

**WRITTEN PROCEDURES FOR THE CONDUCT OF OPEN MEETINGS
THAT PERMIT PARTICIPATION BY A
BOARD MEMBER OR DIRECTOR USING VIDEOCONFERENCING
WITHOUT PROVIDING IN-PERSON PUBLIC ACCESS**

Section I.

The State of New York Mortgage Agency (“SONYMA”), the New York State Housing Finance Agency (“HFA”), the State of New York Municipal Bond Bank Agency (“MBBA”) (collectively, the “Authorities”), as well as the subsidiaries of the Authorities: the Affordable Housing Corporation (“AHC”), the Housing Trust Fund Corporation (“HTFC”) and the Tobacco Settlement Financing Corporation (“TSFC”) (collectively, the “Subsidiaries”) (the Authorities and the Subsidiaries, collectively, the “Adopting Authorities”) hereby adopt the following as the written procedures (the “Written Procedures”) to be utilized at any meeting of the Adopting Authorities which is subject to the requirements of the Open Meetings Law of the State of New York as set forth in Public Officers Law Article 7, and as to which meeting one or more members or directors of the Adopting Authorities will be participating using videoconferencing technology from locations not open to in-person public access.

The Written Procedures are only applicable in situations where one or more board member or director of the Authorizing Authorities is participating in a meeting using videoconferencing technology under Extraordinary Circumstances, as defined below. The Written Procedures do not apply to participation by board members or directors of the Authorizing Authorities using videoconferencing who are Physically Present at a meeting, as defined below.

A. DEFINITIONS. As used in these procedures, the following terms shall have the meanings set forth.

AUTHORITIES - shall mean the Adopting Authorities.

MEETING - a gathering of the members or directors of any the respective Boards of the Adopting Authorities for the transaction of official business on behalf of the Adopting Authorities, for which a quorum of members or directors must be present.

QUORUM – quorum shall be as established under the enabling legislations of the respective Adopting Authorities. A Board member or director participating in a meeting under Extraordinary Circumstances (as defined below) does not count in establishing a quorum, but is entitled to vote on matters taken up at such meeting.

PHYSICAL PRESENCE - when the minimum number of members or directors are present to fulfill the quorum requirement of any of the Adopting Authorities in the same physical location or locations all of which shall be locations at which the public can attend the meeting.

B. REQUIREMENTS FOR MEETINGS OF THE ADOPTING AUTHORITIES WHERE BOARD MEMBERS ARE PARTICIPATING UNDER EXTRAORDINARY CIRCUMSTANCES:

The following requirements shall be met by the Adopting Authorities:

1. Members or Directors of the Adopting Authorities shall be physically present at any meeting of the Adopting Authorities unless such member or director is unable to be physically present at any such meeting location due to extraordinary circumstances (hereinafter defined as “Extraordinary Circumstances”) due to
 - a. disability;
 - b. illness;
 - c. death of an immediate family member where such term is defined to include a spouse, parent, sibling, child, domestic partner, or individual for whom the member is the designated guardian;
 - d. caregiving responsibilities; or
 - e. any other significant or unexpected factor or event which precludes a member's or director’s physical attendance at such meeting.
2. A member or director who wishes to participate in a meeting by videoconference under Extraordinary Circumstances must provide advance notice and justification for their absence to the extent possible to the Chairman of the Board of the respective Adopting Authority, with a copy to the General Counsel of the Adopting Authority.
3. The Adopting Authorities may, in their discretion, allow any board member or director to participate in a meeting using videoconferencing under Extraordinary Circumstances from locations that do not provide in-person public access, provided that a minimum number of members or directors are present to fulfill the Adopting Authorities’ quorum requirements in the same physical location or locations where the public can attend, and all other requirements set forth hereafter have been met.
4. Except at an executive session, the Adopting Authorities shall ensure that the members of the public body can be heard, seen and identified, while the meeting is being conducted, including but not limited to any motions, proposals, resolutions, and any other matter formally discussed or voted upon.
5. Minutes of any meetings involving videoconferencing where members or directors are participating under Extraordinary Circumstances shall include which, if any, members or directors participated remotely and shall be available to the public pursuant to Section 106 of the Public Officers Law.

6. If videoconferencing is used to conduct a meeting where a member or director is participating under Extraordinary Circumstances, the public notice for the meeting shall inform the public that videoconferencing will be used, where the public can view and/or participate in such meeting, where required documents and records will be posted or available, and identify the physical location for the meeting where the public can attend.
7. Each meeting conducted using videoconferencing where members or directors are participating under Extraordinary Circumstances shall be recorded and such recordings posted or linked on the Adopting Authorities' website within five (5) business days following the meeting and shall remain so available for a minimum of five (5) years thereafter. Such recordings shall be transcribed upon request.
8. If videoconferencing is used to conduct a meeting where members or directors are participating under Extraordinary Circumstances, the Adopting Authority shall provide the opportunity for members of the public to view such meeting via video, and to participate in proceedings via videoconference in real time where public comment or participation is authorized and shall ensure that videoconferencing authorizes the same public participation or testimony as in person participation or testimony.
9. Nothing herein is intended to prohibit or impede the ability of the Adopting Authorities to conduct an executive session in compliance with Section 105 of the Public Officers Law or for members or directors to otherwise meet when not conducting official business of the Adopting Authorities (i.e. attendance at educational and similar events) in compliance with the provisions of the Public Officers Law.