

MINUTES OF THE ANNUAL MEETING OF THE MEMBERS OF TSASC, INC.

April 28, 2023

The Meeting of the Members of TSASC, Inc. (the “Corporation”) was held on April 28, 2023 at approximately 10:30 a.m. via online conference and telephone.

The following members or their alternates were present:

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

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

Sylvia O. Hinds-Radix, Corporation Counsel of the City, represented by Al Rodriguez;

Preston Niblack, Commissioner of Finance of the City, represented by Dara Jaffee; and

Adrienne Adams, Speaker of the City Council, represented by Hector German,

constituting a quorum of the Members. 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.

The meeting was called to order by Mr. Womack.

Approval of Minutes

The first item on the agenda was the approval by the Members of the minutes of their previous meeting held on September 16, 2022. The minutes have been circulated for review. Upon unanimous vote, the following resolution to adopt such minutes was approved.

WHEREAS, the Members of TSASC, Inc. have reviewed the minutes of their previous meeting held on September 16, 2022; it is therefore

RESOLVED, that the minutes of the meeting of the Members held on September 16, 2022 be, and they hereby are, adopted.

Election of Alternate Directors

The second and final item on the agenda was the election of the alternate directors. Mr. Womack explained that each membership class, by proxy, is entitled to elect an alternate director to represent them at Committee and Board of Director meetings. Thus, Ms. Jaffee, as the proxy holder for the Commissioner of Finance, is entitled to elect herself as an alternate director. The Membership Class connected to the election voted, and upon such vote, the following resolution to elect the alternate director was duly approved:

WHEREAS, TSASC, Inc. (the “Corporation”) is a not-for-profit local development corporation incorporated under the New York Not-For-Profit Corporation Law (the “N-PCL”);

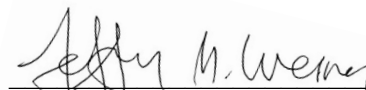
WHEREAS, Section 703(d) of the N-PCL provides that where directors of not-for-profit corporations are elected by membership sections, such sections may also elect alternate directors; and

WHEREAS, the Membership Class consisting of the Commissioner of the Department of Finance of the City of New York (the “City”) wishes to elect an Alternate Director to attend meetings of the Corporation and act on his behalf at said meetings; it is therefore

RESOLVED, that the Membership Class consisting of the Commissioner of the Department of Finance of the City hereby elects Dara Jaffee to act in his place as alternate director at meetings of the Corporation.

Adjournment

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


SECRETARY