

NEW YORK CITY LAND DEVELOPMENT CORPORATION

UNANIMOUS WRITTEN CONSENT OF THE GOVERNANCE COMMITTEE
WITHOUT A MEETING

Board Self-Evaluation

The undersigned, being all of the members of the Governance Committee of the Board of Directors of New York City Land Development Corporation, do hereby adopt the following resolution and authorize the actions contemplated therein by unanimous written consent of the members of the Governance Committee.

WHEREAS, the Public Authorities Accountability Act of 2005 as amended (the "PAAA") includes New York City Land Development Corporation ("NYCLDC") in its definition of a local authority; and

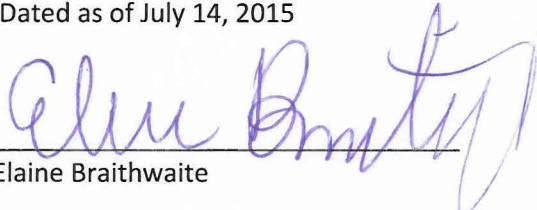
WHEREAS, the PAAA requires the Governance Committee to annually perform a self-evaluation of the Board of NYCLDC; and

WHEREAS, the Governance Committee has reviewed the questions attached hereto as Exhibit A, which are the questions used in 2014 for the self-evaluation of the Board of NYCLDC and are similar to those recommended to be used in the self-evaluation by the New York State Authorities Budget Office, and determined that they are appropriate for use for the self-evaluation of NYCLDC's Board in 2015; and

WHEREAS, the Governance Committee wishes to use SurveyMonkey to conduct the 2015 self-evaluation survey;

NOW, THEREFORE, RESOLVED that the Governance Committee approves a 2015 self-evaluation of the Board of NYCLDC using the questions attached hereto as Exhibit A and using Survey Monkey to conduct the survey.

Dated as of July 14, 2015



Elaine Braithwaite

Henry Berger

Betty Woo

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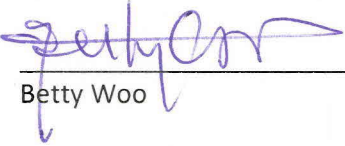
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Proposed 2015 LDC Survey

* 1. Board members have a shared understanding of the mission and purpose of LDC.

- Agree
- Somewhat Agree
- Somewhat Disagree
- Disagree

* 2. The policies, practices and decisions of the Board are always consistent with this mission.

- Agree
- Somewhat Agree
- Somewhat Disagree
- Disagree

* 3. Board members comprehend their role and fiduciary responsibilities and how themselves and each other to these principles.

- Agree
- Somewhat Agree
- Somewhat Disagree
- Disagree

* 4. The Board has adopted policies, by-laws and practices for the effective governance, management and operations of LDC and reviews these annually.

- Agree
- Somewhat Agree
- Somewhat Disagree
- Disagree

* 5. The Board sets clear and measurable performance goals for LDC that contribute to accomplishing its mission.

- Agree
- Somewhat Agree
- Somewhat Disagree
- Disagree

* 6. The decisions made by Board members are arrived at through independent judgment and deliberation, free of political influence, pressure or self-interest.

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- Agree
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- Somewhat Disagree
- Disagree

*** 6. The decisions made by Board members are arrived at through independent judgment and deliberation, free of political influence, pressure or self-interest.**

Proposed 2015 LDC Survey

- Agree
- Somewhat Agree
- Somewhat Disagree
- Disagree

*** 7. Individual Board members communicate effectively with executive staff so as to be well informed on the status of all important issues.**

- Agree
- Somewhat Agree
- Somewhat Disagree
- Disagree

*** 8. Board members are knowledgeable about LDC's programs, financial statements, reporting requirements, and other transactions.**

- Agree
- Somewhat Agree
- Somewhat Disagree
- Disagree

*** 9. The Board knows the statutory obligations of LDC and if LDC is in compliance with state law.**

- Agree
- Somewhat Agree
- Somewhat Disagree
- Disagree

*** 10. Board and committee meetings facilitate open, deliberate and thorough discussion, and the active participation of members.**

- Agree
- Somewhat Agree
- Somewhat Disagree
- Disagree

*** 11. Board members have sufficient opportunity to research, discuss, question and prepare before decisions are made and votes taken.**

- Agree

Proposed 2015 LDC Survey

- Somewhat Agree
- Somewhat Disagree
- Disagree

*** 12. Individual Board members feel empowered to delay votes, defer agenda items, or table actions if they feel additional information or discussion is required.**

- Agree
- Somewhat Agree
- Somewhat Disagree
- Disagree

*** 13. The Board exercises appropriate oversight of the CEO and other executive staff, including setting performance expectations and reviewing performance annually.**

- Agree
- Somewhat Agree
- Somewhat Disagree
- Disagree

*** 14. The Board has identified the areas of most risk to LDC and works with management to implement risk mitigation strategies before problems occur.**

- Agree
- Somewhat Agree
- Somewhat Disagree
- Disagree

Proposed 2015 LDC Survey

*** 15. Board members demonstrate leadership and vision and work respectfully with each other.**

- Agree
- Somewhat Agree
- Somewhat Disagree
- Disagree