HUDSON YARDS INFRASTRUCTURE CORPORATION

Meeting of the Members
May 19, 2026

Agenda

1. Approval of Minutes of Meeting of December 12, 2025

2. Election of Alternate Directors

HUDSON YARDS INFRASTRUCTURE CORPORATION

Meeting of the Members

May 19, 2026

Approval of Minutes

WHEREAS, the Members of Hudson Yards Infrastructure Corporation have reviewed the minutes of the previous meeting of the Members held on December 15, 2025; it is therefore

RESOLVED, that the minutes of the meeting of Members of December 15, 2025 are hereby approved.

MINUTES OF THE MEETING OF THE MEMBERS OF THE HUDSON YARDS INFRASTRUCTURE CORPORATION

December 15, 2025

A meeting of the Members (the "Members") of the Hudson Yards Infrastructure Corporation (the "Corporation") was held on December 15, 2025 at approximately 1:03 p.m., conducted at 255 Greenwich Street, Room 6-M4, New York, New York.

The following Members attended, represented by their designees:

Jacques Jiha, Director of the Mayor's Office of Management and Budget for The City of New York (the "City"), represented by David Womack;

Brad Lander, Comptroller of the City, represented by Jay Olson;

Adrienne Adams, Speaker of the City Council, represented by Emre Edev;

Adolfo Carrion, Jr., Deputy Mayor of Economic and Workforce Development, represented by Nate Bliss; and

Jeffrey Roth, Deputy Mayor for Operations, represented by Ya-Ting Liu; constituting a quorum of the Members. Chunran Zhang 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 and the State of New York, who joined in-person and remotely. The meeting was called to order by Mr. Womack.

<u>Approval of Minutes</u>

The first item on the agenda was the approval of the minutes of the meeting of the Members which occurred on September 22, 2025. Then, 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 22, 2025 it is therefore

RESOLVED, that the minutes of the meeting of Members of September 22, 2025 are hereby approved.

Election of Alternate Directors

The second and final item on the agenda was the election of alternate directors to represent the New York City Comptroller and the Speaker of the City Council of the City of New York. Each proxy holder is entitled to elect one alternate director to represent them at Board of Director and Committee meetings. As proxy holder for the New York City Comptroller, Jay Olson voted to elect himself as his alternate director and attend meetings in his absence. As proxy holder for Speaker Adrienne Adams, Emre Edev voted to elect himself as his alternate director and attend meetings in her absence. Following the votes by Mr. Olson and Mr. Edev, the following resolution was unanimously adopted:

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 Class consisting of the City of New York Comptroller wishes to elect an Alternate Director to represent him at Board of Directors and Committee meetings of the Corporation; and

WHEREAS, the Membership Class consisting of the Speaker of the New York City Council wishes to elect an Alternate Director to represent her at Board of Directors and Committee meetings of the Corporation; it is hereby

RESOLVED, that the Membership Class consisting of the City of New York Comptroller hereby elects Jay Olson to act as an alternate director on his behalf; and

RESOLVED FURTHER, that the Membership Class consisting of the Speaker of the New York City Council hereby elects Emre Edev to act as an alternate director on her behalf.

Adjournment

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

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SECRETARY

HUDSON YARDS INFRASTRUCTURE CORPORATION

Meeting of the Members

May 19, 2026

Election of Alternate Directors

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;

WHEREAS, the Membership Class consisting of the City of New York's (the "City") Deputy Mayor for Operations wishes to elect an Alternate Director to represent her at Board of Directors and Committee meetings of the Corporation;

WHEREAS, the Membership Class consisting of the Director of Management Budget of the City wishes to elect an Alternate Director to represent him at Board of Directors and Committee meetings of the Corporation;

WHEREAS, the Membership Class consisting of the Comptroller of the City wishes to elect an Alternate Director to represent him at Board of Directors and Committee meetings of the Corporation; and

WHEREAS, the Membership Class consisting of the Speaker of the City Council wishes to elect an Alternate Director to represent her at Board of Directors and Committee meetings of the Corporation; it is hereby

RESOLVED, that the Membership Class consisting of the City's Deputy Mayor for Operations hereby elects Cheehan Leung to act as her Alternate Director at Board of Director and Committee meetings of the Corporation;

RESOLVED FURHTER, that the Membership Class consisting of the Director of Management Budget of the City hereby elects David Womack to act as his Alternate Director at Board of Director and Committee meetings of the Corporation;

RESOLVED FURHTER, that the Membership Class consisting of the Comptroller of the City hereby elects F. Jay Olson to act as his Alternate Director at Board of Director and Committee meetings of the Corporation; and

RESOLVED FURHTER, that the Membership Class consisting of the Speaker of the City Council hereby elects Hector German to act as her alternate director at Board of Director and Committee meetings of the Corporation.

HUDSON YARDS INFRASTRUCTURE CORPORATION

Audit Committee Meeting

May 19, 2026

Agenda

1. Resolution: Approval of Minutes of Meeting of September 22, 2025
2. Resolution: Self-Evaluation and Review of Report of the Audit Committee
3. Review of Internal Controls
4. Presentation of Audit Plan by Independent Auditors and Discussion of New Accounting and Auditing Standards.

HUDSON YARDS INFRASTRUCTURE CORPORATION

Audit Committee Meeting

May 19, 2026

<u>Approval of Minutes</u>

WHEREAS, the Audit Committee of the Hudson Yards Infrastructure Corporation has reviewed the minutes of the Audit Committee meeting held on September 22, 2025; it is therefore

RESOLVED, that the minutes of the Audit Committee meeting of September 22, 2025 be, and they hereby are, approved.

MINUTES OF THE MEETING OF

THE AUDIT COMMITTEE OF

HUDSON YARDS INFRASTRUCTURE CORPORATION

September 22, 2025

A meeting of the Audit Committee (the "Committee") of the Hudson Yards Infrastructure Corporation (the "Corporation") was held on September 22, 2025 at approximately 2:01 p.m., conducted at 255 Greenwich Street, Room 6M4, New York, New York.

The following members of the Committee 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 Michael Stern;

Adrienne Adams, Speaker of the City Council, represented by Hector German;

Adolfo Carrion, Jr., Deputy Mayor of Economic and Workforce Development, represented by Nate Bliss; and

Jeffrey Roth, Deputy Mayor for Operations, represented by Ya-Ting Liu;

constituting a quorum of the Committee.

Daniel Rabbani 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, who joined in-person and remotely.

The meeting was called to order by Mr. Womack, Chairperson of the Committee.

Approval of Minutes of Meeting of May 12, 2025

The first item on the agenda was the approval of the minutes of the meeting of the

Committee which occurred on May 12, 2025. There being no further discussion, and upon unanimous vote, the following resolution to adopt such minutes was duly approved:

WHEREAS, the Audit Committee of the Hudson Yards Infrastructure Corporation has reviewed the minutes of the Audit Committee meeting held on May 12, 2025 it is therefore

RESOLVED, that the minutes of the Audit Committee meeting of May 12, 2025 be, and they hereby are, approved.

<u>Presentation by management and independent auditors regarding the audited annual financial statements of the Corporation</u>

The second item on the agenda was a presentation by the Corporation's independent auditors, EFPR Group, CPAs ("EFPR"), regarding the Corporation's audited financial statements for the fiscal years ended June 30, 2025 and June 30, 2024. Ahead of the presentation, the Corporation's Comptroller, Raymond Lee, summarized the Corporation's fiscal year 2025 financial activities. Discussion ensued, including a question from Mr. Bliss, who asked if the transfer of $394 million of surplus funds to the City was a historic high, to which Mr. Lee noted that it was a historic high at the time.

Mr. Lee then introduced Brent Jensen from EFPR. Mr. Jensen referred to the firm's plan for the audit of the financial statements for the fiscal year 2025 which had been distributed to the Committee members in advance of the meeting. There was no further discussion.

<u>Recommend to the Board of Directors the acceptance of the independent auditors' report on the audited financial statements of the Corporation for the fiscal years ended June 30, 2025 and June 30, 2024 and the issuance of such financial statements</u>

The third item on the agenda was a resolution recommending to the Board of Directors to accept the independent auditors' report on the audited financial statements of the Corporation for the fiscal years ended June 30, 2025 and June 30, 2024 and the issuance of such financial statements. There was no further discussion and, upon unanimous vote, the following resolution was approved.

WHEREAS, the Audit Committee of the Hudson Yards Infrastructure Corporation (the "Corporation") has met with the independent auditors of the Corporation and has reviewed the independent auditors' report on the audited financial statements of the Corporation for the fiscal years ended June 30, 2025 and June 30, 2024 and such financial statements, as submitted to the Committee; and

WHEREAS, the Audit Committee believes the independent auditors' report and the financial statements are reasonable and appropriate; it is therefore

RESOLVED, that the Audit Committee recommends to the Board the acceptance of the independent auditors' report and the authorization of the release of the audited financial statements of the Corporation for the fiscal years ended June 30, 2025 and June 30, 2024; provided that both the independent auditors' report and the audited financial statements may be amended to reflect non-material changes acceptable to the Comptroller or Deputy Comptroller of the Corporation.

<u>Review and Approval of the Audit Committee Charter</u>

The fourth item on the agenda was the approval of the Committee's Charter. Mr. Womack explained that pursuant to the Audit Committee Charter, sections III(s) and (u), the Committee is required to annually review and approve its charter. A copy of the Charter was in the materials provided to the Committee members.[1] Mr. Womack noted that no changes were proposed. There was no further discussion and, upon unanimous vote, the following resolution was approved.

WHEREAS, the Board of Directors (the "Board") of the Hudson Yards Infrastructure Corporation (the "Corporation") originally adopted an Audit Committee Charter on October 4, 2007 and has subsequently amended it;

WHEREAS, pursuant to the Audit Committee Charter, section III(s), the Audit Committee of the Corporation is required annually to review the Audit Committee Charter, reassess its adequacy, and recommend any proposed changes to the Governance Committee of the Corporation; and

WHEREAS, the Audit Committee has reviewed the Audit Committee Charter, as attached hereto, and finds it to be reasonable and appropriate; it is hereby

RESOLVED, that the Audit Committee hereby approves the Audit Committee Charter as attached.

<u>Review of Audit Committee Schedule of Dates</u>

[1] Filed with the meeting minutes.

The fifth and final item on the agenda was a review of the Audit Committee's Schedule of Dates.[2] Mr. Womack stated that the Audit Committee Schedule of Dates provides a guideline for the items to be addressed at annual meetings of the Audit Committee. He stated that a copy of the Schedule was in the materials provided to the Committee members. Mr. Womack noted that no changes were proposed. Mr. Womack noted that this was a review item only, and no vote was taken.

