

**DRAFT MINUTES OF THE ANNUAL MEETING OF THE MEMBERS OF THE  
HUDSON YARDS INFRASTRUCTURE CORPORATION**

April 28, 2022

The Meeting of the Members (the “Members”) of the Hudson Yards Infrastructure Corporation (the “Corporation”) was held on April 28, 2022 at approximately 2:18 p.m., conducted via online meeting 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 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 such Members. 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.

Approval of Minutes

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

**WHEREAS**, the Members of Hudson Yards Infrastructure Corporation have reviewed the minutes of the previous meeting of the Members held on September 17, 2021; it is therefore

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

Election of Alternate Directors

The second and final item on the agenda was the election of the alternate directors.

The Membership Class connected to each election voted separately, and upon such votes, the following resolution to elect the alternate directors was duly approved:

**WHEREAS**, the Hudson Yards Infrastructure Corporation (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;

**WHEREAS**, pursuant to the Certificate of Incorporation and By-Laws of the Corporation, each Member comprises a Membership Class and each Membership Class constitutes a separate section entitled to elect or appoint one director and an alternate director; and

**WHEREAS**, the Membership Classes consisting of the City of New York (the “City”) Council Speaker, the City Comptroller and the Deputy Mayor for Economic Workforce Development each wish to elect an Alternate Director to represent them at Board of Directors and Committee meetings of the Corporation; it is hereby

**RESOLVED**, that the Membership Class consisting of the City Council Speaker hereby elects Emre Edev to act as an alternate director on her behalf, the Comptroller hereby elects Marjorie Henning to act as his alternate director, and the Deputy Mayor for Economic Workforce Development hereby elects Nate Bliss to act as her alternate director on her behalf.

Adjournment

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

  
ASSISTANT SECRETARY