

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

September 30, 2022

A meeting of the Governance Committee (the “Committee”) of the New York City Transitional Finance Authority (the “Authority”) was held on September 30, 2022 at approximately 12:10 p.m. at 255 Greenwich Street, Room 8S-1-S2, New York, New York, 10007 with telephone dial-in access.

The following Committee 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 Marjorie Henning;

Preston Niblack, Commissioner of Finance of the City, represented by Diana Beinart; and

Thomas Foley, Commissioner of the Department of Design and Construction of the City, represented by Louann Koziol;

constituting a quorum. 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 and the State of New York.

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

Approval of Minutes of Prior Meeting

The first item on the agenda was the approval of the minutes of the meeting of the Committee held on April 28, 2022. There was no discussion, and upon unanimous vote, the resolution was adopted.

**WHEREAS**, the Governance Committee has reviewed the minutes of the previous meeting of the Governance Committee held on April 28, 2022; it is therefore

**RESOLVED**, that the minutes of the Governance Committee meeting of April 28, 2022 are hereby approved.

Annual Self-Evaluation of the Governance Committee

The second item on the agenda was the self-evaluation of the Committee's functions, and a review of the Committee's actions in the previous fiscal year. A report listing the Committee's actions in the previous fiscal year was provided to the Committee for review. Mr. Womack noted that the Committee found that it was functioning in a satisfactory manner, and that the Resolution would record such opinion as well as authorize the results of the self-evaluation to be presented to the Authority's Board of Directors. There was no discussion, 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 New York City Transitional Finance Authority.

Review of compensation and benefits

The third and final item on the agenda was a review of the Authority's compensation and benefits expenses. This was a review item only and no vote was taken. A report was provided to the Committee, stating that the Authority has no employees, and describing the total compensation that the Authority reimburses to other entities for personal services provided to the Authority. There were no questions regarding the report.

Adjournment

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

  
GENERAL COUNSEL