Adjournment

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

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SECRETARY

[2] Filed with the meeting minutes.

HUDSON YARDS INFRASTRUCTURE CORPORATION

Audit Committee Meeting

May 19, 2026

Annual Report of the Audit Committee

WHEREAS, Section III(k) of the Audit Committee Charter and Section 5.3 of Directive 22 of the City of New York Office of the Comptroller require the Audit Committee to issue an annual report to be prepared no later than October 30 of each year, which details the activities and decisions of the Committee for the prior calendar year;

WHEREAS, the Audit Committee has reviewed the Annual Report of the Audit Committee, as attached hereto and finds it to be reasonable;

WHEREAS, Section III(j) of the Audit Committee Charter requires the Audit Committee to conduct an annual self-evaluation of its performance, including its effectiveness and compliance with the Audit Committee Charter; and

WHEREAS, the Audit Committee finds its performance to be satisfactory, effective, and in compliance with the Audit Committee Charter; it is therefore

RESOLVED, that the Annual Report of the Audit Committee is hereby approved and shall be presented to the Board of Directors of the Hudson Yards Infrastructure Corporation.

HUDSON YARDS INFRASTRUCTURE CORPORATION

Annual Report of the Audit Committee

May 19, 2026

During calendar year 2025, the Audit Committee of the Hudson Yards Infrastructure Corporation (the "Corporation") met twice. The Audit Committee's actions at these meetings were as follows:

On May 7, 2024:

- Conducted a self-evaluation and approved an annual report of the Committee's activities;
- Recommended to the Board of Directors of the Corporation the approval of an independent auditor agreement;
- Reviewed the Corporation's internal control manual; and
- Met with the Corporation's independent auditors, to review the auditors' audit plan for the fiscal year 2025 audit and several new accounting and auditing standards.

On September 22, 2025:

- Met with the independent auditors and management of the Corporation to discuss the annual audited financial statements and independent auditors' report for the fiscal years ended June 30, 2025 and June 30, 2024, and recommended to the Board of Directors of the Corporation the acceptance and release of such report and financial statements;
- Reviewed and Approved the Audit Committee's Charter and Schedule of Dates.

HUDSON YARDS INFRASTRUCTURE CORPORATION
POLICIES AND PROCEDURES MANUAL

INTERNAL CONTROLS
(revised May ~~2025~~2026)

OVERVIEW

Hudson Yards Infrastructure Corporation's ("HYIC" or the "Corporation") internal control objectives include, but are not limited to, the safeguarding of assets (including preventing the intentional or unintentional misapplication of funds), ensuring the accuracy and reliability of accounting data and financial reporting (including ensuring proper documentation of all transactions), promoting the effectiveness and efficiency of operations and ensuring compliance with applicable laws and regulations. Terms used but not defined herein have the meaning given to them in HYIC's Second Trust Indenture ("Second Indenture") by and between HYIC and U.S. Bank, National Association as trustee (the "Trustee") dated May 1, 2017, as supplemented and amended by the Corporation's Second Supplemental Trust Indenture to the Second Indenture (the "Second Supplemental Indenture"), the Third Supplemental Trust Indenture to the Second Indenture, dated February 1, 2019 (the "Third Supplemental Indenture", and the Fourth Supplemental Trust Indenture to the Second Indenture, dated October 1, 2021 (the "Fourth Supplemental Indenture" and, together with the Second Supplemental Indenture and Third Supplemental Indenture, the "Supplemental Indentures"). HYIC's original Indenture, dated as of December 1, 2006 ("First Indenture") was discharged on October 27, 2021, after the defeasance of all remaining First Indenture bonds.

Internal controls exist in each area of HYIC where financial activities take place and may be categorized as (A) controls related to funds received, held, invested and disbursed by HYIC's Trustee and (B) other control measures including record keeping activities. These types of controls are discussed in this internal controls manual (the "Manual").

The control measures used by HYIC are periodically reviewed by HYIC managers and changed as deemed necessary, and this Manual will be reviewed at least annually and updated as appropriate. While not part of HYIC's system of internal control, HYIC is subject to an annual audit by independent auditors. Any comments or recommendations pertaining to HYIC's internal controls made by the independent auditors are reviewed by management and, if the value of the expected risk reduction is estimated to be greater than the additional cost, incorporated into HYIC's internal controls.

In accordance with the New York City Comptroller's Directive 1, once every four years, HYIC prepares a Financial Integrity Statement based upon a current Directive 1 Checklist with respect to management's assessment of HYIC's internal control environment.

Organization

Overseen by its Board of Directors (the "Board") and directed by its President, HYIC's internal operations are carried out by three functional areas within the organization. While all activities of HYIC require close coordination and cooperation among all units and with the New York City Office of Management and Budget ("OMB"), the following are the primary responsibilities of each:

1. Secretary's Office – Directed by the HYIC Secretary, Assistant Secretary and staff, the Secretary's Office is responsible for all legal affairs of HYIC, including providing staff support for the operations of the Board and committees of the Board, drafting and interpretation of all contracts, agreements, and legal documents and dissemination of new or revised Board-approved policies to staff.

2. Treasurer's Office – Directed by the HYIC Treasurer and his or her staff, the Treasurer's Office is responsible for the finance function, including working with all parties on structuring and executing bond issuances, modeling debt service requirements, and directing the investment of HYIC funds.

3. Accounting Unit – Directed by the HYIC Comptroller, Deputy Comptroller, and the Accounting Manager (collectively, the "Accounting Managers"), the Accounting Unit is responsible for maintaining accounting books and records and preparing financial statements and other financial reports, on-going monitoring of HYIC resources, and coordination with and oversight of the Trustee.

   The Unit's Accounting Staff are responsible for various accounting tasks, including preparing payments, preparing journal entries, monitoring account activity, entering payment and journal entries into HYIC's electronic Accounting System, and maintaining schedules and analyses necessary for the preparation of year-end financial statements and other recurring and ad-hoc financial and non-financial reports.

   Throughout this Manual, when one Accounting Manager is unavailable to perform a noted function on a timely basis, another Accounting Manager can perform that function. When one Accounting Staff is unavailable to perform a noted function on a timely basis, another Accounting Staff or an Accounting Manager can perform that function or delegate it to another Accounting Staff who has performed no conflicting duties pertaining to that matter. Where an Accounting Manager performs a staff function, review and approval will be by another Accounting Manager. In summary, regardless of the availability of staff members usually tasked with performing or reviewing specific functions, all functions that require review will be performed by one person and reviewed by another.

HYIC and OMB are prepared to provide uninterrupted delivery of its operations in the face of business disruptions. Its emergency preparedness plan is designed to provide personnel, equipment and technology to operate remotely with minimal interruption.

HYIC issued $2 billion of Hudson Yards Senior Revenue Bonds Fiscal 2007 Series A on December 21, 2006 (the "2007A Bonds") and $1 billion of Hudson Yards Senior Revenue Bonds Fiscal 2012 Series A on October 26, 2011 ("Series 2012A Bonds") to finance extension of the No. 7 subway and the creation of a public park (the "Project"). Subsequently, HYIC issued approximately $2.1 billion of its Second Indenture Revenue Bonds, Fiscal 2017 Series A and Fiscal 2017 Series B (the "2017A Bonds" and "2017B Bonds" respectively) to fully refund the 2007A Bonds and partially refund the 2012A Bonds under a second indenture. This refunding allowed the release of accumulated revenues to benefit the City and reduce interest cost. Thereafter, HYIC issued approximately $450 million of Fiscal 2022 Series A Bonds (the "2022A Bonds) under the Second Indenture. This refunding generated annual debt service savings and consolidated all of the Corporation's outstanding bonds under a single indenture (the Second Indenture).

In February 2019, HYIC entered into a Term Loan ("Term Loan"), which was extended in June 2022, whereby HYIC can currently draw up to $380 million of proceeds to finance the Additional Borrowing Project, as such term is defined in the Additional Borrowing Hudson Yards Support Agreement by and between HYIC and the City, dated as of February 1, 2019 (the "Additional Borrowing Agreement") and which shall be referred to herein as "Phase II". Any amounts drawn under the Term Loan are due on June 30, 2027.

Management of Phase II is performed by the Hudson Yards Development Corporation ("HYDC"), who have entered into agreements with outside vendors to oversee the construction and property management. The internal controls over activities of these entities are outside the scope of responsibility of HYIC and are not included in this Manual.

<u>RECEIPTS</u>

District Improvement Bonuses ("DIBs")

DIBs are paid by private developers in exchange for the right to create additional density in the Project Area, as defined in the Support and Development Agreement between the City of New York (the "City), HYDC and HYIC, dated as of December 1, 2006, as amended and restated (the "Agreement"). HYIC receives a Restrictive Declaration from the City Planning Commission of the City of New York, informing HYIC of the amount and date of receipt of DIBs.

Tax Equivalency Payments ("TEP")

TEP are made by the City under the terms of the Agreement which obligates the City to pay to HYIC on August 1st and February 1st of each Fiscal Year (subject to annual appropriation) the amount equivalent to the City real property taxes expected to be received on new development (including substantial rehabilitation of existing buildings) in the Project Area. HYIC is notified by OMB of the amount and date of TEP payment expected to be paid by the City.

Interest Support Payments ("ISP")

ISP are made by the City under the terms of the Agreement, and the Additional Borrowing Agreement in the amount certified by HYIC's Treasurer as being the difference between the amount of funds available to HYIC to pay interest on its bonds and the amount of interest due on those bonds. HYIC's Treasurer informs an Accounting Manager of the amount to be paid by the City.

Payments in Lieu of Mortgage Recording Tax ("PILOMRT")

PILOMRTs are paid by developers seeking to secure financing for commercial development projects under New York City Industrial Development Agency ("IDA") mortgage recording tax exemption rules. Recipients of such exemptions are required to pay HYIC 100% of the mortgage recording tax that would otherwise be due in the absence of such exemption plus a portion of the IDA application fees. PILOMRT payments are required in each PILOT agreement entered into by the IDA.

Payments in Lieu of Real Estate Tax ("PILOT")

PILOTs are paid by property owners under agreements entered between developers, IDA, and the City. PILOTs are billed, collected and monitored by the New York City Department of Finance ("DOF") PILOT unit. Bills are calculated semi-annually by DOF prior to the due date and a "Notice of Calculation" is sent to the Developer/property owner, HYIC, and OMB task force. Invoices are remitted to the Developer/property owner and payments are confirmed by DOF and HYIC's Trustee.

