

**MINUTES OF THE MEETING OF THE FINANCE COMMITTEE OF  
THE NEW YORK CITY TRANSITIONAL FINANCE AUTHORITY**

November 13, 2012

A meeting of the Finance Committee (the “Committee”) of the New York City Transitional Finance Authority (the “Authority”) was held on November 13, 2012 at approximately 3:00 p.m. at 255 Greenwich Street, Room 6M4, New York, New York.

The following Committee member was present:

Mark Page, Director of Management and Budget of The City of New York (the “City”); and

the following Committee members were represented by their designees:

John C. Liu, Comptroller of the City, represented by Carol Kostik;

Christine C. Quinn, Speaker of the City Council, represented by Raymond Majewski;

David M. Frankel, Commissioner of Finance of the City, represented by Dara Jaffee; and

David Burney, Commissioner of the Department of Design and Construction of the City, represented by Michael Garrett;

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 Authority and employees of various agencies of the City of New York. The meeting was called to order by Ms. Kostik.

Election of Ms. Kostik as Committee Chair pro tempore

The first item on the agenda was the election of a Committee chairperson. A motion was made by Ms. Kostik for her to be elected as chairperson pro tempore of the Committee for this particular meeting of the Committee. The motion was seconded and, there being no objections, approved.

#### Approval of Minutes

The second item on the agenda was the approval of the minutes of the meeting of the Committee which occurred on August 6, 2012. A motion was made to adopt the resolution set forth below with respect to such minutes. The motion was seconded and, there being no objections, approved.

**WHEREAS**, the Finance Committee has reviewed the minutes of its meeting held on August 6, 2012; it is therefore

**RESOLVED**, that the minutes of the meeting of August 6, 2012 be, and they hereby are, approved.

#### Recommendation to Board – Approval of Issuance of Fiscal 2013 Series C, D & E Future Tax Secured Bonds and Conversion of Fiscal 1999 Subseries A-1 Future Tax Secured Bonds

The third item on the agenda was a recommendation to the Board of Directors that it approve the issuance of the Authority's Fiscal 2013 Series C, D and E Future Tax Secured Bonds (the "Bonds") consisting of tax-exempt and taxable bonds and the conversion of a certain amount of the Fiscal 1999 Subseries A-1 Future Tax Secured Bonds. Ms. Kostik briefly described the structure, terms and marketing of the Bonds. Also, she described the conversion of the 1999 Bonds to fixed rate bonds. A motion was made to approve the resolution set forth below with respect to such recommendation. The motion was seconded and, there being no objections, approved.

**WHEREAS**, pursuant to the New York Public Authorities Law, the Finance Committee of the New York City Transitional Finance Authority (the “Authority”) is charged with reviewing proposals for the issuance of debt by the Authority and making recommendations to the Board; and

**WHEREAS**, the Finance Committee has received and reviewed the resolution authorizing the issuance of Fiscal 2013 Series C, D & E Future Tax Secured Bonds; and

**WHEREAS**, the Finance Committee has received and reviewed the resolution authorizing the amendment to the terms of Fiscal 1999 Subseries A-1 Future Tax Secured Bonds; it is therefore

**RESOLVED**, that the Finance Committee recommends to the Board the approval of the Seventy First Series Resolution authorizing the issuance of Fiscal 2013 Series C, D & E Future Tax Secured Bonds; and the amendment to the terms of Fiscal 1999 Subseries A-1 Future Tax Secured Bonds.

Recommendation to the Board of Directors-- Approval of Amended List of Financially Responsible Insurers and Liquidity Agreement and Letter of Credit Providers

The fourth and final item on the agenda was the recommendation to the Board of Directors for approval of an amended list of financially responsible insurers and liquidity agreement and letter of credit providers. Ms. Kostik explained that due to changes that had occurred with respect to financial institutions that are deemed financially responsible parties, it was necessary to amend the list of such financial institutions. A motion to approve such resolution, which is set forth below, was made and seconded, and there being no objections, the motion was duly adopted.

**WHEREAS**, pursuant to the New York Public Authorities Law, the Finance Committee of the Authority is charged with reviewing proposals for the issuance of debt by the Authority and making recommendations to the Board of Directors (the “Board”); and

**WHEREAS**, in accordance with Section 2799-gg(2) of the New York City Transitional Finance Authority Act (the “Act”), the Authority expects from time to time to obtain credit or liquidity facilities and insurance facilities relating to bonds issued by the Authority; and

**WHEREAS**, the Board is required to make a determination that the parties to such agreements which will provide credit or liquidity support or insurance to the Authority's bonds are "financially responsible parties" in accordance with paragraph a and paragraphs c through g of Section 168.00 of the Local Finance Law; and

**WHEREAS**, the Finance Committee has reviewed the list of financial institutions listed on Schedule I hereto, and has determined that a credit or liquidity provider meeting the criteria set forth below shall be deemed to be a financially responsible party in compliance with Section 2799-gg(2) of the Act, it is therefore

**RESOLVED**, that the Finance Committee of the Authority recommends the Board deem the financial institutions listed on Schedule I hereto to be financially responsible parties in accordance with paragraph a and paragraphs c through g of Section 168.00 of the Local Finance Law, provided that no such repurchase obligation shall exceed \$2 billion with respect to any single financial institution listed on Schedule I hereto except as otherwise provided therein; and

**FURTHER RESOLVED**, that the Finance Committee recommends the Board deem a financial institution not listed on Schedule I but otherwise meeting the following criteria to be a financially responsible party in accordance with paragraph a and paragraphs c through g of Section 168.00 of the Local Finance Law, provided that no such repurchase obligation shall exceed \$1 billion with respect to such financial institution and:

- With respect to institutions providing letters of credit or insurance in connection with bonds, the long-term credit ratings of such financial institution are AA- or above by each of Standard & Poor's Ratings Services and Fitch, Inc, or their successors, and Aa3 or above by Moody's Investor's Service, Inc., or its successor (unless a rating is not issued by any of such rating agencies);
- With respect to institutions providing liquidity facilities, the short-term ratings of such financial institution are A-1 or above by Standard & Poor's Ratings Services, or its successor, F1 by Fitch, Inc., or its successor, and P-1 by Moody's Investor's Services, Inc., or its successor (unless a rating is not issued by any of such rating agencies); and
- In each case, such financial institution shall have capital of at least \$500 million dollars.

Adjournment

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

  
GENERAL COUNSEL