

**MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF
THE NEW YORK CITY TRANSITIONAL FINANCE AUTHORITY**

September 30, 2020

A meeting of the Board of Directors (the “Board”) of the New York City Transitional Finance Authority (the “Authority”) was held on September 30, 2020 at approximately 3:26 p.m., conducted via online meeting and telephone.

The following members of the Board were present, represented by their alternates:

Melanie Hartzog, Director of the Mayor’s Office of Management and Budget for The City of New York (the “City”), represented by Jay Olson;

Scott M. Stringer, Comptroller of the City, represented by Marjorie Henning;

Jacques Jiha, Commissioner of Finance of the City, represented by Robin Lee;

Corey Johnson, Speaker of the City Council, represented by Raymond Majewski; and

Lorraine Grillo, Commissioner of the Department of Design and Construction of the City, represented by Louann Koziol;

constituting a quorum of the Board. Rita Pasarell served as secretary of the meeting.

Also in attendance were members of the public, officers of the Authority, and employees of various agencies of The City of New York.

The meeting was called to order by Mr. Olson, Chairperson of the Board.

Approval of Minutes of Meeting of September 4, 2020

The first item on the agenda was the approval of the minutes of the meeting of the Directors which occurred on September 4, 2020. Upon unanimous vote, the following resolution to adopt such minutes was duly approved:

WHEREAS, the Board of Directors of the New York City Transitional Finance Authority has reviewed the minutes of its meeting held on September 4, 2020 it is therefore

RESOLVED, that the minutes of the meeting of September 4, 2020 are hereby approved.

Approval of the 111th Series Resolution Authorizing the Issuance of Fiscal 2021 Series S-1 Building Aid Revenue Bonds

The second item on the agenda was the approval of the One Hundred and Eleventh Series Resolution Authorizing Up to \$500,000,000 Building Aid Revenue Bonds of the Authority (the “111th Series Resolution”)¹. Mr. Olson noted that the Finance Committee had recommended the Board approve the 111th Series Resolution. There being no discussion, upon unanimous vote, the 111th Series Resolution was adopted.

Approval of the 112th Series Resolution Amending the Terms of the New York City Recovery Bonds, Fiscal 2003 Series 3, Subseries 3-E

The third item on the agenda was the approval of the One Hundred and Twelfth Series Resolution Amending the Terms of the Authority’s New York City Recovery Bonds, Fiscal 2003 Series 3, Subseries 3-E Bonds and Authorizing the Conversion of Certain New York City Recovery Bonds of the Authority (the “112th Series Resolution”)². Mr. Olson noted that the Finance Committee had recommended the Board approve the 112th Series Resolution. There being no discussion, upon unanimous vote, the 112th Series Resolution was adopted.

Acceptance of the Independent Auditors’ report on the Audited Financial Statements for the fiscal years ended June 30, 2020 and June 30, 2019 and for the period ended July 31, 2020, and authorization to release such financial statements

The fourth item on the agenda was the acceptance of the independent auditors’ report on the audited financial statements for the fiscal years ended June 30, 2020 and June 30, 2019, and the

¹ Filed with the meeting minutes.

² Filed with the meeting minutes.

period ended July 31, 2020 and authorization to release such financial statements. The Authority's Audit Committee has met with the Authority's independent auditors, Marks Paneth LLP ("Marks Paneth"), and with management to discuss the audited financial statements. The Audit Committee had recommended that the Board approve the auditors' report. There being no further discussion, upon unanimous vote the below resolution was approved.

WHEREAS, the Audit Committee has met with the independent auditors of the New York City Transitional Finance Authority (the "Authority") and has reviewed the independent auditors' report on the audited financial statements of the Authority for the fiscal years ended June 30, 2020 and June 30, 2019 and such financial statements; and

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

RESOLVED, that the Board hereby accepts the independent auditors' report on the audited financial statements of the Authority for the fiscal years ended June 30, 2020 and June 30, 2019 and authorizes the release of such audited financial statements, provided that both the independent auditors' report and the audited financial statements may be amended to reflect non-material changes acceptable to the Comptroller of the Authority.

Annual Approval of Investment Guidelines

The fifth item on the agenda was the review and approval of the Authority's Investment Guidelines, which is required to take place annually. No changes were proposed to the Investment Guidelines. There being no further discussion, upon unanimous vote, the below resolution was adopted.

