

**THEATER SUBDISTRICT COUNCIL LOCAL DEVELOPMENT  
CORPORATION**

**MINUTES OF THE MEETING OF MEMBERS**

This meeting of the Members of the Theater Subdistrict Council Local Development Corporation ("Corporation") was held at 10:00 AM on September 13, 2010, at 31 Chambers Street, New York, New York, 10007.

The following Members were present:

Kate Levin, Proxy for Michael Bloomberg, Mayor, New York City  
Amanda Burden, Director, Department of City Planning  
Susannah Vickers, Proxy for Manhattan Borough President Scott Stringer  
Danielle Porcaro, Proxy for New York City Council Speaker Christine Quinn  
Jed Bernstein, Mayor's Appointee  
Ben Cameron, Mayor's Appointee  
Paige Price, Speaker's Designee

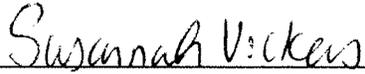
A quorum of the Members was present.

Notice of this meeting was given to all Members in accordance with the by-laws. Public notice of this meeting was posted in accordance with the Open Meetings Law, and was given to Manhattan Community Boards 4 and 5 in accordance with the by-laws.

It was announced that elections were in order to re-elect a Director and to elect an Alternate Director for Fiscal Year 2010-2011. Paige Price, Member One from the Appointed Membership Section (Speaker's appointee), acting on her own behalf, elected herself as a Director. Manhattan Borough President, acting through proxy, elected Susannah Vickers as his Alternate Director.

A proxy and alternate letter for Ms. Vickers were received and are attached hereto as Exhibit A.

There being no other business before the Members, the meeting was, upon motion made and carried, adjourned at 10:10 AM.

  
\_\_\_\_\_  
Susannah Vickers,  
Alternate for Secretary

**EXHIBIT A**

**THEATER SUBDISTRICT COUNCIL LOCAL DEVELOPMENT CORPORATION**

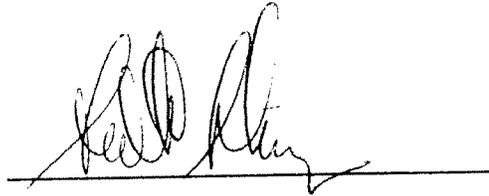
PROXY

For Meeting of Members

I, the undersigned Member of the Theater Subdistrict Council Local Development Corporation (the "Corporation"), do hereby designate and appoint Susannah Vickers as my lawful proxy with full power to act for me and in my place and stead at meetings of the Members of this Corporation, or at any adjournment thereof.

This Proxy shall be effective from August   , 2010, until such time as it is revoked. This Proxy may be revoked at any time and shall be revoked by a Proxy bearing a later date.

Dated: August 12, 2010

A handwritten signature in black ink, appearing to read "Scott Stringer", is written over a horizontal line.

Honorable Scott Stringer  
President, Borough of Manhattan

Please return this Proxy to:  
Wesley O'Brien  
Office of the Counsel  
Department of City Planning  
22 Reade Street, 2W  
New York, NY 10007

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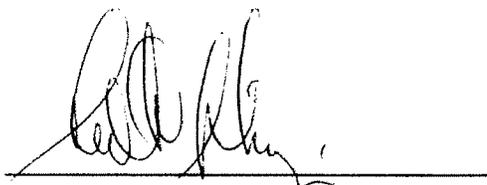
NOTICE OF ALTERNATE DIRECTOR

For Meetings of Directors

I, the undersigned director of the Theater Subdistrict Council Local Development Corporation, may be unable to attend the meetings of the Board of Directors.

Accordingly, this notice is given pursuant to section 703(d) of the Not-for-Profit Corporation Law of the State of New York so that in my absence, my duly elected alternate director, Sesannah Vickers, may be permitted to attend such meetings in my place and exercise thereat all of the rights, powers and privileges as a director.

Dated: August 12, 2010

A handwritten signature in black ink, appearing to read "Scott Stringer", is written over a horizontal line.

Honorable Scott Stringer  
President, Borough of Manhattan

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New York, NY 10007