New York, July 5, 2012

A meeting of the Board of Directors of the FEDERAL RESERVE BANK OF NEW YORK was held by means of a telephone conference at 4:30 p.m. this day.

PARTICIPANTS:

Mr. Bollinger, Chair,
Mr. Dimon, Mr. Lundgren, Ms. Rafferty and Ms. Wylde,
Mr. Dudley, President,
Mr. Stiroh, Senior Vice President,
Mr. Bergin, Chief of Staff,
Mr. McCarthy, Vice President,
Mr. Held, Deputy General Counsel, Corporate Secretary, and Senior Vice President, and
Mr. Lieber, Assistant Vice President and Assistant Corporate Secretary.

In their discussion, the Directors noted that the pace of economic growth remained sluggish. They acknowledged data indicating that conditions in the labor market had remained steady, but that indicators of consumer spending had lost momentum over the second quarter, and that recent readings of consumer confidence had fallen. They reported that the housing and construction sectors continued to exhibit signs of gradual improvement and that incoming data reflected a slowing pace of inflation. The Directors cautioned that the evolving situation in Europe and the potential for fiscal contraction in the U.S. posed considerable downside risks to the outlook. [redacted]

[redacted]

Mr. Dudley then presented the schedule of rates in effect at this Bank, with the recommendation that they be established without change.

Whereupon, it was duly and unanimously

VOTED that the existing rates in effect at this Bank be established without change, as follows:

Advances to and discounts for depository institutions:

(a) Primary credit rate--3/4 percent per annum.

(b) Secondary credit rate--primary credit rate plus 50 basis points.

(c) Seasonal credit rate--the average of the effective federal funds rate and ninety-day secondary market CD rate averaged over the preceding maintenance period.

The meeting duly adjourned at 4:56 p.m.

Corporate Secretary

New York, July 19, 2012

A meeting of the Board of Directors of the FEDERAL RESERVE BANK OF NEW YORK was held at its office at 10:00 a.m. this day.

PRESENT:

Mr. Bollinger, Chair,
Mr. Hutchins, Mr. Lundgren, Mr. Mello,
Mr. O'Neil-White and Ms. Wylde,
Mr. Dudley, President,
Mr. Baxter, Executive Vice President
and General Counsel,
Mr. Checki, Executive Vice President,
Mr. Christie, Executive Vice President,
Ms. Dahlgren, Executive Vice President,
Mr. Guha, Executive Vice President,
Ms. Krieger, Executive Vice President,
Mr. McAndrews, Executive Vice President,
Mr. Murphy, Executive Vice President,
Mr. Potter, Executive Vice President,

Mr. Smith, Executive Vice President
and General Auditor,
Ms. Stichnoth, Executive Vice President,

Mr. Turnipseed, Executive Vice President,
Mr. Peach, Senior Vice President,
Mr. Bergin, Chief of Staff,
Mr. Held, Deputy General Counsel, Corporate Secretary, and Senior Vice President, and
Mr. Lieber, Assistant Vice President and Assistant Corporate Secretary.

The minutes of the meetings of (1) the Audit and Risk Committee held April 19, 2012; (2) the Board held June 21, 2012; (3) the Nominating and Corporate Governance Committee of the Board held June 21, 2012; and (4) the Board held July 5, 2012, were submitted and approved by consent. The actions taken by the Audit and Risk Committee on April 19, 2012, as reported in the minutes of its meeting, were ratified and approved by consent.

Mr. Hutchins, Chair of the Audit and Risk Committee (ARC), reported that the Committee had met earlier that morning and had discussed the draft report of the Reserve Bank Operations and Payments Systems Review, for which the Bank received a rating of generally effective. He remarked that the Committee members had received a number of reports, including a litigation update on the status and next steps relating to the case brought by Starr International against the Bank; an update on credit, market, and operational risks faced by the Bank which highlighted that credit and market risk had declined significantly and that operational risk had trended slightly higher; an overview of insights and observations identified during the 2011 audit of the Bank and the results of the 2011 client service assessment by a representative from Deloitte; and an update on the status of the audit program and reports on audit activities for recent months which noted that the control environment remained strong.

