

**MINUTES OF THE MEETING OF THE AUDIT COMMITTEE OF THE HUDSON  
YARDS INFRASTRUCTURE CORPORATION**

April 28, 2022

A meeting of the Audit Committee (the “Committee”) of Hudson Yards Infrastructure Corporation (the “Corporation”) was held on April 28, 2022 at approximately 2:20 p.m. conducted via online meeting and conference call.

The following members of the Committee 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 Marjorie Henning;

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

Maria Torres-Springer, Deputy Mayor for Economic Workforce Development, represented by Nate Bliss;

constituting a quorum of the Board. Jasmine Wright 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 of New York.

The meeting was called to order by Mr. Womack, Chairperson of the Committee.

Approval of Minutes

The first item on the agenda was approval of the minutes of the meeting of September 17, 2021. There was no discussion, and upon unanimous vote, the resolution was duly adopted.

**WHEREAS**, the Audit Committee of the Hudson Yards Infrastructure Corporation has reviewed the minutes of the Audit Committee meeting held on September 17, 2021; it is therefore

**RESOLVED**, that the minutes of the Audit Committee meeting of September 17, 2021 be, and they hereby are, approved.

## Annual Report of Audit Committee

The second item on the agenda was the Annual Self-Evaluation and review of the Annual Report of the Committee. Mr. Womack noted that pursuant to Section III(k) of the Audit Committee Charter, the Committee is required to conduct an annual self-evaluation. The Annual Report, which describes the Committee's activities during calendar year 2021, was contained in the packet provided to the Committee members. Mr. Womack noted that the resolution expresses the Committee's view that, based on the Committee's accomplishments in the previous calendar year, the Committee believes it has performed its duties in a satisfactory manner, and approves presentation of the Annual Report and results of the self-evaluation to the Board of Directors. There being no discussion, upon unanimous vote, the resolution was approved.

**WHEREAS**, Section III(k) of the Audit Committee Charter and Section 5.3 of Directive 22 of the City of New York Office of the Comptroller require the Audit Committee to issue an annual report to be prepared no later than October 30 of each year, which details the activities and decisions of the Committee for the prior calendar year; and

**WHEREAS**, the Audit Committee has reviewed the Annual Report of the Audit Committee, as attached hereto and finds it to be reasonable; and

**WHEREAS**, Section III(j) of the Audit Committee Charter requires the Audit Committee to conduct an annual self-evaluation of its performance, including its effectiveness and compliance with the Audit Committee Charter; and

**WHEREAS**, the Audit Committee finds its performance to be satisfactory, effective, and in compliance with the Audit Committee Charter; it is therefore

**RESOLVED**, that the Annual Report of the Audit Committee is hereby approved and shall be presented to the Board of Directors of the Hudson Yards Infrastructure Corporation.

## Review of Internal Controls

The third item on the agenda was the annual review of the Internal Controls of the Corporation. This was a review item only and no vote was taken. Mr. Womack explained that pursuant to the Audit Committee Charter, section III(h), the Committee must annually review the Internal Controls policy. Mr. Womack noted that no changes to the policy were proposed.

### Review of Agency Financial Integrity Compliance Statement

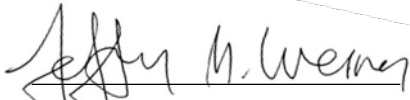
The fourth item on the agenda was the review of the Corporation's Annual Agency Financial Integrity Compliance Statement, a copy of which was in the materials provided to the Committee members. Mr. Womack explained that pursuant to Section 6.0 of the Directive 22 of the Comptroller of the City, the Committee must review the Corporation's annual Financial Integrity Compliance Statement. Mr. Womack stated that Robert Balducci, the Comptroller of the Corporation, was available to explain the Financial Integrity Compliance Statement. This was a review item only and no vote was taken.

### Presentation of Audit Plan by Independent Auditors and Discussion of New Accounting and Auditing Standards

The fifth and final item on the agenda was the presentation of the Annual Pre-Audit Presentation for the Fiscal Year ending June 30, 2022 (the "Audit Plan") by Mayer Hoffman, P.C. ("Mayer Hoffman"), the independent auditors of the Corporation, with respect to the annual financial statements of the Corporation. Mr. Balducci introduced Warren Ruppel, representative from Mayer Hoffman. Mr. Ruppel explained and discussed the Audit Plan, which had been distributed to the Committee members. Mr. Ruppel provided an overview of the Audit Plan, and discussed internal control procedures.

### Adjournment

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



ASSISTANT SECRETARY