DIB, TEP, ISP, PILOMRT, and PILOT payments are received via wire transfers made to HYIC. HYIC Accounting Staff notifies HYIC's Trustee Bank of the expected wires. Once the wires are received, the Accounting Staff verifies that the amount wired to the Trustee corresponds with the source documents received from the New York City Department of City Planning, DOF and OMB, and verifies that the funds were deposited into the correct bank account.

The Accounting Staff then does the following: (a) prepares a letter instructing the Trustee to transfer the funds received to the appropriate account in accordance with the terms of the Second Indenture, as amended and supplemented; and (b) sends investing instructions approved by the HYIC Treasurer or his designee to the Trustee, as discussed in the *Investments* section of this Manual.

Investment Income

Investment Income derives from HYIC's holdings in various accounts. All investments are made within the constraints imposed by the Second Indenture, as amended and supplemented, and HYIC's Investment Guidelines. Investments, as defined in the Second Indenture are done in coordination with the Treasurer. The executions of investments are monitored by Accounting Staff. The Accounting Unit reviews monthly any maturities coming due and notifies the Treasurer and/or Treasurer's staff to ensure that funds are fully invested.

See the *Investments* section of this Manual for discussion of internal control procedures over the making of investments.

Miscellaneous Cash Receipts

HYIC may receive cash from sources other than the ones listed previously. These receipts may come as check receipts or wire/ACH receipts.

1. **Check Receipts**

   When a check is received, receipt is recorded in the Check Control Log by the Accounting Staff responsible for the log, detailing the date, amount, payer, and other relevant information. The Accounting Staff gives the check to an Accounting Manager, who in turn gives the check to the appropriate Accounting Staff to research the reason for the receipt and to determine the proper accounting for the receipt. Any checks received by OMB, HYDC, or another department of HYIC are delivered to the Accounting Staff responsible for the Check Control Log. The Accounting Staff follows the same procedures detailed above for recording the check. Checks are endorsed immediately and secured in a locked area until deposit.

   As the Trustee does not have any proximate retail banking units, checks are mailed to the Trustee along with a letter prepared by the Accounting Staff and signed by an Accounting Manager. The letter details the amount, payer of the check, and bank account for deposit. In the rare case of an unusually large dollar value check that is known in advance of receipt, such check may be directed to the Trustee's lockbox for direct deposit.

   The letter and any supporting documentation are filed and a journal entry recording the cash receipt is made in the Accounting System. At month end, an Accounting Manager confirms that the deposit is reflected in the bank statement and in the Accounting System.

2. Wire/ACH Receipts

When a miscellaneous wire/ACH is received, the Accounting Staff researches the reason for the receipt to determine the proper accounting for the receipt. Once a determination is made, a journal entry recording the cash receipt is made in the Accounting System.

DISBURSEMENTS

Debt Service Payments

Interest on the 2017A Bonds, 2017B Bonds and 2022A Bonds (collectively, the "Fixed Rate Bonds") are payable semiannually on February 15 and August 15 from funds held in the Second Indenture Debt Service Funds by the Trustee as specified in their respective Supplemental Indentures. Principal is due as bonds are scheduled to mature or upon due dates of Sinking Fund Installments. Interest is due on the Term Loan on the first of each month from funds held in a subaccount of the Surplus Fund held pursuant to the Third Supplemental Indenture (discussed under "Surplus Fund"). The principal drawn under the Term Loan is due to be repaid, refinanced, or renegotiated by June 30, 2027.

The Accounting Staff compares the debt service invoice from the Trustee bank for Fixed Rate Bonds to the debt service interest schedule prepared by HYIC's Treasurer's Office to verify that the correct interest and principal amounts are paid. Payments are made on the due dates from funds held in the appropriate Debt Service Funds by the Trustee. For interest due under the Term Loan, the Treasurer's Office and the Accounting Staff compare the invoice from the lender to debt service models maintained by the Treasurer's Office. Any discrepancies are resolved prior to payment. The Trustee has a standing letter of instruction to make payment of the interest once the amount is reconciled among HYIC and the lender extending the Term Loan.

All payments by the Trustee bank are confirmed the following day by the Accounting Staff by reviewing the account information online. The Accounting Staff also verifies the accuracy of the transactions when reviewing the monthly Trustee bank account statements preparing journal entries. Journal entries to record debt service payments are prepared by the Accounting Staff as part of the monthly journal entry preparation process (as discussed in the *Journal Entries* section of this Manual).

Payment for Phase II Costs

HYDC periodically sends payment requisitions ("Requisitions"), which are signed by HYDC General Counsel approving the payment amounts and the payees, to HYIC for Phase II costs. These costs include:

A. **Design and Construction Costs**

B. **Property Condemnation/Acquisition Costs**. Property condemnation/acquisition transactions are negotiated by HYDC and the Law Department. HYDC submits memos to the OMB Deputy Director for approval of the economic terms. Once the OMB Deputy Director's approval is obtained, outside counsel or the City Law Department drafts the agreements. The agreements are reviewed by the City Law Department and their forms approved by the Corporation Counsel before being executed by the Deputy Mayor for Economic Development on behalf of the Mayor.

C. **HYDC Expenses**

Requisitions are first reviewed and approved by the OMB Economic Development Unit. Upon receipt of the Economic Development Unit's approval, an Accounting Staff checks the requisition received from HYDC against the agreements (where applicable) to verify that the payee and amount are correct, performs a check of mathematical accuracy, verifies that all applicable approvals are documented, and in accordance with the project budget.

After the review and after any discrepancies are resolved, an Accounting Staff prepares a Project Cost Requisition, as defined in the Agreement, that complies with the Second Indenture Exhibit A. The Project Cost Requisition identifies the name of each payee, the stated purpose for the payment, the dollar amount and the account from which payment is to be made. The Project Cost Requisition is signed by two HYIC authorized officers. The signed Project Cost Requisition is then emailed to the Trustee along with payee payment instruction authorizing the Trustee to make payment.

A schedule is kept by Accounting Staff for all disbursements along with the Federal Funds wire number and date of payment. All wire transfers made by the Trustee bank are confirmed by Accounting Staff the following day by reviewing the account information online.

Project payments are recorded in the Accounting System as Purchase

Non-Project Vendor Payments

All invoices are routed for review and approval to the HYIC officer/manager (or his or her designee) with the most direct knowledge of and/or responsibility for the goods or services for which payment is to be made. In addition to checking for mathematical accuracy of all invoices, when applicable, the reviewer compares the invoices to the orders, reviews the receiving reports or contracts for the correct pricing of goods and services, and verifies that no sales tax is included in the invoices.

After the invoices are reviewed and posted, it is entered by the Accounting Staff into the HYIC's Accounting System. A digital copy of the invoice is also attached in the

Accounting System. To release and post invoices in the Accounting System, the system requires the Accounting Staff request approval from an Accounting Manager. After approving and releasing the invoices, the Accounting Staff posts the invoices.

After the invoices are reviewed and posted, the Accounting Staff either prepares a wire payment instruction letter directing the Trustee to wire money from the HYIC's bank accounts to the vendors or pays the invoices using the company purchasing card administered by the New York City Municipal Water Finance Authority.

1. **Wire Payments**

   Payment instruction letters are for wire payments and must contain the amount of the wire payment, the payment date, and the account numbers from and to which the money will be wired. The letter must be signed by two HYIC authorized signers. The payment instruction letters and approved invoices are emailed to the Trustee for payment. The Accounting Staff confirms the following business day by reviewing the account information online.

   In the case of commitment fees due to the bank for the Term Loan, the Treasurer's Office and Accounting Staff will compare the invoice from the lender to debt service models maintained by the Treasurer's Office. Any discrepancies among the computations are resolved prior to payment. The Trustee has a standing letter of instruction to make payment of the commitment fees once the amount is reconciled among HYIC and the bank extending the Term Loan.

2. **Purchasing Card Payments**

   Vendor invoices may be paid using the New York City Municipal Water Finance Authority ("NYW") purchasing card if other forms of electronic payment are not readily available. All uses of the NYW purchasing card require requestors to submit to the Accounting Managers a completed *Purchasing Card Expense Authorization Form* along with any required documentation. The form must be approved by the requestor's supervisor who must also be an officer of HYIC. If the requestor's supervisor is not an officer of HYIC, approval must be obtained from an officer who does not report to the requestor. Payments above $1,000 require a secondary approval from the President, Treasurer, or Secretary. Receipts must be sent to the Accounting Unit immediately after purchase or as soon as receipts are available. HYIC will reimburse NYW for these purchases as part of the annual overhead allocation (see the *Overhead Allocation* section of this manual).

In parallel with or following all payments, the Accounting Staff enters payment journals in the Corporation's Accounting System to record the payments and close previously entered and approved invoices. Payment journals must be approved by an Accounting Manager before they can be posted to the Accounting System.

Supporting documentation must be electronically attached to the invoice records and payment journals in the Accounting System. For invoice records, at a minimum, the approved invoice should be attached. For payment journals, digital copies of wire confirmations from the Trustee and payment instruction letters should be attached to the payment journals.

1099 Preparation and Issuance

All payees, for both project costs and other vendor payments, must complete and sign an IRS Form W-9 (or its equivalent) and send it to the Accounting Unit before payment can be made. This is used to determine if any Forms 1099 must be issued to the payee for payments from HYIC made during each calendar year. Forms 1099 are required to be distributed annually for payments made during each calendar year.

Starting with calendar year 2023 reporting, HYIC is required to submit Forms 1099 electronically to the IRS. Recipient (payee) copies of Forms 1099 may continue to be mailed to recipients or transmitted electronically with the recipients' permission.

There are four types of 1099 Forms commonly issued by HYIC:

(1) Form 1099-MISC is used to report gross proceeds paid to attorneys, payments to landlords for rent, and payments to tenants for surrendering of premises;

(2) Form 1099-NEC is used to report payments for services performed by non-employees;

(3) Form 1099-INT is used to report all interest paid; and

(4) Form 1099-S is used to report proceeds from real estate transactions (including acquisition/condemnation via eminent domain.

To prepare the Forms 1099, the Accounting Staff compiles a schedule showing all payments from January 1st to December 31st of the year, by category, from the payment schedule for all disbursements along with supplementary information received from HYDC.