In his management comments, Mr. Dudley made a number of administrative announcements, including announcing that the Board of Governors had approved Emily Rafferty as the next Chair of the Bank’s Board of Directors, Kathy Wylde as the next Deputy Chair, and Sara Horowitz as a Class C Director; that the sale of securities from the Maiden Lane III LLC portfolio was continuing; and that the Bank had submitted documents related to the Barclays-LIBOR matter requested by Chairman Neugebauer of the U.S. House of Representatives, Committee on Financial Services, Subcommittee on Oversight and Investigation, and had also released additional materials on its public website. A discussion ensued.

Mr. Checki, referring to a series of charts (#13849), reported on global economic conditions, noting that growth momentum had weakened and that fiscal and monetary policies had become somewhat more accommodative in both developed and emerging economies. He conveyed that recent policy initiatives in Europe included an agreement on the framework for a banking union and a plan to recapitalize the banking sector in Spain, but that the market reaction to these measures was limited. He commented that economic growth in China continued to slow and that policymakers there had implemented some monetary easing measures. Finally, he noted that the prices for agricultural commodities had increased significantly which would likely result in higher food prices, especially in emerging market economies.

Mr. Potter, referring to a series of charts (#13850), reported that the prices for equities in the U.S. had risen recently and that the U.S. stock market had generally performed better than foreign stock markets this year. He remarked that the yields on sovereign debt securities in the U.S. and other developed countries were extremely low and that in the U.S., this was due in part to balance sheet actions of the Federal Reserve. Finally, he noted that the Maturity Extension Program would continue through the end of the year and that market expectations for the first increase in the federal funds target rate had extended further out into the future.

Mr. Peach, referring to a series of charts (#13851) entitled “U.S. Macro Overview,” reported that recent data indicating a weakening economy had prompted a downward revision in the rate of growth forecasted for the second half of the year. He remarked that overall inflation had slowed more than anticipated due to declines in energy prices, but that core inflation had not declined as expected. He commented that new housing construction had exhibited continued signs of improvement, but that the sector represented too small a portion of the economy to have a meaningful impact on aggregate output. Finally, he noted that there had already been evidence of fiscal consolidation which had contributed to the weaker growth profile and that the likelihood of further fiscal contraction posed a downside risk to the outlook.

In their discussion, the Directors noted that economic activity in the second quarter had been weaker than anticipated and that the mix and trajectory of output suggested a significant pickup was unlikely over the remainder of the year. [redacted]

Mr. Dudley then presented the schedule of rates in effect at this Bank, with the recommendation that they be established without change.

Whereupon, it was duly and unanimously

VOTED that the existing rates in effect at this Bank be established without change, as follows:

Advances to and discounts for depository institutions:

(a) Primary credit rate--3/4 percent per annum.

(b) Secondary credit rate--primary credit rate plus 50 basis points.

(c) Seasonal credit rate--the average of the effective federal funds rate and ninety-day secondary market CD rate averaged over the preceding maintenance period.

At this point, the meeting went into executive session, and Messrs. Checki and Christie, Ms. Dahlgren, Mr. Guha, Ms. Krieger, Messrs. McAndrews, Murphy, Potter and Smith, Ms. Stichnoth, Messrs. Turnipseed, Peach, Bergin and Lieber left the meeting.

Mr. Held was designated to keep the minutes of the executive session.

Mr. Dudley discussed with the Directors certain issues raised in the recent report on the Bank that was issued by the Board of Governors' Division of Reserve Bank Operations and Payments Systems.

The meeting duly adjourned at 12:10 p.m.

Corporate Secretary

New York, August 1, 2012

A meeting of the Ad Hoc Directors Special Procurement Committee of the FEDERAL RESERVE BANK OF NEW YORK was held by means of a telephone conference at 9:00 a.m. this day.

PARTICIPANTS:

Mr. Carrión, Mr. Lundgren and Ms. Rafferty,
Mr. Grant, Chief Compliance Officer
and Senior Vice President,
Mr. Schindler, Vice President,
Mr. Clune, First Level Officer, and
Mr. Held, Deputy General Counsel, Corporate

Secretary, and Senior Vice President.

Mr. Held informed the Directors that they would be asked to vote on a procurement involving [redacted] He reminded the Directors that Section 208 of the Federal Criminal Code prohibited Reserve Bank Directors from participating in any matter in which they had a financial interest and that any Director with a financial interest in [redacted] should recuse himself or herself from this matter. No Director recused himself or herself from the meeting.

Mr. Grant, referring to a memorandum (#13852) entitled "Personal Trading Compliance Program Recommendation," recommended that the Bank select [redacted] as the trade pre-clearance and monitoring software application for the Personal Trading Compliance Program. He noted that Bank staff had considered a number of potential solutions and that they had concluded that [redacted] is the only available product that meets the Ethics Office's functionality requirements and offers adequate information security protection. A discussion ensued.

