

SALES TAX ASSET RECEIVABLE CORPORATION
MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS

September 2, 2014

A meeting of the Board of Directors (the “Board”) of the Sales Tax Asset Receivable Corporation (the “Corporation”) was held on September 2, 2014 at approximately 3:35 p.m. at 255 Greenwich Street, Room 6M4, New York, New York.

The following member of the Board were represented by their alternates:

Dean Fuleihan, Director of Management and Budget of The City of New York (the “City”), represented by Alan Anders;

Scott M. Stringer, Comptroller of the City, represented by Michael Stern;

Melissa Mark-Viverito, Speaker of the City Council, represented by Raymond Majewski;

Zachary Carter, Corporation Counsel of the City, represented by Al Rodriguez

Jacques Jiha, Commissioner of the City’s Department of Finance, represented by Jacqueline Gold;

Mindy Tarlow, Director of the Mayor’s Office of Operations, represented by George Davis, III;

constituting a quorum of the Board. Jinelle Craig 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.

The meeting was called to order by Mr. Anders.

Approval of Minutes

The first item on the agenda was the approval of the minutes of the meeting of the Board held on September 2, 2014. Upon motion duly made and seconded, there being no objections, the following resolution to adopt such minutes was approved:

WHEREAS, the Board of Directors of the Sales Tax Asset Receivable Corporation has reviewed the minutes of its meeting held on September 2, 2014; it is therefore

RESOLVED, that the minutes of the meeting of September 2, 2014 be, and they hereby are, approved.

Acceptance of the independent auditors' report on the audited financial statements for the fiscal years ended June 30, 2014 and June 30, 2013 and authorization to release such financial statements

The second on the agenda was the proposed acceptance of the independent auditor's report on the audited financial statements for the fiscal years ended June 30, 2014 and June 30, 2013 and the authorization to release such financial statements. Mr. Anders noted that this resolution had been recommended by the Audit Committee of the Board of Directors. A brief discussion ensued. Upon motion duly made and seconded, the below resolution was unanimously adopted:

WHEREAS, the Audit Committee has met with the independent auditors of the Sales Tax Asset Receivable Corporation (the "Corporation") and has reviewed the independent auditors' report on the audited financial statements of the Corporation for the fiscal years ended June 30, 2014 and June 30, 2013 and such financial statements; and

WHEREAS, the Audit Committee believes the independent auditors' report and the financial statements are reasonable and appropriate and has recommended that the Board accept the independent auditors' report and authorize the release of the financial statements; it is therefore

RESOLVED, that the Board hereby accepts the independent auditors' report on the audited financial statements of the Corporation for the fiscal years ended June 30, 2014 and June 30, 2013

and authorizes the release of such audited financial statements; provided that both the independent auditors' report and the audited financial statements may be amended to reflect non-material changes acceptable to the Comptroller of the Corporation.

Authorization of the Annual Report for Presentation to the Members

The third item on the agenda was the authorization of the Corporation's Annual Report of the Board of Directors for presentation to the Members of the Corporation. Mr. Anders briefly described the report (a copy of which was in the materials provided to the Directors) and explained that such a report is required pursuant to Section 519 of the New York Not-for-Profit Corporation Law. A motion was made to adopt the resolution set forth below. The motion was seconded and, there being no objections, approved.

WHEREAS, Section 519 of the New York Not-For-Profit Corporation Law (the "N-PCL") requires that the Board of Directors of not-for-profit corporations present an annual report relating to the financial conditions of such corporations to the members of such corporations at their annual meeting; and

WHEREAS, in compliance with Section 519 of the N-PCL the Board of Directors of the Corporation has caused an annual report relating to the Corporation's fiscal year 2013 (the "Annual Report") to be prepared; it is therefore

RESOLVED, that the Board of Directors does hereby authorize and ratify the preparation of the Annual Report and its presentation to the Members of the Corporation; and

FURTHER RESOLVED, that the Annual Report be entered in the minutes of this meeting of the Board of Directors.