The Accounting Staff then enters the disbursement information for each vendor and form type into the IRS Information Return Intake System ("IRIS"). PDFs of each Form 1099 are then generated by the IRIS system for each vendor and form type. Prior to mailing to recipients, the Forms 1099 are checked by the Accounting Staff for accuracy before being submitted to an Accounting Manager for review.

While deadlines to distribute Forms 1099 to recipients and e-filing with the IRS depends on the form type, most of HYIC's Forms 1099 (specifically, Forms 1099-NEC) are due to recipients by January 31st. Similarly, e-filing with the IRS is also generally due by January 31st.

Surplus Fund

The Second Indenture established a Surplus Fund. All monies available after corporate expenses and debt service on Fixed Rate Bonds have been funded in a given fiscal year are transferred to the Surplus Fund. Within the Surplus Fund, there are established the Facility Debt Service Subaccount and the Facility Other Obligations Subaccount to provide for the funding of interest and commitment fees on the Term Loan. Application of such monies in the Surplus Fund are directed by Officer's Certificate for a permitted use under the Supplemental Indentures. Wire payment instruction letters are prepared by the Accounting Staff, signed by two HYIC authorized signers, and emailed to the Trustee.

In addition to preparing an Officer's Certificate and payment instruction letters, prior to transferring surplus funds to the City, the Accounting Unit confirms with OMB and DOF the City's bank account information and the revenue structure the funds should be applied to in the City's Financial Management System.

Internal Funds Transfers

Instruction letters for wire transfers among HYIC's bank accounts are signed by one authorized signer. The signed letters are emailed to the Trustee and copies are kept with the monthly bank statements for review by Accounting Staff and an Accounting Manager during the monthly journal entry process (as discussed in the *Journal Entries* section of this manual).

INVESTMENTS

The universe of allowable investments for HYIC is defined in the Second Indenture, as amended and supplemented. Additionally, HYIC has Investment Guidelines adopted by the Board of Directors. All investments are made within the constraints imposed by the Second Indenture, as supplemented by the Supplemental Indentures and Investment Guidelines. Based upon instructions received from the Treasurer, investment letters are prepared instructing the Trustee to invest funds on behalf of HYIC. The instruction letter for the purchase, sale or roll over of investments instructs the Trustee on how the funds are to be invested including the investment vehicle and the required maturity date of the investments. All instructions are signed by one HYIC authorized signer. The Accounting Staff then checks online the following day to confirm the accuracy of the transactions and again re-examines them when reviewing the monthly Trustee Bank account statements and preparing journal entries, as discussed in the *Journal Entries* section of this Manual.

FINANCIAL ACCOUNTING AND REPORTING

The recording of HYIC's financial transactions into HYIC's Accounting System is through purchase invoices and payment journals for project and non-project vendor payments and through journal entries for all other transactions.

Recording of Bond Issuance Costs

Bond Issuance Costs may either be paid directly from the bond proceeds at the time of the closing of the bond issuance or paid at a later date through the invoice process. For payments made at the closing, closing documents are forwarded to the Accounting Unit for recording in the Accounting System as part of the recording of the bond issuance. Payments requested by invoice are processed as discussed in the *Vendor Payments* section of this Manual.

Journal Entries

Journal entries are prepared by the Accounting Staff to record all transactions, other than project and non-project vendor payments, as part of the monthly journal entry preparation process.

Each month, the Accounting Staff reconciles the Trustee bank account statements and verifies that all transactions reported were made in accordance with HYIC instruction letters for transfers between accounts, investment of funds, and disbursements. Any discrepancies are immediately investigated and resolved with the Trustee. Activity in each account is summarized by the Accounting Staff and the summaries are used to prepare journal entries for the month.

The entries are reviewed by an Accounting Manager who approves and signs the journal entries. The Accounting Staff then enters the journal entries into the Accounting System. To post the journal entries in the Accounting System, the system requires Accounting Staff request approval from an Accounting Manager. After approving the entries, the Accounting Staff posts the journal entries and verifies that they were posted accurately in the general ledger and subledgers, as applicable. If adjusting journal entries are required, they are reviewed and approved by an Accounting Manager.

After posting, the new trial balance is reviewed by the Accounting Staff to verify that the amounts agree with the transaction summaries and bank statements used to prepare the journal entries.

Fiscal Year-End Closing and Financial Reporting

Shortly after fiscal year-end, the Comptroller requests that the Secretary's Office and the Treasurer's Office contact all vendors and service providers and obtain invoices for goods and services provided through June 30th so that expenditures are accrued and reported in the proper fiscal year. The Accounting Staff also requests estimates and supporting information about amounts payable as of June 30th for Project Costs from HYDC. Additionally, all project and vendor payments made between July 1st and the conclusion of the annual audit are analyzed by the Accounting Staff for proper treatment as an expenditure of the current or prior fiscal year.

At year-end, the Accounting Staff prepares all closing schedules and analyses needed for adjusting entries, for disclosures, and for auditors, including but not limited to: amortization schedules for bond premiums and discounts, bond interest payable accruals, investment income accruals, Project Costs payable and other accrued liabilities, and deposit and investment categorization. Where required due to technical complexity, select schedules and analyses may be prepared by an Accounting Manager.

Schedules and analyses prepared by Accounting Staff are provided to an Accounting Manager along with supporting documentation for review. Schedules and analyses pertaining to deposits, investments, outstanding bonds, and debt service are provided to HYIC's Treasurer or his or her designee in draft form for review.

Adjusting journal entries are prepared, reviewed, approved, and posted under the same process as monthly journal entries (see the *Journal Entries* section of this Manual).

The adjusted trial balance is reviewed by the Accounting Staff to verify balances and then exported into an Excel file for preparation of financial statements. Draft financial statements, notes and, management's discussion and analysis are prepared jointly by Accounting Staff and an Accounting Manager for review by other members of HYIC's management and independent auditors.

After the conclusion of the independent audit, adjusting journal entries needed are prepared by the Accounting Staff and reviewed by an Accounting Manager, who approves and signs prior to entry into the Accounting System. Before running the general ledger close process in the Accounting System, a final trial balance is run, and the Accounting Staff verifies that all balances agree to the audited financial statements. This final trial balance is approved by an Accounting Manager and retained in the fiscal year-end files.

An Accounting Manager instructs the Accounting Staff to close the fiscal year, which is automatically done by the Accounting System when the close process is run. The system will automatically produce "closing entries" which must be retained in the year-end files. After the closing entries have been generated, reviewed, approved, and posted, the Accounting Staff reviews the trial balance after the close to and verifies that the assets, liabilities, and fund balances (net assets) have been properly updated.

All trial balances, workpapers, journal entries. and supporting documentation are centrally filed for access by the external auditors. See the *Records Retention* section of this Manual.

OTHER CONTROL MEASURES

Bank Accounts

The opening of HYIC bank accounts is approved by an officer of HYIC in accordance with the Second Indenture, as amended and supplemented. When a new bank account is needed, the Treasurer, Comptroller, or their respective designee will send an e-mail request to the Trustee, along with supporting documentation requested by the Trustee. After opening the new account, the Trustee will confirm the number and name of the account via e-mail to the Treasurer and the Accounting Staff. Subsequently, the Accounting Staff will add the new account to the bank account schedule.

All unneeded bank accounts are closed immediately by a letter to the bank, signed by one HYIC officer.

Incumbency Certificates

Every time there is a change of an officer for HYIC, a new Incumbency Certificate is prepared showing the current officers. The Incumbency Certificate is signed by the Secretary of HYIC and the original is sent to the Trustee. Similarly, new authorized signatory documents are prepared, signed, approved, and forwarded to the Trustee bank.

Computer Equipment and System Usage

HYIC personnel follow the current policies and guidelines of OMB. Staff are required to familiarize themselves with these policies and guidelines.

Overhead Allocation

HYIC has entered into an Administrative Services Agreement with OMB and other financing entities, at the direction of the Board, which specifies how shared personal service and other than personal service costs are allocated among the entities. The overhead allocation is calculated by the Accounting Unit, with assistance and information provided by OMB as needed. Staff are required to familiarize themselves with this agreement.

Inventory

HYIC does not own any capital assets or equipment. All equipment is owned, maintained, and monitored by OMB. HYIC personnel follow the current policies and guidelines of OMB. Staff are required to familiarize themselves with these policies and guidelines.

Procurement

The Board of Directors has adopted a Policy on the Procurement of Goods and Service (the “Procurement Policy”). Staff are required to familiarize themselves with this policy. Any changes in the Procurement Policy, as adopted by the Board, are disseminated to staff by the Secretary’s Office.

Travel and Business Expense Reimbursement

The Board of Directors has adopted a Policy on Travel Allowance ("Travel Policy") and a Policy on Salary, Compensation, Reimbursements, Time and Attendance ("Reimbursement Policy"). Staff are required to familiarize themselves with these policies. All internal controls detailed above under —*Non-Project Vendor Payments* section will be followed in the issuance of a reimbursements to employees. Any changes in the Travel Policy or Reimbursement Policy, as adopted by the Board, are disseminated to staff by the Secretary's Office.

Personal and Real Property

The Board of Directors has adopted a Policy on the Disposition of Personal Property ("Personal Property Policy") and a Policy on the Acquisition and Disposition of Real Property ("Real Property Policy" and together with the Personal Property Policy, the "Property Policies"). Staff are required to familiarize themselves with the Property Policies. Any changes in the Property Policies, as adopted by the Board, are disseminated to staff by the Secretary's Office.

Records Retention

Documents supporting HYIC transactions recorded in the Accounting System and information on the opening and closing of all bank accounts are maintained and available for audit by various entities (e.g., independent auditors, State and City auditors, IRS). The support may be maintained in either paper or electronic form.

Procurement records pertaining to contracts and all procurements other than Small Purchases (as defined by the Procurement Policy) are maintained by HYIC's contracting officer or the Secretary's Office.

Calculations of allocated costs (management fees, rent, and overhead costs incurred by OMB and bond financing entities) are maintained by the Accounting Unit.

Hudson Yards Infrastructure Corporation

May 19, 2026

Audit Plan Presentation

EFPR Group, CPAs, PLLC

716.634.0700| EFPRgroup.com

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Scope of Services

EFPR Group will perform the services below for the year ended June 30, 2026:

Attest Services

- Perform the annual audit of the financial statements in accordance with Generally Accepted Auditing Standards.
    - Issue Independent Auditors' Report.
    - Issue Independent Auditors' Report on Investment Compliance.
- Apply certain limited procedures to supplementary information required by the Governmental Accounting Standards Board to the following:
    - Management's Discussion and Analysis

Management Letter

Preparation of management letter containing comments and recommendations with respect to accounting and administrative controls and efficiencies along with internal controls.