Whereupon, it was duly and unanimously

VOTED to select [redacted] as the trade pre-clearance and monitoring software application for the Personal Trading Compliance Program.

The meeting duly adjourned at 9:05 a.m.

Corporate Secretary

New York, August 2, 2012

A meeting of the Board of Directors of the FEDERAL RESERVE BANK OF NEW YORK was held by means of a telephone conference at 4:30 p.m. this day.

PARTICIPANTS:

Mr. Bollinger, Chair,
Mr. Dimon, Mr. Lundgren,
Ms. Rafferty and Ms. Wylde,

Ms. Cumming, First Vice President,
Mr. Peach, Senior Vice President,
Mr. Held, Deputy General Counsel, Corporate
Secretary, and Senior Vice President, and
Ms. Stein, Assistant Corporate Secretary
and Vice President.

In their discussion, the Directors noted that recent economic activity was somewhat more sluggish, citing pronounced slowdowns in real final sales, personal consumption expenditures, and light motor vehicle sales as well as continuing concern over the situation in Europe. They further pointed to mixed consumer confidence indices and weak sales of new and existing homes although also acknowledging relatively strong inventory investment and stable inflation expectations. [redacted]

Ms. Cumming then presented the schedule of rates in effect at this Bank, with the recommendation that they be established without change.

Whereupon, it was duly and unanimously

VOTED that the existing rates in effect at this Bank be established without change, as follows:

Advances to and discounts for depository institutions:

(a) Primary credit rate--3/4 percent per annum.

(b) Secondary credit rate--primary credit rate plus 50 basis points.

(c) Seasonal credit rate--the average of the effective federal funds rate and ninety-day secondary market CD rate averaged over the preceding maintenance period.

The meeting duly adjourned at 4:50 p.m.

Corporate Secretary

New York, August 16, 2012

A meeting of the Board of Directors of the FEDERAL RESERVE BANK OF NEW YORK was held by means of a telephone conference at 4:30 p.m. this day.

PARTICIPANTS:

Mr. Bollinger, Chair,
Mr. Hutchins, Mr. Lundgren,
Mr. O'Neil-White, Ms. Rafferty
and Ms. Wylde,
Mr. Dudley, President,
Ms. Cumming, First Vice President,
Mr. Potter, Executive Vice President,
Mr. Peach, Senior Vice President,
Mr. Held, Deputy General Counsel, Corporate
Secretary, and Senior Vice President, and
Mr. Lieber, Assistant Vice President and
Assistant Corporate Secretary.

In their discussion, the Directors noted that incoming economic data have been somewhat stronger than expected, though the data remain mixed and are consistent with continued sluggish growth of the economy. They remarked that retail sales had risen in July following three consecutive months of declines and that indicators continued to suggest a gradual recovery in housing construction. They reported that labor market and manufacturing data had been mixed and that inflation had slowed in July relative to June. The Directors observed that the yields on longer-term Treasury securities had increased significantly and that the prices of risky assets had risen moderately in recent weeks. [redacted]

[redacted]

Mr. Dudley then presented the schedule of rates in effect at this Bank, with the recommendation that they be established without change.

Whereupon, it was duly and unanimously

VOTED that the existing rates in effect at this Bank be established without change, as follows:

Advances to and discounts for depository institutions:

(a) Primary credit rate--3/4 percent per annum.

(b) Secondary credit rate--primary credit rate plus 50 basis points.

(c) Seasonal credit rate--the average of the effective federal funds rate and ninety-day secondary market CD rate averaged over the preceding maintenance period.

The meeting duly adjourned at 4:44 p.m.

Corporate Secretary

New York, August 30, 2012

A meeting of the Board of Directors of the FEDERAL RESERVE BANK OF NEW YORK was held by means of a telephone conference at 4:30 p.m. this day.

PARTICIPANTS:

Mr. Bollinger, Chair,
Mr. Carrión, Mr. Hutchins, Mr. Lundgren,
  Mr. Mello, Ms. Rafferty and Ms. Wylde,
Ms. Cumming, First Vice President,
Mr. Peach, Senior Vice President,
Mr. Friedman, Vice President,
Mr. Held, Deputy General Counsel, Corporate
  Secretary, and Senior Vice President, and
Mr. Lieber, Assistant Vice President and
  Assistant Corporate Secretary.

