

**NYCIDA/Build NYC Resource Corporation
Finance Committee Discussion**

The Finance Committee convened on September 15, 2016 to discuss the following projects:

- Yankee Stadium LLC
- Center for the Elimination of Violence in the Family, Inc.

Finance Committee Members: Andrea Feirstein and Barry Dinerstein

Build NYC Staff Members: Kyle Brandon, Krishna Omolade, Johan Salén, Anne Shutkin, Robert LaPalme, Jeffrey Lee

Additional attendees:

Anthony Bruno - Chief Financial Officer with New York Yankees

Stacy Sonnenberg – Vice President at Goldman, Sachs & Co.

Willie DiBlasi – Associate at Goldman, Sachs & Co.

Gregory Carey – Managing Director at Goldman, Sachs & Co.

Irwin Kishner – Partner at Herrick, Feinstein LLP

Daniel Etna – Partner at Herrick, Feinstein LLP

Start: 1:00 PM

End: 2:00 PM

Yankee Stadium LLC

Yankee Stadium LLC, a Delaware limited liability company (the “Company”) has requested that New York City Industrial Development Agency (the “Agency”) issue approximately \$778,591,349 in tax-exempt PILOT revenue bonds to (1) refinance a portion of the outstanding Agency PILOT Revenue Bonds, Series 2006 (Yankee Stadium Project) in the original principal amount of \$942,555,000 (Series 2006 Bonds) (the “Series 2006 Bonds”), (2) advance refund the outstanding Agency PILOT Revenue Bonds, Series 2009A (Yankee Stadium Project) in the original principal amount of \$258,999,944 (Series 2009A Bonds) (the “Series 2009A Bonds”), (3) fund a debt service reserve fund and other reserve accounts, (4) pay for certain costs of issuance (collectively, the “Project”). The proceeds of the Agency PILOT Revenue Bonds, Series 2006 and 2009A, were used to fund a portion of the design, development, construction, equipping and completion of an approximately 1,300,000 square foot Major League Baseball stadium having a capacity of approximately 53,000 spectators (including standing room), including related concession areas, ancillary structures and improvements located in the Concourse Village neighborhood in the Bronx (collectively, the “Stadium”). The Stadium, which was completed in 2009, is owned by the Agency, subject to a long term lease from The City of New York, and was constructed by the Company, as agent of the Agency. The Stadium is currently used by the New York Yankees Major League Baseball team (the “Team”) and for other events.

Ms. Feirstein asked if the PILOT payments were used to pay all of the operations and maintenance expenses at the Stadium. Staff responded that PILOT payments were used to pay a

portion of the total operations and maintenance expenses at the Stadium with the balance being paid for by revenues from ticket sales and suite license fees.

Ms. Feirstein asked if there was a debt service coverage ratio covenant. Staff responded that such a covenant did not exist.

Ms. Feirstein asked if there was an interest rate swap on the bonds included in the transaction. Staff responded that the original transaction included a swap on a portion of the outstanding bonds.

Mr. Dinerstein asked about what happens to excess revenue generated at the Stadium. Staff responded that revenues remaining after payment of debt service for PILOT revenue bonds and a portion of maintenance and operations at the Stadium are available for payment of other expenses related to business operations at the Stadium.

Mr. Dinerstein asked about the sources of revenue to repay the bonds? Ms. Sonnenberg replied that ticket sales and suite licenses are assigned to repay the bonds. Mr. LaPalme further explained that the PILOT revenue bonds are secured by a lease between the Agency and the Company and that the Agency has the ability to foreclose on the Stadium in the event of default.

Mr. Salen further stated that the maturity of the bonds will be the same as the existing bonds.

The committee recommended the Project to seek authorization at the September 20th board meeting.

Center for the Elimination of Violence in the Family, Inc.

Center for the Elimination of Violence in the Family, Inc. (d/b/a Center Against Domestic Violence) (the "Institution") is a New York not-for-profit corporation seeking approximately \$3,740,000 in tax-exempt revenue bonds. The proceeds from the bonds, together with the funds of the Institution, will be used to refinance the outstanding New York City Industrial Development Agency Civic Facility Revenue Bonds, Series A (2006 Center for the Elimination of Family Violence Project) (the "NYCIDA Series 2006 Bonds") in the original aggregate principal amount of \$4,510,000, the proceeds of which were used to purchase its third confidential domestic violence emergency center, Women's Second Start (the "Facility"), in 2006. Refinancing will lower the monthly operating cost of Women's Second Start and will enable the Institution to enrich programs and staffing while allowing the Institution to repair, replace, and improve the Facility.

Mr. Dinerstein asked if the Institution receives government funding based on the number of families. Staff stated that they would follow up with the committee members to provide more specific information on how funding is calculated.

Mr. Dinerstein asked if there were vacancies at the Facility. Mr. Brandon responded that there were no current vacancies at the Facility.

Ms. Feirstein asked about the sources of additional funding. Mr. Brandon responded that additional sources of funding for the Institution include fundraising.

Mr. Dinerstein asked how much the Institution would save from the transaction. Mr. Brandon replied that the Institution estimated that it would save up to \$1.7 million net present value over the maturity of the bonds.

Mr. Dinerstein asked how the interest rate on the existing bonds compared with the interest rate on the new bonds. Mr. Omolade responded that the existing bonds have an interest rate of approximately 7.375% and the new bonds are estimated to have an interest rate of 3.32%.

Ms. Feirstein asked why the address of the location was not given. Mr. Omolade responded that due to the population served at the Facility the location was kept confidential.

The committee recommended the Project to seek authorization at the September 20th board meeting pending providing additional information on how the funding is calculated.

Additional Information on Center for the Elimination of Violence in the Family, Inc.

The following information was provided to the committee members on September 16th

The Institution receives funding from government sources on a per family basis.