Meetings

Meet with management and the Board of Directors to present reports, as requested.

Engagement Team Management

Douglas Zimmerman, CPA, Partner
DZimmerman@EFPRAdvisory.com
716-204-5704

Brent Jensen, CPA, Partner
BJensen@EFPRAdvisory.com
716-204-5749

Hiral Patel, CPA, Manager
hpatel@EFPRAdvisory.com
716-204-5770

Eric Schafer, CPA, Senior
Eschafer@EFPRAdvisory.com
716-204-5730

Management's Responsibilities

Management is responsible, with the oversight of the Board of Directors for the financial statements and disclosures in conformity with accounting principles generally accepted in the United States of America (GAAP). Management's responsibilities also include the following:

- Establish and maintain effective internal control over financial reporting and proper accounting records.
- Identify and ensure compliance with relevant laws and regulations.
- Safeguard the Corporation's assets.
- Select appropriate accounting principles.
- Use reasonable judgments and accounting estimates.
- Make all financial records and related information available to EFPR Group.
- If applicable, record material audit adjustments and affirm to EFPR Group that the impact of any uncorrected misstatements is immaterial to the financial statements taken as a whole.
- Provide EFPR Group with a letter confirming representations made during the audit.

Relating to non-attest services, management needs to assume responsibility for:

- Evaluating the adequacy and results of the services performed.
- Accepting responsibility for the results of the services and providing an acknowledgement in writing in regard to their responsibilities. Acknowledgement to include the following:
  - Objectives of the engagement
  - Services to be performed
  - Client's acceptance of its responsibilities
  - Firm's responsibilities
  - Any limitations of the engagement

Engagement Objectives

Our objectives with respect to the audit of the Corporation's financial statements are summarized below:

- Plan and perform an audit to obtain reasonable assurance about whether the financial statements are free of material misstatements, whether caused by error or fraud. An audit does not provide absolute assurance relative to or any guarantee of the accuracy of the financial statements and is subject to the inherent risk that errors or fraud, if they exist, may not be detected.
- Provide an overview of the overall audit strategy, timing of the audit and significant risks identified.
- Inquire of the Board of Directors and management about risks of material misstatement, including fraud risks, and whether they are aware of other matters that may be relevant to the audit such as violations or possible violations of laws or regulations and complaints or concerns raised regarding accounting or auditing matters.
- Obtain a sufficient understanding of the Corporation's internal control over financial reporting to plan the audit of the financial statements. However, such understanding is required for the purpose of determining our audit procedures and not to provide any assurance concerning such internal control over financial reporting.
- As part of obtaining reasonable assurance about whether the Corporation's financial statements are free of material misstatement, we will perform tests of its compliance with certain provisions of laws, regulation, contracts, and grants. However, providing an opinion on compliance with the provisions is not an objective of our audit.
- Communicate our responsibilities in relation to the audit and establish an understanding of the terms of the engagement, including providing you with engagement letters.
- Communicate with management and the Board of Directors regarding significant deficiencies and material weaknesses identified during our audit and other timely observations that are significant and relevant to the financial reporting process.
- Work with management toward timely issuance of the Financial Statements.
- Maintain our independence with respect to the Corporation.

Audit Approach – Planned Scope

Overall, our audit strategy is to focus on higher risk areas of material misstatement (whether due to error or fraud) and other areas of concern for management and the Board of Directors

Our audit strategy includes consideration of:

- Prior year audit results along with planning results, including discussions with management regarding the Corporation's operations, business activities, and risks.
- Inherent risk within the Corporation (i.e., the susceptibility of the financial statements to material error or fraud) before recognizing the effectiveness of the control systems.
- A continual assessment of materiality thresholds based upon qualitative and quantitative factors affecting the Corporation.
- Changes in Corporation's staffing levels, particularly those involved in the financial activities of the Corporation.
- Recent developments within the industry, regulatory environment, and general economic conditions.
- Recently issued and effective accounting and financial reporting guidance.
- The Corporation's significant and critical accounting policies and procedures, including those requiring significant management judgments and estimates and those related to significant unusual transactions.
- The control environment, risk management and monitoring processes, and the possibility that the control systems and procedures may fail to prevent or detect a material error or fraud. We will place reliance on internal controls, where applicable, in determining the degree of detailed substantive testing required.
- Information about systems and the computer environment in which financial records and related systems operate.

Audit Approach – Planned Scope

Based upon our initial assessment, our audit will entail a combination of testing controls for reliance and substantive testing. The preliminary primary areas of focus in our overall audit strategy include:

- Cash and Cash Equivalents
- Investments
- Accounts Receivables
- Revenue Recognition
    - Payments in lieu of taxes
    - Reimbursement of interest payments
    - Income from investments
- Accounts Payable and Accrued Expenses
- Debt & Debt Service Expenditures
    - Long-term debt, refinancing activities & commitments
- Net Position/Fund Balance, including reserves
- Fraud Risks (always considered)
- Internal Control over Financial Reporting (always considered)
- Internal Control over Compliance (always considered)

Overall Audit Approach

Upon completion of our risk assessment a determination will be made by each significant audit area as to the best approach to mitigate the risks identified and to substantiate the balances of the accounts. The following represents the various procedures that we will consider in performing and completing the audit and rendering our opinion:

Approach:

- Determining, where applicable, whether previous audit evidence can be used (including how it can be updated for the current audit).
- Understand and test effectiveness of the control environment.
- Setting the test objectives (what assertions are to be tested and why).
- Identifying whether the use of experts/specialists is required.
- Identifying when to address the risk (interim and year-end).
- Specifying the type of testing for areas with normal risk and those with significant risk – i.e. whether substantive testing alone or a combination of substantive and controls testing is required.
- In designing audit work program steps to respond to normal risk, it is important to remember that controls testing need only be performed when our substantive work depends on, or assumes, the operating effectiveness of that doesn't provide sufficient appropriate audit evidence.
- In areas of significant risks, we will include substantive procedures to specifically respond to those risks. These may include both test of details and substantive analytical procedures.
- Irrespective of the risk assessment, all material classes of transactions, account balances and disclosures require a level of substantive testing to be performed and will be performed.
- Types of substantive testing to be utilized:
    - Inquiry and analytical procedures
    - Tests of transactions & tests of balances - gather evidence of the validity of the accounting treatment of transactions and balances. They are designed to identify errors and irregularities. Statistical sampling will be used in determining the accuracy of financial statement numbers.
- Determining the extent of reliance on the test results.
- Specifying additional audit procedures to be followed if the testing identifies issues/problems.
- Review any significant unusual transactions.
- Exercise professional skepticism.

We will communicate to management and the Board of Directors, in a timely manner, any significant changes to the planned audit strategy or the significant risks initially identified that may occur during the audit to the results of audit procedures or in response to external factors.

Overall Audit Timeline

The following represents our anticipated schedule with regard to our audit of the annual financial statements of the Corporation:

	April	June	Jul	Aug	Sep
Meet with Board of Directors – Pre-Audit	✓				
Develop Audit Strategy, and Determine Nature and Scope of Testing		✓	✓	✓	
Risk Assessment, Internal Control Discussions		✓	✓	✓	
Audit Test work (Virtual)				✓	
Financial Statement Review & Wrap				✓	✓
Meeting with Audit Board of Directors – Post Audit					✓
Release Final Financial Statements & Internal Control Letter					✓
Periodic Meetings and Discussions With Management		✓	✓	✓	✓

Updated or New Accounting and Reporting Standards

GASB Statement No. 103 Financial Reporting Model Improvements	The requirements of this Statement will improve key components of the financial reporting model to enhance its effectiveness in providing information that is essential for decision making and assessing a government's accountability. ***Effective for the Corporation's year end June 30, 2026***
GASB Statement No. 104 Disclosure of Certain Capital Assets	This Statement requires certain types of assets to be disclosed separately from other classes of capital assets within the capital assets note disclosures already required. ***Effective for the Corporation's year end June 30, 2026***
GASB Statement No. 105 Subsequent Events	The requirements of this Statement is to improve the financial reporting requirements for subsequent events, thereby enhancing consistency in their application and better meeting the information needs of financial statement users. ***Effective for the Corporation's year end June 30, 2027***

HUDSON YARDS INFRASTRUCTURE CORPORATION

Governance Committee Meeting

May 19, 2025

Agenda

1. Resolution: Approval of Minutes of Meeting of September 22, 2025

2. Resolution: Review and Approval of the Corporation’s Policy on the Procurement of Goods & Services

HUDSON YARDS INFRASTRUCTURE CORPORATION

Governance Committee Meeting

May 19, 2026

Approval of Minutes

WHEREAS, the Governance Committee has reviewed the minutes of the previous meeting of the Governance Committee held on September 22, 2025; it is therefore

RESOLVED, that the minutes of the Governance Committee meeting of September 22, 2025 are hereby approved.

MINUTES OF THE MEETING OF

THE GOVERNANCE COMMITTEE OF

HUDSON YARDS INFRASTRUCTURE CORPORATION

September 22, 2025

A meeting of the Governance Committee (the "Committee") of the Hudson Yards Infrastructure Corporation (the "Corporation") was held on September 22, 2025 at approximately 2:12 p.m., conducted at 255 Greenwich Street, Room 6M4, New York, New York.

The following members of the Committee 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 Michael Stern;

Adrienne Adams, Speaker of the City Council, represented by Hector German;

Adolfo Carrion, Jr., Deputy Mayor of Economic and Workforce Development, represented by Nate Bliss; and

Jeffrey Roth, Deputy Mayor for Operations, represented by Ya-Ting Liu; constituting a quorum of the Committee.

Daniel Rabbani 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, who joined in-person and remotely.

The meeting was called to order by Mr. Stern, Chairperson of the Committee.

Approval of Minutes of Meeting of May 12, 2025

The first item on the agenda was the approval of the minutes of the meeting of the Committee which occurred on May 12, 2025. There was no discussion, and upon unanimous vote, the following resolution to adopt such minutes was duly approved:

WHEREAS, the Governance Committee has reviewed the minutes of the previous meeting of the Governance Committee held on May 12, 2025; it is therefore

RESOLVED, that the minutes of the Governance Committee meeting of May 12, 2025 are hereby approved.

