE MEMBERS IS HEREBY ADJOURNED. WE'LL NOW MOVE ON TO THE AUDIT COMMITTEE MEETING, WHICH I ALSO CHAIR.

THIS IS DAVID WOMACK, ALTERNATE DIRECTOR FOR THE BUDGET DIRECTOR AND CHAIR OF THE AUDIT COMMITTEE OF HYIC? I WOULD LIKE TO CONVENE THE MEETING BY ASKING FOR THE ROLL TO BE CALLED FOR ATTENDANCE. JASMINE?

>> CONDUCTING THE ROLL. JACQUES JIHA?

>> DAVID WOMACK FOR DIRECTOR JIHA.

>> SCOTT STRINGER?

>> MICHAEL STERN FOR COMPTROLLER STRINGER.

>> LAURA ANGLIN?

>> MINELLI DECOUX FOR DEPUTY MAYOR ANGLIN.

>> THANK YOU. WE HAVE A QUORUM.

>> THANK YOU, JASMINE. THE FIRST ITEM ON THE AGENDA IS THE APPROVAL OF THE MINUTES OF THE COMMITTEE'S LAST MEETING. THE MINUTES HAVE BEEN CIRCULATED FOR REVIEW. ANY COMMENTS, QUESTIONS, SUGGESTED CORRECTIONS?

>> NO.

>> NONE.

>> HEARING NONE, I'LL CALL THE ROLL FOR A VOTE. MR. STERN, HOW DO YOU VOTE?

>> IN FAVOR.

>> MS. DECOUX, HOW DO YOU VOTE?

>> IN FAVOR.

>> AND I VOTE IN FAVOR OF APPROVING THE PROPOSED RESOLUTION. THE RESOLUTION APPROVING THE MINUTES IS HEREBY ADOPTED. THE NEXT ITEM ON THE AGENDA IS A SELF-EVALUATION AND REVIEW OF THE REPORT OF THE AUDIT COMMITTEE'S ACTIONS IN THE PREVIOUS CALENDAR YEAR. PURSUANT TO THE AUDIT COMMITTEE CHARTER, THE COMMITTEE IS REQUIRED TO CONDUCT A SELF-EVALUATION ANNUALLY. A REPORT OF THE COMMITTEE'S ACTIONS DURING THE CALENDAR YEAR 2020 HAS BEEN CIRCULATED TO THE COMMITTEE. THE PROPOSED RESOLUTION EXPRESSES THE COMMITTEE'S BELIEF THAT IT IS FUNCTIONING IN A SATISFACTORY MANNER AND APPROVES PRESENTING THE RESULTS OF THE SELF-EVALUATION TO THE BOARD OF DIRECTORS. ARE THERE ANY QUESTIONS OR COMMENTS?

>> NONE.

>> NONE.

>> NO.

>> HEARING NONE, I'LL CALL THE ROLL FOR A VOTE. MR. STERN, HOW DO YOU VOTE?

>> IN FAVOR.

>> MS. DECOUX, HOW DO YOU VOTE?

>> IN FAVOR.

>> AND I VOTE IN FAVOR OF THE PROPOSED RESOLUTION. THE RESOLUTION IS HEREBY APPROVED. THE NEXT ITEM ON THE AGENDA IS THE REVIEW OF THE CORPORATION'S INTERNAL CONTROLS MANUAL. THIS IS A REVIEW ITEM ONLY, AND THERE WILL BE NO VOTE. THERE ARE NO CHANGES PROPOSED AT THIS TIME. THE CORPORATION'S COMPTROLLER, ROBERT BALDUCCI, IS AVAILABLE TO ANSWER ANY QUESTIONS REGARDING INTERNAL CONTROLS. DOES ANYONE HAVE ANY QUESTIONS FOR MR. BALDUCCI?

>> NOPE.

>> NOPE.

>> EXCELLENT. MARKS PANETH, THE CORPORATION'S INDEPENDENT AUDITORS, ARE HERE TO PRESENT THEIR PLAN FOR THE AUDIT OF THE FINANCIAL STATEMENTS FOR THE CURRENT FISCAL YEAR. ROBERT BALDUCCI, THE CORPORATION'S COMPTROLLER, WILL INTRODUCE THE AUDITORS. BOB?

