

**MINUTES OF THE AUDIT COMMITTEE**  
**OF**  
**BUILD NYC RESOURCE CORPORATION**  
**June 3, 2020**

A virtual meeting of the Audit Committee of the Board of Directors (the “Committee”) of Build NYC Resource Corporation (“Build NYC” or the “Corporation”) was held telephonically on Wednesday, June 3, 2020.

The following members of the Committee were present by means of a conference call at the above indicated meeting of the Committee (the “Meeting”), constituting a quorum:

- Albert V. De Leon
- Shanel Thomas
- Khary Cuffe

The following members of NYCEDC staff were present by means of a conference call:

- Finance: Fred D’Ascoli – CFO, Spencer Hobson – EVP/Treasurer, Amy Chan – Controller, Carol Ann Butler – AVP, Christine Robinson – AVP
- Internal Audit (“IA”): Jennie Wallace – EVP, Allison Richardson – VP
- Compliance Department (“Compliance”): Shin Mitsugi – SVP and the Agency’s Compliance Officer
- Strategic Investments Group (“SIG”): Krishna Omolade – VP and the Agency’s Executive Director

Present by means of a conference call were representatives from Ernst & Young LLP (“EY”):

- Kimberly Hancy – Engagement Partner
- Louis Roberts – Former Engagement Partner
- Nicole Rapport – Senior Manager

The Meeting was convened at 9:48 a.m.

### **1. Approval of the Minutes of the January 29, 2020 Audit Committee meeting**

Mr. De Leon asked if there were any questions or comments relating to the minutes of the January 29, 2020 meeting. There being no questions or comments, Mr. Cuffe motioned to approve the minutes. Ms. Thomas seconded the motion and the motion was approved.

### **2. Finance Update**

As Ms. Chan stated in the NYCIDA Committee meeting, the New York State Authorities Budget Office, (“ABO”) recognized the hardships that the Public Authority Agencies encountered over the past few months; therefore, pursuant to the NYS Governor Executive Order No. 202.11, ABO would grant up to an additional 90 days beyond the original statutory deadline (i.e. September 30 for the Corporation) to public authorities including the Corporation to submit the required reports such as the audited FY2020 financial statements. Management is still planning to present the financials to the Committee and the Board at the end of September since no extension has been announced by the City.

(Post-Meeting Note) On July 7, 2020, ABO posted an updated guideline regarding the submission deadline extension. The NYS Governor Executive Order 202.48 amended the prior Executive Order 202.11 by reducing the extension period to 60 days beyond the original statutory deadline. This update became effective for public authorities with a July 1 fiscal year and thereafter.

### **3. EY Audit Plan**

Ms. Hancy commented that the high-level audit procedures for Build NYC are similar to the high-level audit procedures discussed in the NYCIDA Committee meeting.

### **4. Internal Audit Activity Update**

Ms. Wallace commented that all FY2020 Build NYC audits have been completed and reports have been issued. She discussed the three open issues identified in the Build NYC audits for FY2020. As Ms. Wallace described in the NYCIDA Committee meeting, there is one low-risk open issue for Build NYC that overlaps with NYCIDA. Ms. Wallace noted that due to COVID-19 priorities, IA revised the target dates for the outstanding issues. She mentioned that the last open issue is currently not due.

Ms. Wallace discussed the FY2021 proposed Audit Plan. She commented that the Audit Plan is similar to the NYCIDA Audit Plan, as discussed in the NYCIDA Audit Committee meeting.

Mr. De Leon asked if there were any questions or comments relating to the FY2021 proposed Audit Plan. There being no questions or comments, Mr. Cuffe motioned to approve the FY2021 proposed Audit Plan. Ms. Thomas seconded the motion and the motion was approved.

**5. Compliance Activity Update**

Mr. Mitsugi stated that his updates provided during the NYCIDA portion of the Audit Committee meeting also included topics applicable to Build NYC. Mr. Mitsugi noted additional information pertaining to Build NYC projects: the lenders (i.e. investors who hold bonds issued by Build NYC on behalf of various not-for-profit organizations) are willing to work with Build NYC projects in time of the COVID-induced economic uncertainty.

**6. Session with External Auditors**

A private session with EY was not held at this time

**7. Session with Management**


A private session with Management was not held at this time

**8. Session with Internal Audit**

A private session with Internal Audit was not held at this time

**9. Adjournment**

There being no further business, the meeting was adjourned at 10:00 a.m.

  
Shin Mitsugi (Sep 22, 2020 10:08 EDT)  
Assistant Secretary

Date: 9-22-20  
New York, New York