

MINUTES OF THE MEETING OF THE GOVERNANCE COMMITTEE OF TSASC, INC.

May 15, 2019

A meeting of the Governance Committee (the “Committee”) of TSASC, Inc. (the “Corporation”) was held on May 15, 2019 at approximately 4:15 p.m. at 255 Greenwich Street, Room 6M4, New York, New York.

Melanie Hartzog, Director of Management and Budget of The City of New York (the “City”), represented by Alan Anders;

Scott M. Stringer, Comptroller of the City, represented by Michael Stern;

Corey Johnson, Speaker of the City Council, represented by Davis Winslow;

Zachary Carter, Corporation Counsel of the City, represented by Al Rodriguez; and

Jacques Jiha, Finance Commissioner, represented by Jacqueline Gold,

constituting a quorum of the Committee. Deborah Cohen 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.

The meeting was called to order by Mr. Rodriguez.

Approval of Minutes of Meeting of September 5, 2018

The first item on the agenda was the approval of the minutes of the meeting of the Committee held on September 5, 2018. A motion was made and seconded to discuss the resolution

set forth below with respect to such minutes. There was no discussion and, there being no objections, the resolution was approved.

WHEREAS, the Governance Committee of TSASC, Inc. has reviewed the minutes of the previous meeting of the Governance Committee held on September 5, 2018; it is therefore

RESOLVED, that the minutes of the Governance Committee meeting of September 5, 2018, are hereby approved.

Approval of Procurement Policy

The second and final item on the agenda was the review and approval of the Corporation's Policy in the Procurement of Goods and Services. Mr. Rodriguez noted that no changes were proposed to the Policy at this time. There being no discussion, upon motion duly made and seconded, the below resolution was approved.

WHEREAS, pursuant to Section 2824(e) of the Public Authorities Law of the State of New York, TSASC, Inc. (the "Corporation") is required to establish a policy on the procurement of goods and services and to periodically review the policy; and

WHEREAS, the Corporation adopted a Policy on the Procurement of Goods and Services (the "Policy") on July 31, 2006 and amended it on April 24, 2009, September 22, 2010, September 11, 2013 and April 27, 2018; and

WHEREAS, the Governance Committee has reviewed the Policy as attached hereto and finds it to be reasonable and prudent; it is therefore

RESOLVED, that the Governance Committee hereby approves the Policy, without further changes, as attached hereto.

Adjournment

There being no further business to come before the Board, on motion duly made and seconded, there being no objections, the meeting was duly adjourned.

DDA ET



ASSISTANT SECRETARY