>> GOOD MORNING. GOOD MORNING, MEMBERS. I'M GOING TO INTRODUCE WARREN RUPPEL, WHO WILL INTRODUCE HIS TEAM AND THE FISCAL 2021 AUDIT PLAN. WARREN?

>> I'M NOT HEARING...

>> WARREN?

>> I THINK HE'S PUTTING HIS FINGER UP. HE'S SAYING GIVE HIM A MOMENT. HE'S TRYING TO...

>> SORRY ABOUT THAT. FOR SOME REASON, MY MOUSE FAILED ME, AND I COULDN'T GET MY CURSOR MOVING SO I COULD UNMUTE MYSELF. SO, THANK YOU, BOB. I'M WARREN RUPPEL. I'M THE ENGAGEMENT PARTNER. I HAVE WITH ME DAN McELWEE, WHO'S THE SENIOR MANAGER, AND USHI KURUKULASURIYA, WHO'S THE SUPERVISOR ON THE ACCOUNT. SO THE PURPOSE OF THIS MEETING IS PRETTY STRAIGHTFORWARD. WE'RE GOING TO BRIEFLY DESCRIBE OUR AUDIT PLAN. I'LL ASK THE AUDIT COMMITTEE MEMBERS IF THEY HAVE ANY KNOWLEDGE OR SUSPICION OF FRAUD AT THE ORGANIZATION. I'LL ASK YOU FOR ANY INPUT INTO THE AUDIT PROCESS, AND AS I SAID, JUST GO THROUGH SOME REQUIRED COMMUNICATIONS THAT WE HAVE UNDER THE AUDITING STANDARDS SINCE OUR MEETING WITH THE AUDIT COMMITTEE PRIOR TO THE START OF THE AUDIT. SO THE MATERIALS WERE PROVIDED. WE HAVE WHAT'S CALLED A PRE-AUDIT REPORT TO THE AUDIT COMMITTEE. I'M GOING TO GO THROUGH SOME OF THE HIGHLIGHTS. WE PERFORM THE AUDIT IN ACCORDANCE WITH U.S. GENERALLY ACCEPTED AUDITING STANDARDS AS WELL AS GOVERNMENT AUDITING STANDARDS. THE FIELD WORK WILL TAKE PLACE DURING AUGUST OF THIS YEAR, AND WE'LL ISSUE A REPORT BY SEPTEMBER 30th. ACCOUNTING PRINCIPLES FOR THIS YEAR SHOULD BE CONSISTENT WITH THE PAST. WE'RE NOT ANTICIPATING ANY CHANGES THAT WOULD IMPACT HYIC'S FINANCIAL STATEMENTS. SIGNIFICANT ACCOUNTING ESTIMATES. WE ALWAYS START—WE HAVE TALKED ABOUT CONDEMNATION PROCEEDINGS AND POTENTIAL LIABILITIES UNDER THOSE. OUR UNDERSTANDING IS THAT THERE ARE NONE CURRENTLY OUTSTANDING, SO THERE REALLY ARE NO OTHER SIGNIFICANT ESTIMATES IN THE FINANCIAL STATEMENTS. AT THE END OF THE AUDIT, WE'LL REPORT TO THE AUDIT COMMITTEE ANY ADJUSTMENTS THAT WERE MADE TO THE TRIAL BALANCE AS A RESULT OF THE AUDIT, AS WELL AS ANY ADJUSTMENTS THAT WERE NOT RECORDED BECAUSE THEY WERE DEEMED TO BE IMMATERIAL. WE'LL ALSO INFORM YOU OF ANY UNUSUAL ITEMS THAT WERE DISCUSSED WITH MANAGEMENT, IF THERE WERE ANY DIFFICULTIES IN PERFORMING THE AUDIT, OR ANY DISAGREEMENTS WITH MANAGEMENT. THESE AUDITS HAVE GONE VERY SMOOTHLY IN THE PAST, BUT IF THERE'S ANY ISSUES, WE'LL LET YOU KNOW WHEN WE GET BACK TOGETHER IN SEPTEMBER. ITEM 9 OF YOUR HANDOUT HAS SOME AREAS IN TERMS OF FRAUD AND CORPORATE GOVERNANCE THAT WE LOOK AT AS PART OF THE AUDIT. FOR THE AUDIT COMMITTEE MEMBERS, THERE'S ONLY TWO AREAS I'D REALLY LIKE TO COVER. AND THAT IS TO ASK YOU WHETHER YOU HAVE ANY KNOWLEDGE OR SUSPICION OF FRAUD AT HYIC AND WHETHER YOU'RE AWARE OF ANY ACTIVITIES UNDER THE WHISTLEBLOWER PROVISIONS THAT YOU HAVE IN PLACE.