In their discussion, the Directors expressed mixed views of the economy and noted that incoming economic data do not provide a clear indication as to the direction of the growth outlook. They acknowledged data indicating that consumer spending had grown at a healthy rate in July, though this pace was unlikely to be sustained due to recent increases in energy prices. They agreed that housing market data continued to be mildly encouraging and that retail sales associated with housing had been strong. [redacted]

Ms. Cumming then presented the schedule of rates in effect at this Bank, with the recommendation that they be established without change.

Whereupon, it was duly and unanimously

VOTED that the existing rates in effect at this Bank be established without change, as follows:

Advances to and discounts for depository institutions:

(a) Primary credit rate--3/4 percent per annum.

(b) Secondary credit rate--primary credit rate plus 50 basis points.

(c) Seasonal credit rate--the average of the effective federal funds rate and ninety-day secondary market CD rate averaged over the preceding maintenance period.

The meeting duly adjourned at 4:54 p.m.

Corporate Secretary

New York, September 6, 2012

A meeting of the Board of Directors of the FEDERAL RESERVE BANK OF NEW YORK was held by means of a telephone conference at 4:30 p.m. this day.

PARTICIPANTS:

Mr. Bollinger, Chair,
Mr. Carrión, Mr. Dimon, Mr. Hutchins,
Mr. Lundgren, Mr. Mello, Mr. O’Neil-White,
Ms. Rafferty and Ms. Wylde,
Mr. Dudley, President,
Ms. Cumming, First Vice President,
Mr. Potter, Executive Vice President,
Mr. Peach, Senior Vice President,
Ms. Perry, Deputy Chief of Staff,
Mr. Held, Deputy General Counsel, Corporate
Secretary, and Senior Vice President, and
Mr. Lieber, Assistant Vice President and
Assistant Corporate Secretary.

In their discussion, the Directors noted that incoming data continued to be mixed and that there had been no change in their forecasts for near-term economic growth. They acknowledged data indicating that vehicle sales had been somewhat stronger than expected and that the service sector had exhibited modest growth in August. They agreed that continued weakness in the manufacturing sector could be signaling a decline in business investment, though this may be due to a deceleration in the growth rate of foreign economies and an associated reduction in trade. They noted that the European Central Bank had announced new policy measures that had been well received by financial market participants. [redacted]

[redacted]

Mr. Dudley then presented the schedule of rates in effect at this Bank, with the recommendation that they be established without change.

Whereupon, it was duly and unanimously

VOTED that the existing rates in effect at this Bank be established without change, as follows:

Advances to and discounts for depository institutions:

(a) Primary credit rate--3/4 percent per annum.

(b) Secondary credit rate--primary credit rate plus 50 basis points.

(c) Seasonal credit rate--the average of the effective federal funds rate and ninety-day secondary market CD rate averaged over the preceding maintenance period.

The meeting duly adjourned at 4:48 p.m.

Corporate Secretary

New York, September 20, 2012

A meeting of the Board of Directors of the FEDERAL RESERVE BANK OF NEW YORK was held at its office at 10:15 a.m. this day.

PRESENT:

Mr. Bollinger, Chair,
Mr. Carrión, Mr. Hutchins, Mr. Lundgren,
Mr. Mello, Mr. O'Neil-White,
Ms. Rafferty and Ms. Wylde,
Mr. Dudley, President,
Ms. Cumming, First Vice President,
Mr. Baxter, Executive Vice President
and General Counsel,
Mr. Checki, Executive Vice President,
Mr. Christie, Executive Vice President,
Ms. Dahlgren, Executive Vice President,
Mr. Guha, Executive Vice President,
Ms. Krieger, Executive Vice President,
Mr. McAndrews, Executive Vice President,
Ms. Mink, Executive Vice President,
Mr. Murphy, Executive Vice President,
Mr. Smith, Executive Vice President
and General Auditor,
Ms. Stichnoth, Executive Vice President,
Mr. Turnipseed, Executive Vice President,
Mr. Peach, Senior Vice President,
Mr. Bergin, Chief of Staff,
Mr. Friedman, Vice President,
Mr. Held, Deputy General Counsel, Corporate
Secretary, and Senior Vice President, and
Mr. Lieber, Assistant Vice President and
Assistant Corporate Secretary.

