

MINUTES OF A SPECIAL MEETING OF THE **GOVERNANCE COMMITTEE**

OF

NEW YORK CITY LAND DEVELOPMENT CORPORATION September 29, 2017

A special meeting of the Governance Committee (the "Committee") of the Board of Directors of New York City Land Development Corporation ("NYCLDC") was held at 1 p.m. on September 29, 2017 at 260 Broadway, New York, New York.

The following members of the Committee were present:

Henry Berger Carl Rodrigues Betty Woo

Also present were Kim Vaccari, President and a Director of NYCLDC, Spencer Hobson, Executive Vice President and Treasurer of NYCLDC, Mark Silversmith, Secretary of NYCLDC, who served as secretary of the meeting, Fred D'Ascoli, Assistant Treasurer of NYCLDC, Shin Mitsugi, a Senior Vice President of New York City Economic Development Corporation ("NYCEDC") Jaan Kanger, a Senior Paralegal of NYCEDC, and Lou Roberts, a partner of Ernst & Young LLP.

Mark Silversmith served as secretary of the duly constituted meeting, at which a quorum was present.

1. NYCLDC Board Self-Evaluation

As required by the Public Authorities Accountability Act of 2005 as amended, a self-evaluation of NYCLDC's Board of Directors had been undertaken. The Committee reviewed the results, which were favorable, and recommended that the results be submitted to the NYCLDC Board of Directors.

2. <u>Adjournment</u>

There being no further business, the meeting of the Committee was adjourned.