>> MY ANSWER TO BOTH OF THOSE IS NO.

>> I'M NOT AWARE OF ANY. THANK YOU.

>> SAME.

>> OK. THANK YOU. I CAN ACTUALLY SEE ALL THE AUDIT COMMITTEE MEMBERS, WHICH IS GOOD. IN TERMS OF INTERNAL CONTROLS, IF WE DETECT ANY SIGNIFICANT DEFICIENCIES OR MATERIAL WEAKNESSES IN INTERNAL CONTROL, WE'LL REPORT THEM TO YOU. IF WE HAVE ANY BEST PRACTICE RECOMMENDATIONS, WE'LL ALSO REPORT THEM TO YOU. HISTORICALLY, WE HAVEN'T HAD MANY FOR HYIC--OR ANY FOR HYIC. ITEM 11 OF OUR PRESENTATION BRIEFLY DESCRIBES OUR AUDIT APPROACH. WE FOCUS ON UPDATING OUR KNOWLEDGE OF YOUR INTERNAL CONTROLS, PERMANENT FILE-TYPE DOCUMENTS, LIKE CONTRACTS AND AGREEMENTS. WE'RE REALLY TRYING TO FOCUS OUR AUDIT EFFORT INTO THE AREAS THAT ARE THE MOST RISKY FROM AN AUDIT PERSPECTIVE. SO THAT'S

SUMMARIZED HERE. I'D LIKE TO ASK YOU WHETHER YOU HAVE ANY PARTICULAR AUDIT AREAS, AS THE AUDIT COMMITTEE MEMBERS, THAT YOU'D LIKE US TO FOCUS IN ON DURING THE COURSE OF THE AUDIT.

>> NO. WE'RE FINE.

>> YEAH.

>> THANK YOU.

>> OUR PRE-AUDIT REPORT ALSO DESCRIBES A NUMBER OF UPCOMING GASB PRONOUNCEMENTS. I'M NOT GOING TO GO THROUGH THEM IN ANY DETAIL BECAUSE WE'RE NOT EXPECTING ANY OF THEM TO IMPACT US, IMPACT THE ORGANIZATION'S FINANCIALS THIS YEAR. AND THEN FINALLY, IN TAB 3 OF OUR HANDOUT, OR PRE-AUDIT PRESENTATION, THERE'S A COPY OF OUR ENGAGEMENT LETTER. THE FEES THAT ARE INCLUDED IN THERE OF \$21,500 ARE IN ACCORDANCE WITH THE CONTRACT THAT WE HAVE, AND THE OTHER KIND OF LEGALESE THAT'S INCLUDED IN THE ENGAGEMENT LETTER IS FAIRLY CONSISTENT WITH THE PAST. AND I KNOW IT'S LOOKED AT BY COUNSEL'S OFFICE. SO WITH THAT, WE'D BE HAPPY TO ANSWER ANY QUESTIONS THAT YOU HAVE. OK. THANK YOU VERY MUCH.

>> I HAVE NO QUESTIONS.

>> NO QUESTIONS.

>> NO QUESTIONS.

>> THANK YOU, WARREN.

>> THANK YOU.

>> THANK YOU.

>> WE APPRECIATE IT. IF THERE IS NO FURTHER BUSINESS BEFORE THE MEMBERS, I'LL CALL THE ROLL FOR A VOTE TO ADJOURN. MR. STERN, HOW DO YOU VOTE?

>> IN FAVOR.

>> MS. DECOUX, HOW DO YOU VOTE?

>> IN FAVOR.

>> AND I VOTE IN FAVOR OF ADJOURNMENT. THANK YOU ALL FOR YOUR PARTICIPATION. THE MEETING OF THE COMMITTEE IS HEREBY ADJOURNED. THANK YOU, WARREN, FOR YOU AND YOUR TEAM--WE APPRECIATE--FOR YOUR PARTICIPATION. AND WE'LL MOVE ON TO THE GOVERNANCE COMMITTEE, WHICH IS CHAIRED BY MR. STERN.