The minutes of the meetings of (1) the Audit and Risk Committee held July 19, 2012; (2) the Board held July 19, 2012; (3) the Ad Hoc Directors Special Procurement Committee held August 1, 2012; (4) the Board held August 2, 2012; (5) the Board held August 16, 2012; and (6) the Board held August 30, 2012, were submitted and approved by consent. The actions taken by the Audit and Risk Committee on July 19, 2012, as reported in the minutes of its meeting, were ratified and approved by consent.

Mr. Hutchins, Chair of the Audit and Risk Committee (ARC), reported that the Committee had met earlier that morning and had discussed a number of items including the 2012 audit plan, a financial reporting risk event from the first quarter of 2012, the risk profile overview of the Bank, the Reserve Bank Operations and Payments Systems review, the annual review of the internal audit activity charter, and the timing of ARC meetings.

In his management comments, Mr. Dudley announced that Mr. Turnipseed would retire from the Bank in January 2013, that Ms. Stichnoth would replace him as head of the Financial Services Group, and that the Special Investments Management Group would merge with the Markets Group. He discussed the recent monetary policy announcement that the Federal Open Market Committee (FOMC) had made the prior week, noting that the Committee had agreed to purchase additional agency mortgage-backed securities at a pace of $40 billion per month, that it may undertake additional asset purchases if the outlook for the labor market does not improve substantially, and that the Committee further extended its commitment to keep the federal funds rate at exceptionally low levels. Finally, he provided updates on the Bank's response to Congressman Neugebauer's request for LIBOR-related documents and on the various policy efforts aimed at reforming LIBOR and reference rates more generally.

Mr. Murphy, referring to a document (#13863) entitled "2012 – 2nd Quarter Consolidated Financial Review (Unaudited)," presented an overview of the Bank's second quarter financial statements. He reported on highlights related to the domestic System Open Market Account (SOMA), including that the Bank's participation in SOMA domestic portfolio holdings had increased by $276.4 billion as a result of an increase in the Bank's domestic SOMA participation rate in April from 46.5 percent to 56.1 percent, that the weighted average maturity of the domestic portfolio's holdings of Treasury debt had increased to 8.8 years at the end of the second quarter from 7.9 years at the beginning of the quarter and from 6.1 years at the inception of the Maturity Extension Program, and that the Bank had recorded $1.5 billion in net realized gains from the sale of Treasury securities in the second quarter.

Mr. Murphy also reported that that the amount of Term Asset-Backed Loan Facility (TALF) loans outstanding continued to decline, bringing the

TALF balance to $4.5 billion at the end of the second quarter, and that the credit protection provided by the Department of the Treasury under the Troubled Assets Relief Program (TARP) was reduced from $4.3 billion to $1.4 billion in June. He stated that Maiden Lane LLC and Maiden Lane III LLC had fully repaid the outstanding portion of their loans to the Bank plus interest and that these entities had recorded net income of $1.8 billion in the second quarter. He added that subsequent to the end of the second quarter, AIG's equity contribution in Maiden Lane III LLC plus accrued interest had been fully repaid and that the Bank had begun to receive residual profits. Finally, he commented on expenses subject to budgetary control, noting a higher forecast for estimated expenses due to increased hiring related to Dodd-Frank responsibilities and greater spending on technology services. A discussion ensued.

Mr. Checki, referring to a series of charts (#13864), reported on global economic conditions, highlighting that growth had slowed in the advanced economies. He observed that accommodative monetary policy announcements by the Federal Reserve and the European Central Bank had been well-received by financial market participants, though the ultimate efficacy of these policies to remedy underlying economic weakness remained uncertain. Finally, he commented that economic momentum in the emerging economies had slowed as well, underscoring that output growth in China remained sluggish.

Mr. Friedman, referring to a series of charts (#13865), reported on conditions in financial markets. He noted that the recent announcement by the FOMC to purchase additional agency mortgage-backed securities had prompted a decline in the yields on mortgage-backed securities, though the impact that these declines would have on the primary rate for mortgages offered to consumers was uncertain. He also observed that the prices of risk assets such as equities and corporate bonds had risen in response to the FOMC's announcement, as had the yields on longer-term Treasury securities.

Finally, he acknowledged that market-implied inflation expectations had increased significantly following the announcement, though the prevailing levels of these inflation expectations remained within historically-observed ranges. A discussion ensued.

