THEATER SUBDISTRICT COUNCIL LOCAL DEVELOPMENT CORPORATION

MINUTES OF THE MEETING OF THE MEMBERS

This meeting of the Members of the Theater Subdistrict Council Local Development Corporation ("Corporation") was held at 3:10 PM on August 20, 2013 at 31 Chambers Street, New York, New York, 10007.

The following Members were present:

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

A quorum of the Board of Directors was present.

Paige Price participated by telephone. Therefore, her votes were not registered and she was not counted towards the quorum.

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.

The alternate for the Mayor, Commissioner Kate Levin, presided as Chairperson.

It was announced that elections were in order to re-elect Directors and Alternate Directors for the 2013-2014 fiscal year. Upon a motion made and seconded, a Resolution was made to re-elect the Directors and reappoint the alternates. New York City Council Speaker Christine Quinn appointed a new proxy, Alexandra Nudelman, and here Proxy is attached hereto as Exhibit A.

There being no other business before the Members, the meeting was, upon motion made and carried, adjourned at 3:13PM.

[Signature]
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 Alexandra Nudelman 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 [insert date signed], 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: June 24, 2013

[Signature]

Honorable Christine Quinn
Speaker, New York City Council

Please return this Proxy to:
Theater Subdistrict Council
c/o Office of the Counsel
22 Reade Street
New York, NY 10007