>> GOOD MORNING, EVERYONE. I'M MICHAEL STERN, ALTERNATE DIRECTOR FOR COMPTROLLER STRINGER AND CHAIR OF THE GOVERNANCE COMMITTEE OF THE HUDSON YARDS INFRASTRUCTURE CORPORATION. I WILL NOW CONVENE THE COMMITTEE MEETING BY ASKING THE ROLL TO BE CALLED FOR ATTENDANCE. JASMINE, WILL YOU PLEASE CALL THE ROLL?

>> CONDUCTING THE ROLL. JACQUES JIHA?

>> DAVID WOMACK FOR DIRECTOR JIHA.

>> SCOTT STRINGER?

>> MICHAEL STERN FOR COMPTROLLER STRINGER.

>> LAURA ANGLIN?

>> MINELLI DECOUX FOR DEPUTY MAYOR ANGLIN.

>> THANK YOU. WE HAVE A QUORUM.

>> THE FIRST ITEM ON THE AGENDA IS A RESOLUTION TO APPROVE THE MINUTES OF THE COMMITTEE'S LAST MEETING. THE MINUTES HAVE BEEN CIRCULATED FOR THE COMMITTEE'S REVIEW. ARE THERE ANY COMMENTS OR CORRECTIONS?

>> NONE.

>> NONE.

>> HEARING NONE, I WILL NOW CALL THE ROLL FOR A VOTE. MR. WOMACK, HOW DO YOU VOTE?

>> IN FAVOR.

>> MS. DECOUX, HOW DO YOU VOTE?

>> IN FAVOR.

>> AND I ALSO VOTE IN FAVOR OF THE RESOLUTION. THE RESOLUTION APPROVING THE MINUTES IS HEREBY ADOPTED. THE NEXT AND FINAL ITEM ON THE AGENDA IS THE REVIEW AND APPROVAL OF THE CORPORATION'S POLICY ON THE PROCUREMENT OF GOODS AND SERVICES. THE COMMITTEE IS REQUIRED TO PERIODICALLY REVIEW THE CORPORATION'S POLICY ON THE PROCUREMENT OF GOODS AND SERVICES, AND NO CHANGES ARE PROPOSED AT THIS TIME. ARE THERE ANY COMMENTS OR QUESTIONS? HEARING NONE, I WILL CALL THE ROLL FOR A VOTE. MR. WOMACK, HOW DO YOU VOTE?

>> IN FAVOR.

>> MS. DECOUX, HOW DO YOU VOTE?

>> IN FAVOR.

>> AND I ALSO VOTE IN FAVOR OF THE RESOLUTION. THE RESOLUTION IS HEREBY APPROVED. IF THERE IS NO FURTHER BUSINESS BEFORE THE DIRECTORS, I WILL NOW CALL THE ROLL FOR A VOTE TO ADJOURN. MR. WOMACK, HOW DO YOU VOTE?

>> IN FAVOR.

>> MS. DECOUX, HOW DO YOU VOTE?

>> IN FAVOR.

>> AND I ALSO VOTE IN FAVOR. THANK YOU ALL FOR YOUR PARTICIPATION. THE MEETING OF THE COMMITTEE IS HEREBY ADJOURNED. AND WE WILL NOW MOVE ON TO THE BOARD OF DIRECTORS MEETING, WHICH IS CHAIRED BY MR. WOMACK.

>> THANK YOU, MICHAEL. GOOD MORNING. I AM DAVID WOMACK, ALTERNATE DIRECTOR FOR BUDGET DIRECTOR JIHA AND CHAIR OF THE HUDSON YARDS INFRASTRUCTURE CORPORATION'S BOARD OF DIRECTORS. I WOULD LIKE TO CONVENE THE BOARD OF DIRECTORS MEETING BY ASKING FOR THE ROLL TO BE CALLED FOR ATTENDANCE. JASMINE, PLEASE CALL THE ROLL.

>> CONDUCTING THE ROLL. JACQUES JIHA?

>> DAVID WOMACK FOR DIRECTOR JIHA.

>> SCOTT STRINGER?

>> MICHAEL STERN FOR COMPTROLLER STRINGER.

>> LAURA ANGLIN?

>> MINELLI DECOUX FOR DEPUTY MAYOR ANGLIN.