Resolution: Self-evaluation and discussion of presentation to Board of Directors

The second item on the agenda was the self-evaluation of the Committee and a resolution which would authorize the presentation of the self-evaluation to the Board of Directors. Section III(g) of the Governance Committee Charter requires the Governance Committee conduct a self-evaluation of its functions annually. Mr. Stern explained that a report of the Committee's actions taken in the past fiscal year was included in today's folders. He further noted that the proposed resolution expresses the Committee's opinion that it is functioning in a satisfactory manner consistent with its Charter and authorizes the Chair of the Committee to present the result of this self-evaluation to the Board. Mr. Stern asked if there were there any questions or comments and there was no further discussion. No further discussion was held and upon unanimous vote, the following resolution was adopted:

WHEREAS, Section III(g) of the Governance Committee Charter requires the Governance Committee to conduct an annual self-evaluation of its functions; and

WHEREAS, the Governance Committee finds its functioning and performance to be satisfactory, effective, and in compliance with the Governance Committee Charter; it is therefore

RESOLVED, that the Governance Committee finds its functioning to be satisfactory and the Chair of the Governance Committee shall present the Committee's findings to the Board of Directors of the Hudson Yards Infrastructure Corporation.

Review of compensation and benefits

The third and final item on the agenda was a review of the Corporation's compensation and benefits expenses. Mr. Stern stated that Section III(i) of the Governance Committee Charter requires the Governance Committee to annually review this information. The information provided states that the Corporation has no employees and describes the total compensation that the Corporation reimburses to other entities for personal services provided to the Corporation. Mr. Stern noted that this was a review item only, and no vote was taken. There was no further discussion.

Adjournment

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

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SECRETARY

HUDSON YARDS INFRASCTURE CORPORATION

Governance Committee Meeting

May 19, 2026

Approval of Policy on the Procurement of Goods and Services

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;

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;

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.

HUDSON YARDS INFRASTRUCTURE CORPORATION
POLICY ON THE PROCUREMENT OF GOODS AND SERVICES

Adopted October 12, 2006
Amended April 24, 2009, September 22, 2010, September 27, 2012 and April 27, 2018

I. INTRODUCTION

In accordance with the requirements of Section 2824(1)(e) of the Public Authorities Law, the following comprehensive guidelines ("Guidelines") set forth the Hudson Yards Infrastructure Corporation's (the "Corporation's") operative policy and instructions regarding the procurement of goods and services. It is the policy of the Corporation to encourage participation by minority and women-owned business enterprises in providing goods and services to the Corporation

II. SELECTION CRITERIA FOR CONTRACTS FOR GOODS AND SERVICES

1. Goods and Services Costing Less Than $20,000

   For procurements of goods and services the value of which is less than $20,000 in any single fiscal year, no competition is required except that in making purchases below this limit, the Corporation staff shall ensure that the price is reasonable. Documentation of such purchases shall identify the contractor the item was purchased from, the item purchased, and the amount paid. Contracts for goods and services the value of which is less than $20,000 in any single fiscal year shall not require approval of the Board of Directors of the Corporation.

2. All Other Goods and Services

   Contracts for goods and services the value of which is $20,000 or more in any single fiscal year are to be awarded on a competitive basis to the maximum extent possible, in accordance with the general procedures set forth below.

3. Proposals or Bids may be solicited as follows:

   i. **Requests for Proposals**: Where practicable, written requests for proposals ("RFPs") shall be issued by the Corporation. RFPs shall set forth the nature of the goods or services the Corporation is seeking to procure, including specifications where applicable or available, and shall solicit proposed prices, fees, charges or billing rates, where appropriate. RFPs shall contain such other information and shall request from proposers such other information as the Corporation may deem necessary or desirable. RFPs shall be advertised in at least one appropriate periodical.

ii. **Telephone or letter solicitation**: Proposals may be solicited from contractors by letter or telephone, where the Contracting Officer determines that the issuance of an RFP is impracticable or unnecessary. Where practicable, proposals should be solicited from at least three contractors.

4. Evaluation:

For personal services contracts, the technical merits of the proposals, the experience and capabilities of the proposing person or firm and any prior experience that Corporation staff may have had with the proposing person or firm will be significant factors in selecting the contractor, provided that the price, fees, charges, or billing rates for performing the services are reasonable and competitive in light of such experience and capabilities. The Corporation may determine not to select a person or firm where information is obtained which indicates that the person or firm is not qualified as responsive or responsible based upon such criteria as the Corporation may deem appropriate for the procurement.

5. Waiver of Selection Criteria

Notwithstanding any requirement of these Guidelines, contracts may be awarded to persons or firms on a non-competitive basis, without regard to the procedures set forth above, when the Contracting Officer of the Corporation determines that circumstances such as any of the following exist:

i. In the event an emergency or other extraordinary circumstances exist which make competition impracticable or inappropriate;

ii. Only one source for the goods or services is reasonably available;

iii. Legal services or other specialized services are required for which a certain person or firm's expertise is unique;

iv. Continuation of existing services or purchasing goods from a previous supplier firm is desirable for purposes of continuity or compatibility;

v. A person or firm has superior qualifications to perform the service or provide the goods at a cost that is determined to be fair and reasonable; or

vi. Information is obtained which indicates that persons or firms which were invited to submit proposals are not qualified, responsive or responsible based upon the appropriate criteria for the project.

vii. In the event that the City of New York (the “City”) or another governmental unit can provide or cause to be provided needed services pursuant to contracts entered into by the City or another governmental unit and the Corporation determines that it is in the best interest of the Corporation to avail itself of such opportunity.

If a contract is awarded pursuant to a waiver, the Board of Directors of the Corporation shall be notified.

HUDSON YARDS INFRASTRUCTURE CORPORATION

Board of Directors Meeting

May 19, 2026

Agenda

1. Resolution: Approval of Minutes of Meeting of December 15, 2025

2. Resolution: Approval of Budget

3. Resolution: Approval of Directors' and Officers' Insurance Policy Procurement

4. Resolution: Approval of Mission Statement and Measurement Report

5. Report of Audit Committee Chair Regarding Audit Committee's Annual Report and Self-Evaluation

HUDSON YARDS INFRASTRUCTURE CORPORATION

Board of Directors Meeting

May 19, 2026

Approval of Minutes

WHEREAS, the Board of Directors of the Hudson Yards Infrastructure Corporation (the "Corporation") has reviewed the minutes of the previous meeting of the Board of Directors held on December 15, 2025; it is therefore

RESOLVED, that the minutes of the Board of Directors meeting December 15, 2025 are hereby approved.

MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF THE HUDSON YARDS INFRASTRUCTURE CORPORATION

December 15, 2025

A meeting of the Board of Directors (the "Board") of the Hudson Yards Infrastructure Corporation (the "Corporation" or "HYIC") was held on December 15, 2025, at approximately 1:05 p.m., conducted at 255 Greenwich Street, Room 6-M4, New York, New York.

The following Board members attended, represented by their designees:

Jacques Jiha, Director of the Mayor's Office of Management and Budget for The City of New York (the "City"), represented by David Womack;

Brad Lander, Comptroller of the City (the "Comptroller"), represented by Jay Olson;

Adrienne Adams, Speaker of the City Council, represented by Emre Edev;

Adolfo Carrion, Jr., Deputy Mayor of Economic and Workforce Development, represented by Nate Bliss; and

Jeffrey Roth, Deputy Mayor for Operations, represented by Ya-Ting Liu; constituting a quorum of the Board. Chunran Zhang 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 and the State of New York, who joined in-person and remotely. 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 meeting of the Board which occurred on September 22, 2025. There being no further discussion, and upon unanimous vote, the following resolution to adopt such minutes was adopted:

WHEREAS, the Board of Directors of the Hudson Yards Infrastructure Corporation (the

"Corporation") has reviewed the minutes of the previous meeting of the Board of Directors held on September 22, 2025; it is therefore

RESOLVED, that the minutes of the Board of Directors meeting of September 22, 2025, are hereby approved.

Approval of Resolution Authorizing Advanced Planning for Financing of the Development of the Western Rail Yards

The second item on the agenda was a resolution which would authorize advanced planning for potential financing of the development of the Western Rail Yards. Mr. Womack explained that as described at the prior Board meeting, the Corporation is not permitted to finance projects in the Western Rail Yards until the PILOT Agreement amendment, described in the City Council resolution adopted on June 30, 2025, is effective. Mr. Womack noted that the Corporation desires to be prepared for such potential financing.

Additionally, Mr. Womack noted that even if the PILOT Agreement amendment is effective, the Board of Directors of the Corporation would need to authorize any future financing, including for the Western Rail Yards. Mr. Womack further explained that the resolution would authorize the staff of the Corporation to plan for the potential financing of improvements within the Western Rail Yards, including to engage in meetings with the project sponsor of the development of the Western Rail Yards and to start the procurement process to engage attorneys, underwriters, financial advisors and other consultants which may be needed to support the Corporation's potential financing of improvements within the Western Rail Yards.

Discussions then ensued, during which Mr. Olson reiterated the office of the Comptroller's support for the development of the Western Rail Yards, as previously stated before the Board. Mr. Olson explained that the office of the Comptroller had previously voted against a Corporation Board resolution, as well as a separate New York City Industrial Development Agency resolution, to extend the Hudson Yards Uniform Tax Exemption Policy to the Western Rail Yard. Mr. Olson noted that, due to uncertainties regarding project costs and revenues, the office of the Comptroller believed that the previous resolutions were and remain premature. However, Mr. Olson stated that the office of the Comptroller would be voting in favor of the current resolution, which directs the Corporation to perform diligence on the project. Mr. Olson emphasized the importance of determining that project revenues cover costs and reaffirmed the Comptroller's Office's commitment to working with stakeholders to maximize public benefits and minimize public costs related to the project.

Mr. Emre then inquired whether the resolution would authorize any actions not already within the Corporation's authority, to which Mr. Womack responded in the negative.

There being no further discussion, the below resolution was adopted by majority vote, with Ms. Liu, Mr. Bliss, Mr. Olson, and Mr. Womack voting in favor of the resolution, and Mr. Edev voting to abstain.