Mr. Peach, referring to a series of charts (#13866) entitled "U.S. Macro Overview," reported that the projected rate of growth for the second half of the year had been reduced, reflecting softer activity in the goods-producing sector, a decline in consumers' real incomes owing to higher energy prices, and lower farm output as a result of the drought. He noted that data indicated a slowing of total inflation over recent months and he postulated that measures of core inflation were likely to slow significantly in the near term. Finally, he provided statistical evidence that suggested that the stability in the rate of growth of labor compensation was not indicative of declining slack in the labor market, but rather of the rigidity of wage growth to falling below the rate of growth of inflation. A discussion ensued.

In their discussion, the Directors acknowledged that the pace of economic growth continued to be subdued and that the outlook for growth in coming quarters remained sluggish. They discussed the labor market and agreed that the pace of improvement had slowed and that they expected only a gradual decline in the unemployment rate. They noted that measures of core inflation had slowed and were expected to decelerate further. They concurred that the greatest risks to the outlook were the potential for fiscal contraction in 2013 and the evolving situation in Europe. [redacted]

[redacted]

Mr. Dudley then presented the schedule of rates in effect at this Bank, with the recommendation that they be established without change.

Whereupon, it was duly and unanimously

VOTED that the existing rates in effect at this Bank be established without change, as follows:

Advances to and discounts for depository institutions:

(a) Primary credit rate--3/4 percent per annum.

(b) Secondary credit rate--primary credit rate plus 50 basis points.

(c) Seasonal credit rate--the average of the effective federal funds rate and ninety-day secondary market CD rate averaged over the preceding maintenance period.

The meeting duly adjourned at 12:10 p.m.

Corporate Secretary

New York, September 20, 2012

A meeting of the Nominating and Corporate Governance Committee of the FEDERAL RESERVE BANK OF NEW YORK was held at its office at 12:15 p.m. this day.

PRESENT:

Mr. Bollinger, Chair,
Mr. Carrión, Mr. O'Neil-White
and Ms. Rafferty,
Mr. Dudley, President,
Ms. Cumming, First Vice President,
Mr. Baxter, Executive Vice President
and General Counsel,
Mr. Held, Deputy General Counsel, Corporate
Secretary, and Senior Vice President, and
Mr. Lieber, Assistant Vice President and
Assistant Corporate Secretary.

Mr. Baxter and Mr. Held presented to the Committee a memorandum and attachments (#13867) regarding a Freedom of Information Act (FOIA) request for all records that pertain to Jamie Dimon's involvement in Bank decisions during his tenure on the Bank's Board of Directors. A discussion ensued.

The meeting duly adjourned at 12:44 p.m.

Corporate Secretary

New York, October 4, 2012

A meeting of the Board of Directors of the FEDERAL RESERVE BANK OF NEW YORK was held by means of a telephone conference at 4:30 p.m. this day.

PARTICIPANTS:

Mr. Bollinger, Chair,
Mr. Dimon, Mr. Hutchins, Mr. Lundgren,
Mr. Mello, Mr. O'Neil-White and Ms. Wylde,
Mr. Dudley, President,
Ms. Cumming, First Vice President,
Mr. Potter, Executive Vice President,
Mr. Peach, Senior Vice President,
Mr. Bergin, Chief of Staff,
Mr. Held, Deputy General Counsel, Corporate
Secretary, and Senior Vice President, and
Mr. Lieber, Assistant Vice President and
Assistant Corporate Secretary.

In their discussion, the Directors acknowledged that although economic data over the past two weeks had been somewhat more upbeat, the pace of economic growth continued to be subdued and that the rate of growth forecast for the second half of the year was comparable to that of the first half. They took note of data indicating that recent measures of consumer confidence had risen to multi-year highs and that the pace of sales of motor vehicles in September had reached the highest level in several years. [redacted]

Mr. Dudley then presented the schedule of rates in effect at this Bank, with the recommendation that they be established without change.

Whereupon, it was duly and unanimously

VOTED that the existing rates in effect at this Bank be established without change, as follows:

<u>Advances to and discounts for depository institutions</u>:

(a) Primary credit rate--3/4 percent per annum.

(b) Secondary credit rate--primary credit rate plus 50 basis points.

(c) Seasonal credit rate--the average of the effective federal funds rate and ninety-day secondary market CD rate averaged over the preceding maintenance period.

The meeting duly adjourned at 4:43 p.m.

Corporate Secretary

New York, October 10, 2012

A meeting of the Directors' Management and Budget Committee of the FEDERAL RESERVE BANK OF NEW YORK was held by means of a telephone conference at 10:00 a.m. this day.