Approval of Investment Guidelines

The fourth item on the agenda was the approval of the Investment Guidelines of the Corporation. Mr. Anders explained that the Investment Guidelines (a copy of which was included in the materials provided to the Committee members) had been reviewed by the Corporation's staff and that minor typographical changes had been recommended. A motion was made to adopt the resolution set forth below. The motion was seconded and, there being no objection, approved.

WHEREAS, the Sales Tax Asset Receivable Corporation (the “Corporation”), adopted Investment Guidelines on October 4, 2007 to establish policies for the investment of its funds and subsequently amended the Investment Guidelines on February 4, 2009 and September 11, 2013; and

WHEREAS, the Corporation is required annually to review its Investment Guidelines and Corporation staff has recommended a minor typographical change; and

WHEREAS, the Board of Directors has reviewed the attached Amended Investment Guidelines and has deemed them to be reasonable and appropriate; it is therefore

RESOLVED, that the Amended Investment Guidelines, a copy of which will be filed with the Minutes of the Meeting, are hereby approved.

Approval of Investment Report

The fifth item on the agenda was the approval of the Fiscal Year 2014 Investment Report (the “Report”), a copy of which was in the materials provided to the Directors. Mr. Anders explained that pursuant to Section 2925(6) of the Public Authorities Law an Investment Report must be prepared and approved annually. He briefly described the Report and informed the Committee that the Report would be submitted to the respective Comptrollers of the City and State of New York. A motion was made to adopt the resolution set forth below approving the Investment Report. The motion was seconded and, there being no objection, approved.

WHEREAS, the Sales Tax Asset Receivable Corporation (the “Corporation”), pursuant to the Corporation’s Investment Guidelines, is required to annually prepare and approve an Investment Report; and

WHEREAS, the Board has reviewed the attached Investment Report and has deemed it to be reasonable and appropriate, it is therefore

RESOLVED, that the Investment Report is hereby approved.

Appointment of Comptroller and Deputy Comptroller

The sixth item on the agenda was the appointment of Comptroller and Deputy Comptroller. Mr. Anders noted that the Corporation’s former Comptroller, Michele Levine, resigned in late 2013, and since that time the Corporation’s Deputy Comptroller, Robert

Balducci, had been fulfilling the role. Mr. Anders noted that Mr. Balducci had been appointed Deputy Comptroller in 2011, and that the proposed resolution would appoint him Comptroller. Mr. Anders explained that the proposed resolution would also appoint Kenny Narine, who has served as Assistant Comptroller to the Corporation since 2011, as Deputy Comptroller. Upon motion duly made and seconded, there being no objections, the following resolution was approved:

WHEREAS, the Board of the Sales Tax Asset Receivable Corporation (the “Corporation”) is duly authorized pursuant to Section 713 of the New York Not-For-Profit Corporation Law to appoint such officers and employees as it may require for the performance of its duties; and

WHEREAS, the Corporation’s Comptroller, Michele Mark Levine, resigned in late 2013; and

WHEREAS, the Board believes that Robert Balducci, who has served as the Corporation’s Deputy Comptroller since 2011, is highly qualified to assume the duties of Comptroller; and

WHEREAS, the Corporation believes it would be reasonable and prudent to appoint a Deputy Comptroller to succeed Mr. Balducci; and

WHEREAS, the Board believes that Kemraj Narine, who has served as the Corporation’s Assistant Comptroller since 2011, is highly qualified to succeed Mr. Balducci as Deputy Comptroller of the Corporation; and

RESOLVED, that Robert Balducci is hereby appointed as Comptroller of the Corporation; and it is

FURTHER RESOLVED, that Kemraj Narine is hereby appointed as Deputy Comptroller of the Corporation

Presentation by Governance Committee Chair

The final item on the agenda was a presentation by the Governance Committee Chair. Albert Rodriguez, the Chair of the Governance Committee, referred the Directors to the report of the Governance Committee activities previously provided.

Adjournment

There being no further business to come before the Board, upon motion duly made and seconded, there being no objections, the meeting was duly adjourned.

ASSISTANT SECRETARY