>> THANK YOU. WE HAVE A QUORUM.

>> THANK YOU, JASMINE. THE FIRST ITEM ON THE AGENDA IS A RESOLUTION TO APPROVE THE MINUTES OF THE BOARD'S LAST MEETING. THE MINUTES HAVE BEEN CIRCULATED FOR THE BOARD'S REVIEW. ARE THERE ANY COMMENTS OR CORRECTIONS?

>> NOPE.

>> NONE.

>> HEARING NONE, I WILL CALL THE ROLL FOR A VOTE. MR. STERN, HOW DO YOU VOTE?

>> IN FAVOR.

>> MS. DECOUX, HOW DO YOU VOTE?

>> IN FAVOR.

>> AND I, DAVID WOMACK, VOTE IN FAVOR OF THE RESOLUTION. THE RESOLUTION IS HEREBY ADOPTED—APPROVED. THE NEXT ITEM ON THE AGENDA IS A RESOLUTION WHICH WOULD APPOINT ME PRESIDENT. AS YOU ARE ALL AWARE, THE CORPORATION'S PREVIOUS PRESIDENT, ALAN ANDERS,

SADLY PASSED AWAY LAST YEAR. THE POSITION HAS REMAINED VACANT SINCE THAT TIME. THE CORPORATION'S MANAGEMENT HAVE PROPOSED NAMING ME AS PRESIDENT OF THE CORPORATION. I CURRENTLY SERVE AS DEPUTY DIRECTOR OF THE FINANCING POLICY AND COORDINATION UNIT AT OMB, AS WELL AS CEO OF NEW YORK WATER AND EXECUTIVE DIRECTOR OF TFA. MY BIOGRAPHY HAS ALSO BEEN CIRCULATED TO YOU FOR REVIEW. ARE THERE ANY QUESTIONS REGARDING THE PROPOSED RESOLUTION?

>> NOPE.

>> NO.

>> I WILL NOW CALL THE ROLL FOR A VOTE, BUT PLEASE NOTE, I WILL ABSTAIN FROM VOTING AS THIS ITEM PERTAINS TO ME. MR. STERN, HOW DO YOU VOTE?

>> IN FAVOR.

>> MS. DECOUX, HOW DO YOU VOTE?

>> IN FAVOR.

>> THANK YOU.

>> CONGRATS.

>> HA HA. THE RESOLUTION IS HEREBY APPROVED BY A MAJORITY OF THE MEMBERS OF THE BOARD OF DIRECTORS PRESENT.

>> CONGRATULATIONS.

>> THANK YOU. THE NEXT ITEM ON THE AGENDA IS APPROVAL OF THE CORPORATION'S BUDGET PURSUANT TO SECTION 2801.2 OF THE PUBLIC AUTHORITIES LAW. THE CORPORATION IS REQUIRED TO SUBMIT A BUDGET REPORT TO THE AUTHORITIES BUDGET OFFICE. THE BUDGET CONTAINS ESTIMATED RECEIPTS AND EXPENDITURES FOR THE CURRENT AND NEXT FISCAL YEAR AND THE ACTUAL RECEIPTS AND EXPENDITURES FOR THE LAST COMPLETED FISCAL YEAR AS WELL AS A FOUR-YEAR PLAN. THE BUDGET HAS BEEN CIRCULATED TO THE BOARD. JAY OLSON, THE CORPORATION'S TREASURER, IS HERE, AVAILABLE TO JUST TAKE A BRIEF WALK THROUGH THE BUDGET. AS, YOU KNOW, WE ARE NEW DIRECTORS, WE THOUGHT IT MIGHT BE WORTHWHILE TO SPEND A MINUTE OR TWO JUST GOING THROUGH THAT. JAY, CAN YOU TAKE US THROUGH THAT?

