

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

May 11, 2020

A meeting of the Governance Committee (the “Committee”) of Hudson Yards Infrastructure Corporation (the “Corporation”) was held on May 11, 2020 at approximately 4:28 p.m. conducted via online meeting and telephone.

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

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

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

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

constituting a quorum of the Board. Rita Pasarell 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 Ms. Henning, Chairperson of the Committee.

Approval of Minutes of Meeting of September 24, 2019

The first item on the agenda was the approval of the minutes of the meeting of the Committee held on September 24, 2019. There was no discussion, and upon unanimous vote, the resolution was adopted.

WHEREAS, the Governance Committee has reviewed the minutes of the previous meeting of the Governance Committee held on September 24, 2019; it is therefore

RESOLVED, that the minutes of the Governance Committee meeting of September 24, 2019 are hereby approved.

Approval of Policy on the Procurement of Goods and Services

The second item on the agenda was the approval of the Policy on the Procurement of Goods and Services, a copy of which was in the materials provided to the Committee. Ms. Henning explained that Section 2824(e) of the Public Authorities Law of the State of New York requires the Corporation to periodically review the Corporation's Policy on the Procurement of Goods and Services (the "Policy"), and recommend any amendments it deems reasonable and prudent. Ms. Henning noted that no changes were proposed to the Policy. There being no additional discussion, upon unanimous vote, the resolution was adopted.

WHEREAS, pursuant to Section 2824(e) of the Public Authorities Law of the State of New York, the Hudson Yards Infrastructure Corporation (the "Corporation") is required to establish a policy on the procurement of goods and services; and

WHEREAS, the Corporation adopted Policy on the Procurement of Goods and Services (the "Policy") on October 12, 2006 and amended it on April 24, 2009, September 22, 2010, September 27, 2012 and April 27, 2018; and

WHEREAS, the Governance Committee is required to periodically review the Policy; and

WHEREAS, the Governance Committee has reviewed the Policy and recommends no additional amendments; it is therefore

RESOLVED, that the Governance Committee hereby approves the Policy with no additional amendments.

Adjournment

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



ASSISTANT SECRETARY