

**MINUTES OF THE MEETING OF THE BOARD OF  
DIRECTORS OF THE HUDSON YARDS INFRASTRUCTURE  
CORPORATION**

October 15, 2021

A meeting of the Board of Directors (the “Board”) of the Hudson Yards Infrastructure Corporation (the “Corporation”) was held on October 15, 2021 at approximately 3:37 p.m. conducted via online meeting and telephone.

The following members of the Board or their alternates were present:

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

Scott M. Stringer, Comptroller of the City, represented by Marjorie Henning;

Laura Anglin, Deputy Mayor for Operations, represented by Minelly De Co;

Vicki Been, Deputy Mayor for Housing and Economic Development, represented by Pedram Mahdavi;

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 Board.

Approval of Minutes of Meeting of September 17, 2021

The first item on the agenda was the approval of the minutes of the meeting of the Directors which occurred on September 17, 2021. Upon unanimous vote, the following resolution to adopt such minutes was duly approved:

**WHEREAS**, the Board of Directors of the Hudson Yards Infrastructure Corporation (the “Corporation”) has reviewed the minutes of the previous meeting of the Board of Directors held on September 17, 2021 is therefore

**RESOLVED**, that the minutes of the Board of Directors meeting September 17, 2021 are hereby approved.

Approval of Fourth Supplemental Trust Indenture

The second item on the agenda was the approval of the Fourth Supplemental Trust Indenture. Mr. Womack explained that the Fourth Supplemental Trust Indenture supplements the Corporation’s Second Trust Indenture, and authorizes the issuance of the Corporation’s Hudson Yards Revenue Bonds Fiscal 2022 Series A (Green Bonds). As the issuance of the Hudson Yards Revenue Bonds Fiscal 2022 Series A (Green Bonds) refunds all of the Corporation’s outstanding 2012 A Bonds, and the 2012 A Bonds are the only bonds outstanding under the Corporation’s Original Indenture, after the closing of this transaction, the Original Indenture is effectively terminated. The Fourth Supplemental Trust Indenture has been provided to the Board for review. There being no further discussion, upon unanimous vote the following resolution was approved:

**WHEREAS**, in conjunction with the issuance of the Hudson Yards Infrastructure Corporation (the “Corporation”) Fiscal 2022 Series A (Green Bonds) the Corporation staff has recommended to the Board the approval of the proposed Fourth Supplemental Trust Indenture, attached hereto; and

**WHEREAS**, the Board has reviewed the proposed Fourth Supplemental Trust Indenture, it is therefore

**RESOLVED**, that the Fourth Supplemental Trust Indenture, as attached heretofore, is hereby approved.

Approval of Resolution Authorizing the Issuance of the Corporation’s Hudson Yards Revenue Bonds, Fiscal 2022 Series A (Green Bonds)

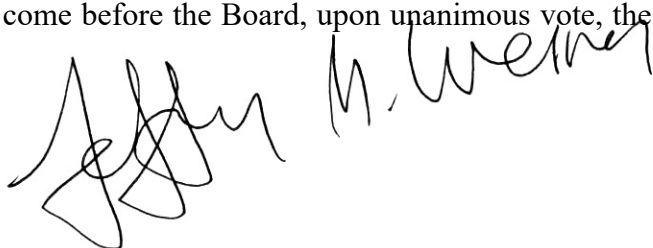
The third item on the agenda was the approval of the Hudson Yards Revenue Bonds Fiscal 2022 Series A (Green Bonds) Authorizing Resolution<sup>1</sup> (the “Authorizing Resolution”). Mr. Womack explained that the Authorizing Resolution has been recommended by the Finance Committee. There being no further discussion, Authorizing Resolution was unanimously adopted.

Quarterly Receipts & Disbursements

The fourth item on the agenda was the review of the Corporation’s Quarterly Receipts & Disbursements Report, which was provided to the Board. Mr. Womack noted that this was a review item only and no vote was taken. There was no discussion.

Adjournment

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



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ASSISTANT SECRETARY

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<sup>1</sup> Filed with the meeting minutes.