>> SURE. JUST BRIEFLY, UNDER RECEIPTS, THEY'RE BROKEN OUT BY OPERATING RECEIPTS AND NON-. THE RECURRING REVENUES, THE TEP, TAX EQUIVALENCY PAYMENT, AND PILOT, PAYMENT IN LIEU OF TAXES, ARE KEPT LEVEL GOING OUT. FAILING ANYTHING ELSE, THIS HAS BEEN OUR LONG-STANDING PRACTICE IN THE CONTEXT OF THIS BUDGET. AND I SHOULD ALSO NOTE THAT THIS BUDGET IS MANDATED BY THE PUBLIC AUTHORITIES ACCOUNTABILITY ACT, AND THE FORMAT OF IT, IN PARTICULAR, IS PRESCRIBED BY IT. SO THIS IS REALLY A COMPLIANCE, YOU KNOW, MEASURE IMPOSED BY THE STATE. BUT GOING BACK TO THE REVENUES, SO THE TEP AND THE PILOT ARE RECURRING AND PROJECTED FLAT. THE NON-RECURRING REVENUES--THE DIBS, DISTRICT IMPROVEMENT BONUSES, AND PILMORT, PAYMENTS IN LIEU OF MORTGAGE RECORDING TAXES--ARE NON-RECURRING,

DEPENDENT. YOU KNOW, THEY'RE JUST ONE-TIME PAYMENTS ON NEW DEVELOPMENT, AND AS SUCH, WE'VE NOT FORECASTED THOSE GOING OUT. THE NON-OPERATING RECEIPTS ARE NOT QUITE--YOU KNOW, TERRIBLY SIGNIFICANT IN TERMS OF EARNINGS; OTHER REVENUES; AND INTEREST SUPPORT, WHICH, HOPEFULLY, WE WILL NOT NEED BECAUSE THAT WOULD MEAN THAT OTHER REVENUES WERE NOT SUFFICIENT TO COVER DEBT SERVICE. MOVING DOWN THE PAGE, THE DISBURSEMENTS ARE PRIMARILY FOR CAPITAL FOR DEBT SERVICE AND FOR OPERATING. THE PROJECT FOR CAPITAL, THE PROJECT PAYMENTS, REFLECT SPENDING TO WRAP UP PHASE ONE OF THE SUBWAY EXTENSION, YOU KNOW, THE SECONDARY ENTRANCE, AND THEN THEREAFTER PHASE TWO, WHICH IS THE EXTENSION OF THE HUDSON PARK IN BOULEVARD, NORTHWARD, AND THAT PROJECT DISBURSEMENT SCHEDULE IS A BIT LONGER THAN IT WAS PREVIOUSLY, YOU KNOW, GIVEN COVID, AND, YOU KNOW, MOVE AND RESTARTING THE PROJECT. SO THOSE EXPENDITURES EXIST, YOU KNOW, EXTEND MUCH FURTHER OUT IN TIME THAN LAST YEAR'S BUDGET. DEBT SERVICE REALLY REFLECTS PRINCIPAL AND INTEREST ON OUTSTANDING BONDS AND INTEREST ON THE EXISTING TERM LOAN AS DRAWN. AND THE OPERATING EXPENSES ARE COMMITMENT FEES ON THE LOAN, ADMINISTRATIVE COSTS, AND, HOPEFULLY, \$100 MILLION ANNUAL SURPLUS PAID TO THE CITY FOR CITY BUDGET BENEFIT. SO THAT IN A NUTSHELL IS THE BUDGET. AND I THINK THAT GOES BACK TO THE CHAIR IN TERMS OF ANY QUESTIONS.

>> THANK YOU. THANK YOU, JAY. MUCH APPRECIATED. ANY QUESTIONS? MR. STERN OR MS. DECOUX?

>> I'M FINE.

>> NONE.

>> GREAT. THANK YOU. I WILL NOW CALL THE ROLL FOR A VOTE. MR. STERN, HOW DO YOU VOTE?

>> IN FAVOR.

>> MS. DECOUX, HOW DO YOU VOTE?

>> IN FAVOR.

>> AND I VOTE IN FAVOR OF THE RESOLUTION. THE BUDGET IS HEREBY ADOPTED. THE NEXT ITEM ON THE AGENDA IS THE APPROVAL OF THE CORPORATION'S PROCUREMENT OF DIRECTORS AND OFFICERS INSURANCE. THE PROPOSED RESOLUTION WOULD APPROVE THE PROCUREMENT OF D&O LIABILITY POLICIES FROM SEVERAL INSURANCE COMPANIES THROUGH THE CORPORATION'S BROKER, USI, PROVIDING \$50 MILLION OF COVERAGE FOR THE PERIOD FROM JUNE 25, 2021, THROUGH JUNE 24, 2022, FOR DIRECTORS, MEMBERS, AND OFFICERS OF THE CORPORATION. THE PROPOSED RESOLUTION AUTHORIZES A NOT-TO-EXCEED PAYMENT OR \$300,000, WHICH INCLUDES A LARGE CUSHION TO ACCOUNT FOR MARKET FLUCTUATIONS. LAST YEAR, WE PAID JUST OVER \$175,000, BUT OUR BROKER HAS ADVISED THAT VOLATILITY REMAINS IN THE INSURANCE MARKET AND HAS RECOMMENDED WE BUILD IN A CUSHION. THE BROKER IS CURRENTLY PROCURING THE POLICIES. ARE THERE ANY QUESTIONS OR CONCERNS?