WHEREAS, the Hudson Yards Infrastructure Corporation (the "Corporation") is a local development corporation established by the City of New York in 2005 under the Not-For-Profit Corporation Law of the State of New York to finance and facilitate infrastructure improvements in the Hudson Yards Financing District; and

WHEREAS, the Corporation's corporate purpose is to act in the public interest through the financing of, and other assistance relating to, development and redevelopment activities within the Hudson Yards Redevelopment Area (the "HYRA") and the Corporation's revenues from these activities within the HYRA now exceed the Corporation's costs, resulting in a surplus (the "Surplus Revenues"); and

WHEREAS, the Corporation desires to authorize action to advance the planning, design, financing, construction, equipping, and improvement of infrastructure and related public improvements in and to support the Western Rail Yard parcel, located between West 30th and West 33rd Streets, and 11th and 12th Avenues in Manhattan (the "WRY"), which subject to the condition that the developer of the WRY will enter into the necessary agreements with the City or an entity designated by the City to deliver the construction of a platform above the WRY, which will enable or facilitate the following public benefits (the "WRY Public Benefits"):

- New Housing – development of over six hundred and twenty-five (625) permanently designated affordable housing units and up to 4,000 total primarily rental housing units on the WRY;
- Preserved Housing – preservation of affordability for 139 existing residential units at 529 West 29th Street on a permanent basis;
- New Public Open Space –over six (6) acres of new open space on the WRY linking to the existing west side park infrastructure, including Bella Abzug Park, the High Line and Hudson River Park;
- New Public School – providing a building site within the WRY and building a new approximately 120,000 square foot public school to be funded by either Surplus Revenues or financed by the City or a City designated entity to be delivered if requested by the School Construction Authority serving over seven hundred fifty (750) kindergarten through eighth (8th) grade students and families;
- Cultural Facility Space – a minimum of 16,000 gross square feet of space for local cultural institutions or other local arts not-for-profits;
- Day Care Space – 10,000 square feet of space for a day care center on the WRY;
- New Public Infrastructure – road and infrastructure improvements to New York City streets, including transformation of West 33rd Street west of 11th Avenue into a pedestrian-

friendly access point for the WRY as well as the Javits Center Marshalling Yard property to the north and the High Line to the west;

- MTA Facility Improvements – development of an all-weather covered railyard for the benefit of the MTA Long Island Rail Road and replacement or improvements to other rail support facilities on the WRY; and

WHEREAS, the WRY Public Benefits will create other incidental public benefits, including:

- Economic Development – the development of restaurant and retail space to serve the needs of neighborhood residents and visitors, and construction of one or more state-of-the-art office towers that will drive further investment and employment in New York City;
- Job Creation – creation of thousands of construction and operational jobs for New Yorkers; and
- Revenue Generation – the generation of tax and other direct and indirect revenue to the City that would not exist without the WRY; and

WHEREAS, the City Council of the City of New York (the "Council") and the Mayor entered into an Agreement dated October 27, 2005, (the "PILOT Agreement"), which the Council approved when it adopted Reso. No. 1214 pursuant to Local Law 73 of 2005, which permitted the Corporation to use revenues from the HYRA to finance certain improvements within the HYRA; and

WHEREAS, the Council adopted Reso. No. 960 on June 30, 2025 (the ”Resolution”), which allows for the amendment of the PILOT Agreement to expand the definition of the projects the Corporation is permitted to finance within the HYRA to include certain costs within the western railyards area of the HYRA, located between West 30th and West 33rd Streets, and 11th and 12th Avenues in Manhattan (the "Western Railyards"), with such projects including, but not limited to, a platform over the Western Railyards, approximately 6 acres of open space in the Western Railyards and a 120,000 square foot k-8 public school with approximately 750 seats) (the "WRY Projects"); and

WHEREAS, pursuant to the Resolution, the amendment to the PILOT Agreement shall not be effective until the amended PILOT Agreement is approved by the Mayor and certain other actions as outlined in the Resolution occur, including a determination from the Board of Directors of the Corporation that the projected revenues generated from the development of the Western Railyards will be available and sufficient to pay projected debt service on future HYIC borrowing related to the WRY Project (not including the debt service costs associated with the school), which actions are still pending; and

WHEREAS, the Corporation desires to be prepared to advance financing of certain improvements to deliver the WRY Public Benefits, including where necessary, with potential credit support from Surplus Revenues, within the Western Railyards if the Mayor approves the Amendment to the PILOT Agreement and the other conditions to effectiveness of the PILOT Agreement amendment are met; it is therefore

RESOLVED, that the Board of Directors of the Corporation:

(i) authorizes the staff of the Corporation to plan for the financing of improvements within the Western Railyards, including to engage in meetings with the project sponsor of the development of the Western Railyards; and

(ii) authorizes the Corporation to engage attorneys, underwriters, financial advisors and other consultants which may be needed to support the Corporation's financing of improvements within the Western Railyards, provided that the Corporation will not enter into any new contract without the consent of the Board of Directors, unless such procurement has already been approved by the Board of Directors or such approval is not required pursuant to the Corporation's Procurement Guidelines.

Report of the President

The third and final item on the agenda was a report by the President, David Womack. This was a review item only, and no vote was taken. Mr. Womack provided updates on the value engineering report, relating to Phase II of Bella Abzug Park, discussed at the last Board meeting. Mr. Womack noted that since the last meeting the external value engineering consultant has completed their report, which identified a variety of potential scope adjustments of varied scale and feasibility. Mr. Womack further noted that the Hudson Yards Development Corporation ("HYDC") has been working with the New York City Mayor's Office of Management and Budget to review the report and to identify the most viable scope changes.

Mr. Womack explained that HYDC and the Corporation will report back to their respective boards upon the completion of the scope review process. Mr. Womack noted that once the scope review is finalized and reviewed, including by the Corporation's Board, the plan is to move to final design. Mr. Womack further noted that the best estimate of project costs prior to receiving bids will be available upon completion of final design.

Adjournment

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

SECRETARY

HUDSON YARDS INFRASTRUCTURE CORPORATION

Board of Directors Meeting

May 19, 2026

Approval of Budget

WHEREAS, the Hudson Yards Infrastructure Corporation (the “Corporation”), pursuant to Section 2801(2) of the Public Authorities Law (the “PAL”), is required to submit to the Mayor, Comptroller, Speaker of the City Council and the Authorities Budget Office, at least sixty days before the commencement of its fiscal year, budget information on operations and capital construction setting forth the estimated receipts and expenditures for the next fiscal year and the current fiscal year, and the actual receipts and expenditures for the last completed fiscal year;

WHEREAS, the Corporation is also required, pursuant to the PAL, Section 2800(2)(a)(14) to submit to the Mayor, Comptroller, Speaker of the City Council and the Authorities Budget Office, at a minimum a four-year financial plan, including (i) a current and projected capital budget, and (ii) an operating budget report, including an actual versus estimated budget, with an analysis and measurement of financial and operating performance; and

WHEREAS, the Board of Directors of the Corporation has reviewed the budget information and financial plan attached hereto and found it to be satisfactory; it is therefore

RESOLVED, that the Board of Directors of the Corporation approves the budget information and financial plan as attached hereto, provided that the Corporation’s Comptroller may make non-material changes to the budget and financial plan prior to its submission.

Hudson Yards Infrastructure Corporation

FY 2027 Budget and Five-Year Plan (Cash Basis)
July 01, 2025 - June 30, 2030

($ in thousands)		Actual Unaudited FY 2025	Adopted FY 2026	Modified [1] FY 2026	Proposed FY 2027	Proposed FY 2028	Proposed FY 2029	Proposed FY 2030
Receipts:								
Operating Receipts:								
Tax Equivalency Payments (TEP)	[2]	$ 187,038	$ 203,339	$ 206,277	$ 217,782	$ 242,782	$ 267,782	$ 267,782
District Improvement Bonuses (DIBs)	[3]	-		63,698	-	-	-	-
PILOMRT	[3]	44,884		3,590	-	-	-	-
PILOT		263,107	262,728	262,728	270,669	279,219	288,040	288,040
Sub-total		**495,029**	**466,067**	**536,293**	**488,451**	**522,001**	**555,822**	**555,822**
Nonoperating Receipts:								
Investment earnings		34,411	-	15,214	-	-	-	-
Interest Support Payments (ISP)	[4]	-	-	-	-	-	-	-
Other Revenue		11	-	2,282	-	-	-	-
Other nonoperating receipts:								
Bond Proceeds		-	-	-	511,000	-	-	-
Loan Draws		18,392	48,300	54,000	33,531	-	-	-
Sub-total		**52,814**	**48,300**	**71,496**	**544,531**	**-**	**-**	**-**
Total Receipts		**547,843**	**514,367**	**607,789**	**1,032,982**	**522,001**	**555,822**	**555,822**
Disbursements:								
Project Payments	[5]	18,392	48,300	54,000	33,531	108,339	99,972	64,473
Total Uses of Proceeds		**18,392**	**48,300**	**54,000**	**33,531**	**108,339**	**99,972**	**64,473**
HYDC Operating Expenses	[6]	988	1,125	997	1,094	1,169	1,249	1,334
Sub-total		**988**	**1,125**	**997**	**1,094**	**1,169**	**1,249**	**1,334**
Debt Service:								
Loan Repayment		-	-	-	196,053	-	-	-
Cost of Issuance		-	-	-	2,000	-	-	-
Principal payments	[7]	49,090	58,555	58,555	61,495	68,845	81,981	86,143
Interest payments	[7]	116,283	117,884	114,238	117,754	133,781	130,339	126,179
Sub-total		**165,373**	**176,439**	**172,793**	**377,302**	**202,626**	**212,320**	**212,322**
Operating Expenses:								
Payments to NYC	[8]	394,000	375,000	440,000	400,000	425,000	450,000	450,000
Commitment Fee		729	586	670	-	-	-	-
Administrative		606	794	938	1,009	1,059	1,109	1,159
Sub-total		**395,335**	**376,380**	**441,608**	**401,009**	**426,059**	**451,109**	**451,159**
Total Disbursements		**580,088**	**602,244**	**669,398**	**812,937**	**738,192**	**764,650**	**729,288**
Excess (Deficiency) of Receipts over Disbursements:		**(32,245)**	**(87,877)**	**(61,609)**	**220,045**	**(216,191)**	**(208,828)**	**(173,466)**
Cash Equivalent and Investment Holdings:	[9]							
Beginning Balance		570,930	N/A	538,685	477,076	697,121	480,929	272,102
Ending Balance		$ 538,685	N/A	$ 477,076	$ 697,121	$ 480,929	$ 272,102	$ 98,636

[1] Modified FY 2026 budget includes actual amounts from July 1, 2025 through February 28, 2026, and projected March through June 2026.

[2] Fiscal year 2025 TEP receipts reflect a one-time retroactive tax benefit adjustment to past fiscal years' payments.

[3] Annual receipts of DIB & PILOMRT payments have been unpredictable and thus we have not projected such receipts for FY 2027 through FY 2030.

