

## MINUTES OF THE ANNUAL MEETING OF THE MEMBERS OF TSASC, INC.

May 8, 2025

The Meeting of the Members of TSASC, Inc. (the “Corporation”) was held on May 8, 2025 at approximately 4:03 p.m., conducted at 255 Greenwich Street, Room 6-M4, New York, New York 10007.

The following members 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;

Muriel Goode-Trufant, Corporation Counsel of the City, represented by Michael Moore;

Preston Niblack, Commissioner of Finance of the City, represented by Dara Jaffee; and

Adrienne Adams, Speaker of the City Council, represented by Hector German, constituting a quorum of the Members. Rita Pasarell 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, 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 by the Members of the minutes of their previous meeting held on September 26, 2024. The minutes have been circulated for review. Upon unanimous vote, the following resolution to adopt such minutes was approved.

**WHEREAS**, the Members of TSASC, Inc. have reviewed the minutes of their previous meeting held on September 26, 2024; it is therefore

**RESOLVED**, that the minutes of the meeting of the Members held on September 26, 2024 be, and they hereby are, adopted.

Election of Alternate Director

The second and final item on the agenda was the election of alternate directors. Mr. Womack explained that each membership class, by proxy, is entitled to elect an alternate director to represent them at Committee and Board of Director meetings. Thus, Mr. Moore, as the proxy holder for the City Corporation Counsel, was entitled to elect himself as an alternate director, and Mr. German, as the proxy holder for the City Council Speaker, was entitled to elect himself as an alternate director. The Membership Class connected to each election voted, and upon such vote, the following resolution to elect the alternate directors was duly approved:

**WHEREAS**, TSASC, Inc. (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; and

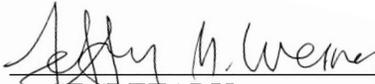
**WHEREAS**, the Membership Class consisting of the Corporation Counsel of the City of New York (the “City”) wishes to elect an Alternate Director to attend meetings of the Corporation and act on her behalf at said meetings; it is therefore

**RESOLVED**, that the Membership Class consisting of the Corporation Counsel of the City hereby elects Michael Moore to act in her place as alternate director at meetings of the Corporation; and

**FURTHER RESOLVED**, that the Membership Class consisting of the Speaker of the City Council hereby elects Hector German to act as an alternate director on her behalf at meetings of the Corporation.

Adjournment

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

  
SECRETARY