>> NONE.

>> I WILL NOW CALL THE CALL THE ROLL FOR A VOTE. MR. STERN, HOW DO YOU VOTE?

>> IN FAVOR.

>> MS. DECOUX, HOW DO YOU VOTE?

>> IN FAVOR.

>> AND I VOTE IN FAVOR OF THE RESOLUTION. THE RESOLUTION IS HEREBY APPROVED. THE NEXT ITEM ON THE AGENDA IS APPROVAL OF THE CORPORATION'S MISSION STATEMENT AND COMPLETED MEASUREMENT REPORT. PURSUANT TO SECTION 2800 OF THE PUBLIC AUTHORITIES LAW, THE BOARD OF DIRECTORS PREVIOUSLY ADOPTED A MISSION STATEMENT AND PERFORMANCE MEASURES, WHICH ARE A MEANS FOR THE CORPORATION TO EVALUATE WHETHER ITS PERFORMANCE AND POLICIES ARE CONSISTENT WITH ITS STATED MISSION. THERE ARE NO CHANGES PROPOSED TO THE MISSION STATEMENT PERFORMANCE MEASURES, AND THE MEASUREMENT REPORT HAS BEEN COMPLETED. THE RESOLUTION WOULD APPROVE THE MISSION STATEMENT AND AUTHORIZE THE COMPLETED MEASUREMENT REPORT TO BE PUBLISHED. ARE THERE ANY QUESTIONS?

>> NOPE.

>> NONE.

>> HEARING NONE, I WILL CALL THE ROLL FOR A VOTE. MR. STERN, HOW DO YOU VOTE?

>> IN FAVOR.

>> MS. DECOUX, HOW DO YOU VOTE?

>> IN FAVOR.

>> AND I VOTE IN FAVOR OF THE RESOLUTION. THE RESOLUTION IS HEREBY APPROVED. THE NEXT ITEM ON THE AGENDA IS MY REPORT AS AUDIT COMMITTEE CHAIR OF THE RESULTS OF THE AUDIT COMMITTEE SELF-EVALUATION. THE AUDIT COMMITTEE CONDUCTED A SELF-EVALUATION AFTER REVIEWING A REPORT OF ITS ACCOMPLISHMENTS IN THE PREVIOUS CALENDAR YEAR. THE REPORT HAS BEEN PROVIDED FOR THE BOARD OF DIRECTORS. COMMITTEE FOUND IT HAS CONDUCTED ITSELF IN A SATISFACTORY MANNER CONSISTENT WITH ITS CHARTER. THE FINAL ITEM ON TODAY'S AGENDA IS A REVIEW OF THE CORPORATION'S QUARTERLY SCHEDULE OF RECEIPTS AND DISBURSEMENTS FOR THE QUARTER ENDED MARCH 31, 2021. ARE THERE ANY QUESTIONS REGARDING THIS REPORT?

>> NOPE.

>> NONE.

>> IF THERE IS NO FURTHER BUSINESS BEFORE THE BOARD, I'LL CALL THE ROLL FOR A VOTE TO ADJOURN. MR. STERN, HOW DO YOU VOTE?

>> IN FAVOR.

MS. DECOUX, HOW DO YOU VOTE?

>> IN FAVOR.

>> AND I VOTE IN FAVOR OF ADJOURNMENT. THANK YOU FOR YOUR PARTICIPATION. THE MEETING OF THE BOARD OF DIRECTORS IS HEREBY ADJOURNED. AND THAT CONCLUDES TODAY'S HYIC MEETINGS. THANK YOU.

>> THANK YOU, EVERYBODY.

>> THANK YOU.

>> THANK YOU.

>> STAY SAFE.

>> BYE-BYE.