[4] Receipts are expected to be sufficient to fully fund debt service. As such, ISP is not expected to be required.

[5] Project Payments to finance Phase II of Hudson Park & Boulevard throughout the financial plan period are assumed to be funded by continued draws against the existing term loan through the term loan expiration of June 30, 2027 and with bond proceeds thereafter.

[6] In prior years, actual HYDC Operating Expenses were reflected in HYIC Administrative Operating Expenses. Projected HYDC Operating Expenses were not included in prior budget projections.

[7] Principal and Interest amounts projected in fiscal year 2028 through fiscal year 2030 include payments on bonds expected to be issued in fiscal year 2027 at an assumed interest rate of 6 percent.

[8] Payments to NYC in fiscal year 2025 increased by $44 million as a result of a one-time payment received during fiscal year 2025. Payments to NYC in fiscal year 2026 increased by $65 million as a result of a one-time payments received during fiscal year 2026.

[9] Cash Equivalent and Investment are included at cost.

Hudson Yards Infrastructure Corporation

FY 2027 Administrative Budget (Cash Basis)

Description	Adopted FY 2025	Actual Disbursements FY 2025	Favorable vs (Unfavorable) %	Adopted FY 2026	Actual Disbursements 7/1/25 - 2/28/26	Projected Disbursements 3/1/26 - 6/30/26	Proposed Modified FY 2026	Proposed FY 2027
Management Fees ["Salaries & Benefits"]	$ 255,000	$ 294,170	-15.36	$ 270,000	$ -	$ 465,000	$ 465,000	$ 475,000
Overhead ["Rent, Telephone etc"]	62,000	53,783	13.25	65,000	-	72,000	72,000	75,000
Audit Fees	21,000	21,000	0.00	19,000	19,000	-	19,000	19,300
Consulting Fees	50,000	-	100.00	50,000	19,213	30,787	50,000	50,000
Legal Fees	22,540	2,540	88.73	100,000	49,990	20,000	69,990	100,000
Arbitrage Rebate Calculation Fees	10,000	5,550	44.50	10,000	5,550	4,450	10,000	10,000
Trustee Fees	8,500	6,500	23.53	10,000	1,750	8,250	10,000	10,000
D&O Insurance	221,960	221,960	0.00	250,000	207,960	14,000	221,960	250,000
Rating Fees	10,000	-	100.00	10,000	-	10,000	10,000	10,000
Other Administrative	10,000	-	100.00	10,000	-	10,000	10,000	10,000
Total	**$ 671,000**	**$ 605,503**	**9.76%**	**$ 794,000**	**$ 303,463**	**$ 634,487**	**$ 937,950**	**$ 1,009,300**

HUDSON YARDS INFRASTRUCTURE CORPORATION

Board of Directors Meeting

May 19, 2026

Approval of Directors' and Officers' Insurance Policy Procurement

WHEREAS, despite their diligence and good faith, directors and officers of the Hudson Yards Infrastructure Corporation (the "Corporation") may be subject to potentially large personal financial liability in connection with the Federal securities laws or otherwise arising from their service to the Corporation;

WHEREAS, Article VI of the Bylaws of the Corporation provides that the Corporation shall indemnify each member, director and officer, to the fullest extent permitted by law; and

WHEREAS, Directors' and Officers' Liability Insurance is a prudent supplement to such indemnification; it is therefore

RESOLVED, that the Board of Directors hereby approves the procurement of Directors' and Officers' Liability Insurance policies from American International Group ("AIG"), Zurich American Insurance Company ("Zurich"), Liberty Mutual Insurance Company ("Liberty Mutual"), Aspen Insurance ("Aspen" and together with AIG, Zurich, Liberty Mutual, the "Insurers") or similarly rated insurers, through USI Insurance Services LLC as broker, providing $50,000,000 of coverage for the period from June 25, 2026 through June 24, 2027 provided that the annual premium payable by the Corporation to the Insurers, plus any brokers fee, will not exceed $300,000, and said policies shall contain such other terms and conditions not inconsistent with the foregoing which the President, Treasurer, Deputy Treasurer, Assistant Secretary or such other Officer of the Corporation shall deem necessary, desirable or appropriate and that the President, Treasurer, Deputy Treasurer, Assistant Secretary or other Officer of the Corporation shall be authorized to procure such insurance coverage.

TSASC, Inc.

Board of Directors Meeting

May 19, 2026

Approval of Mission Statement and Performance Measures and Authorization to Publish Measurement Report

WHEREAS, pursuant to Section 2800 of the Public Authorities Law (the "PAL"), the Board of Directors (the "Board") of TSASC, Inc. (the "Corporation") previously adopted a Mission Statement on October 4, 2007 and amended it on March 2, 2011 to add Performance Measures by which the Corporation could evaluate whether its policies and performance meet the stated goals of its Mission Statement, and subsequently amended the Mission Statement and Performance Measures;

WHEREAS, the Corporation is required to annually review the Mission Statement and Performance Measures and to publish a Measurement Report which utilize the Performance Measures to evaluate whether the Corporation's policies and performance meet the stated mission of the Corporation; and

WHEREAS, each Board member has read and reviewed the Mission Statement and Performance Measures, as well as the Measurement Report, understands the mission of the Corporation and the responses to the questions in the Measurement Report, and finds them to be reasonable and accurate; it is therefore

RESOLVED that Board accepts the Corporation's Mission Statement and Performance Measures as attached hereto and authorizes the completed Measurement Report to be published on the Corporation's website and submitted to the Authorities Budget Office.

HUDSON YARDS INFRASTRUCTURE CORPORATION

Mission Statement and Performance Measures

The Hudson Yards Infrastructure Corporation (the "Corporation") is a local development corporation created in 2005 by the City of New York (the "City") under the Not-For-Profit Corporation Law of the State of New York. The Corporation was created to finance certain property acquisition and infrastructure work (the "Project"), including the extension of the No. 7 subway line, as part of the development of the Hudson Yards Financing District, the approximately 45 square block area generally bounded by Seventh and Eighth Avenues on the east, West 43rd Street on the north, Eleventh and Twelfth Avenues on the west, and West 29th and 30th Streets on the south. The Corporation's bonds are secured by revenues of the Corporation, including payments in lieu of taxes, tax equivalency payments, payments in lieu of mortgage recording tax and certain developer payments collected within the Hudson Yards Financing District and certain payments from the City, including Interest Support Payments whereby the City agrees to pay the Corporation amounts needed to cover interest payments if not otherwise funded with other revenues, subject to annual appropriation. On May 30, 2017, the Corporation issued approximately $2.1 billion of refunding bonds which refinanced all of its initial $2 billion bond issue and a portion of its second bond issue under a new legal structure. This enabled the Corporation to transfer to the City in the future certain excess revenues over and above amounts needed for debt service requirements and operating expenses of Hudson Yards Development Corporation ("HYDC") and HYIC. On October 27, 2021, the Corporation issued approximately $454 million in refunding bonds to refinance the amounts remaining outstanding under its second bond issue to achieve debt service savings. Pursuant to City Council authorization, on February 8, 2019, the Corporation entered into a Term Loan Agreement whereby the Corporation could draw up to $350 million to fund additional costs of the Project, including an extension of parks from 36th street to 39th street. The Term Loan was subsequently amended, and the current commitment amount stands at $380 million.

The Corporation's mission is to promote economic development and growth on the west side of mid-town Manhattan and conduct its activities in a cost-effective and efficient manner. The Corporation works diligently and cooperatively with HYDC, the Metropolitan Transportation Authority, and the City towards completion of the Project.

The Corporation's stakeholders are its bondholders, who have purchased the Corporation's bonds and notes in reliance on the strong credit of the Corporation, and the City, which benefits from the economic development and growth on the west side of mid-town Manhattan, and projected annual payments from the Corporation's surplus.

Date Adopted: October 4, 2007 and amended on March 2, 2011, April 2, 2013, May 13, 2014, April 27, 2018, April 29, 2019, April 28, 2022, May 8, 2023, and September 22, 2025.

List of Performance Goals:

- Issue debt to support capital needs of the Project, subject to the conditions set forth in the Corporation's applicable indentures.
- Make timely payments of debt service and meet other contractual obligations
- Remit annual payments to the City from surplus revenues, as available, at the discretion of Corporation's authorized officers.
- Utilize efficient and cost-effective borrowing methods, including lowering the cost of debt through refunding and other means

Measurements:

- Does the Corporation have sufficient legal authorization to support the capital needs of the Project, subject to the conditions set forth in its indenture?
- Has the Corporation paid debt service and fulfilled its other obligations related to its outstanding debt in a timely manner?
- Has the Corporation issued debt at fair and reasonable rates relative to market conditions at the time of issuance?
- Has the Corporation complied with its continuing disclosure undertakings?

Additional questions:

1. Have the board members acknowledged that they have read and understood the mission of the Corporation?

2. Who has the power to appoint the management of the Corporation?

3. If the Board appoints management, do you have a policy you follow when appointing the management of the Corporation?

4. Briefly describe the role of the Board and the role of management in the implementation of the mission.

5. Has the Board acknowledged that they have read and understood the responses to each of these questions?

HUDSON YARDS INFRASTRUCTURE CORPORATION
<u>Measurement Report</u>

May 2026

Performance Measurements:

- Does the Corporation have sufficient legal authorization to support the capital needs of the Project, subject to the conditions set forth in its indenture?

  Yes

- Has the Corporation paid debt service and fulfilled its other obligations related to its outstanding debt in a timely manner?

  Yes

- Has the Corporation issued debt at fair and reasonable rates relative to market conditions at the time of issuance?

  Yes

- Has the Corporation complied with its continuing disclosure undertakings?

  Yes, the Corporation has complied with its continuing disclosure undertakings.

Additional questions:

1. Have the board members acknowledged that they have read and understood the mission of the Corporation?

   Yes.

2. Who has the power to appoint the management of the Corporation?

   The Board of Directors of the Corporation appoints the Officers of the Corporation.

3. If the Board appoints management, do you have a policy you follow when appointing the management of the Corporation?

   It is the practice of the Corporation that management presents proposed appointments to the Board of Directors for review and approval.

4. Briefly describe the role of the Board and the role of management in the implementation of the mission.

   Management handles the day-to-day operation of the Corporation and presents recommendations with respect to the issuance of debt, the setting of management policies, *procurements of services, financial statements and the adoption of the Corporation's budget to the Board of Directors. The Board of Directors reviews and approves these items.*

5. Has the Board acknowledged that they have read and understood the responses to each of these questions?

   Yes.