WHEREAS, the New York City Transitional Finance Authority (the "Authority"), adopted Investment Guidelines on November 18, 2008 to establish policies for the investment of its funds and subsequently amended those Guidelines; and

WHEREAS, the Authority is required annually to review its Investment Guidelines; and

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

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

Review and Approval of Investment Report

The sixth item on the agenda was the review and approval of the Authority’s Investment Report. Pursuant to Section 2925(6) of the Public Authorities Law of the State of New York, the Authority is required to annually prepare and approve an Investment Report. The Investment Report contains the Investment Guidelines, the Independent Audit of the Investments, an investment income record of the Authority, and a list of fees, commissions, or other charges paid for investment services. A copy of the Investment Report was provided to the Board for review. Upon unanimous vote, the following resolution was adopted:

WHEREAS, the New York City Transitional Finance Authority (the “Authority”), pursuant to the Authority’s Investment Guidelines, is required to annually prepare and approve an Investment Report; and

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

RESOLVED, that the Investment Report is hereby approved.

Approval of Financially Responsible Parties List

The seventh item on the agenda was the approval of the Authority’s Financially Responsible Parties list, which lists the financially responsible parties with which the Authority may contract, for insurance, letters of credit and other credit or liquidity facilities related to its bonds. The Authority is required to maintain such a list pursuant to Section 2799-gg(2) of the New York City Transitional Finance Authority Act. Updates were proposed to the list, and were circulated to the Board for review. There was no discussion, and upon unanimous vote, the below resolution was adopted.

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

WHEREAS, the Board of Directors is required to make a determination that the parties to such agreements which will provide credit or liquidity support or insurance to the Authority’s bonds are

“financially responsible parties” in accordance with paragraph a and paragraphs c through g of Section 168.00 of the Local Finance Law; and

WHEREAS, the Board has determined that a credit or liquidity provider meeting the criteria set forth below shall be deemed to be a financially responsible party in compliance with Section 2799-gg(2) of the Act, it is therefore

RESOLVED, that the financial institutions listed on Schedule I hereto shall be deemed to be financially responsible parties in accordance with paragraph a and paragraphs c through g of Section 168.00 of the Local Finance Law, with which the Authority expects it may, and its Officers are hereby authorized to, enter into agreements to provide credit or liquidity support or insurance during the next 12 months, provided that such repurchase obligation shall not exceed \$2 billion with respect to any single financial institution listed on Schedule I hereto except as otherwise provided therein; and

FURTHER RESOLVED, that a financial institution not listed on Schedule I but otherwise meeting the following criteria shall be deemed to be a financially responsible party in accordance with paragraph a and paragraphs c through g of Section 168.00 of the Local Finance Law, provided that such repurchase obligation shall not exceed \$1 billion with respect to such financial institution and:

- With respect to institutions providing letters of credit or insurance in connection with bonds, long-term credit ratings of such financial institution are provided by at least two of Standard & Poor’s Rating Services, Fitch, Inc., and Moody’s Investor’s Service, or their successors, and the long-term credit ratings of such financial institution are AA- or above by each of Standard & Poor’s Ratings Services and Fitch, Inc, or their successors, and Aa3 or above by Moody’s Investor’s Service, Inc., or its successor;
- With respect to institutions providing liquidity facilities, the short-term credit ratings of such financial institution are provided by at least two of Standard & Poor’s Rating Services, Fitch, Inc., and Moody’s Investor’s Service, or their successors, and the short-term credit rating of such financial institution is A-1 or above by Standard & Poor’s Ratings Services, or its successor, F1 by Fitch, Inc., or its successor, and P-1 by Moody’s Investor’s Services, Inc., or its successor; and
- In each case, such financial institution shall have capital of at least \$500 million dollars.

Presentation by Governance Committee Chair

The eighth and final item on the agenda was a report by the Governance Committee Chair.

The Governance Committee Charter requires a self-evaluation to be conducted annually, and report

such results to the Board. This was a review item only, and no vote was taken. Ms. Henning, the Chair of the Governance Committee, noted that the Governance Committee met earlier in the day, and that such Committee found it is functioning in satisfactory manner pursuant to its Charter.

Adjournment

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


GENERAL COUNSEL