

The Atlantic Avenue Healthcare Property Holding Corporation held a Corporate Governance Committee Video Conference Meeting between DASNY's New York City Office, One Penn Plaza, 52nd Floor, New York, New York, and Albany Office, 515 Broadway, Albany, New York at 5:30 p.m. on Tuesday, March 5, 2019.

The Meeting was called to order by the Chair of the Committee. Roll call was taken and a quorum was present. Those Governance Committee Members present and absent were as follows:

Governance Committee Members Present - NYCO

John B. Johnson, Jr., Governance Committee Chair
Alfonso L. Carney, Jr., Chair, Governance Committee Member
Paul Ellis, Governance Committee Member

Other Board Members Present - Albany

Tracy Raleigh, Board Member

Other Board Members Present - NYCO

Gerard Romski, Esq., Board Member

Also Present - Dormitory Authority Staff - NYCO:

Michael T. Corrigan, Vice President
Michael E. Cusack, Esq., General Counsel
Sara Richards, Esq., Associate General Counsel
Larry N. Volk, Senior Director, Portfolio Management

Also Present - Dormitory Authority Staff - Albany:

Kimberly Nadeau, Chief Financial Officer

PUBLIC SESSION

The Board Chair reminded the Members that all the Members of DASNY's Governance Committee are Members of the NGHP Holding Corporation Governance Committee as well. The Minutes of the March 6, 2018 Governance Committee Meeting were reviewed and approved.

Annual Review of Certain Corporate Documents and Policies

Mr. Cusack directed the Committee Members' attention to the Mission Statement, Performance Measures and Metrics, and the Corporation's By-Laws. He reminded the Committee Members that the Governance Committee is required to review these documents annually and to recommend any proposed changes to the full Board for approval. Mr. Cusack informed the Committee Members that staff has reviewed these documents and is not recommending any changes to the Mission Statement, Performance Measures and Metrics, or the By-Laws at this time.

Mr. Cusack stated that the Members are being asked to review only these items as the subsidiary had previously adopted other operational policies and procedures of DASNY to apply to the subsidiary. Mr. Johnson stated that this will be communicated to the full Atlantic Avenue Healthcare Property Holding Corporation Board at the April 2019 meeting.

The Board Chair moved that the meeting adjourn, Mr. Ellis seconded the motion and the Governance Committee Meeting adjourned at approximately 5:35 p.m.

Respectfully submitted,

Michael E. Cusack
Assistant Secretary to the Board of
the Dormitory Authority