PARTICIPANTS:

Mr. Bollinger, Chair,
Mr. Lundgren, Mr. O'Neil-White and
Ms. Rafferty,
Mr. Dudley, President,
Ms. Cumming, First Vice President,
Mr. Murphy, Executive Vice President,
Ms. Ambrosio, Senior Vice President,
Ms. Miller, Vice President,
Mr. Bergin, Chief of Staff,
Mr. Held, Deputy General Counsel, Corporate
Secretary, and Senior Vice President, and
Mr. Lieber, Assistant Vice President and
Assistant Corporate Secretary.

Mr. Dudley presented an overview of the Bank's proposed 2013 budget, noting that there continued to be considerable uncertainty regarding compensation due in part to developments in the federal sector and that this presented a risk to the Bank's proposed budget.

Ms. Cumming reviewed with the Committee members the Bank's proposed 2013 budget (#13868). Ms. Cumming noted that the 6.0 percent increase in the Bank's 2013 budget relative to the 2012 budget was due in part to compensation programs to attract and retain staff, putting in place a new supervisory framework, including accelerated staff hiring in 2012, the Fedwire Modernization Program and the Governmentwide Accounting-Central Accounting and Reporting System program. She cautioned that two main risks to the budget were posed by potential expenses associated with information systems changes necessary for the Department of the Treasury's proposed issuance of floating rate notes and by a potential further increase in supervisory staffing resources.

Ms. Cumming remarked that the Bank's 2013 priorities included promoting financial stability, enhancing the ability to contribute to the formulation and implementation of monetary policy, leading efforts to shape and implement payment system policy, and delivering payment services to customers in an efficient and cost effective manner.

After a discussion, the Committee voted to approve the Bank's proposed 2013 budget and submit it to the full Board.

The meeting duly adjourned at 10:23 a.m.

Corporate Secretary

New York, October 18, 2012

A meeting of the Nominating and Corporate Governance Committee of the FEDERAL RESERVE BANK OF NEW YORK was held at its office at 9:30 a.m. this day.

PRESENT:

Mr. Bollinger, Chair,
Mr. Carrión, Ms. Rafferty and Ms. Wylde,
Mr. Dudley, President,
Ms. Cumming, First Vice President,
Mr. Baxter, Executive Vice President and General Counsel,
Mr. Bergin, Chief of Staff,
Mr. Held, Deputy General Counsel, Corporate Secretary, and Senior Vice President, and
Mr. Lieber, Assistant Vice President and Assistant Corporate Secretary.

Mr. Dudley recommended that Glenn H. Hutchins, whose term as a Class B Director would expire at year-end, be asked to continue to serve for a three-year term, beginning January 1, 2013.

Whereupon, it was duly and unanimously

VOTED to recommend to the full Board the nomination of Glenn H. Hutchins.

The Committee also discussed potential Director candidates to succeed Mr. Dimon, who is leaving the Board at the end of the year. Mr. Held noted that Mr. Dimon occupies the Class A, Group 1 Director seat, which is the seat allocated to banks whose capital and surplus exceed $1 billion. He also noted that Mr. Carrión occupies the Class A, Group 2 Director seat, which is the seat allocated to banks whose capital and surplus is $30 million to $1 billion, inclusive. After discussing a number of possible candidates, the Committee noted that Banco Popular de Puerto Rico had been reclassified as a Group 1 bank since its capital and surplus now exceeded $1 billion. The Committee agreed that the Board therefore should consider recommending Mr. Carrión as a replacement for Mr. Dimon. The Committee noted that if Mr. Carrión were to be elected to succeed Mr. Dimon, then the Group 2 state member banks would need to elect a replacement for Mr. Carrión.

Whereupon, it was duly and unanimously

VOTED to recommend to the full Board the nomination of Richard Carrión to succeed Mr. Dimon as the Class A, Group 1 Director.

Mr. Baxter and Mr. Held gave an update to the Committee regarding a request pursuant to the Bank's Freedom of Information (FOI) Policy for records pertaining to Jamie Dimon's involvement in Bank decisions during his tenure on the Bank's Board of Directors. Mr. Held informed the Board that he had gathered and reviewed records responsive to the request and he described to the Directors the contents of certain portions of the records. A discussion ensued after which the Directors agreed to approve a limited waiver of the attorney-client privilege with respect to those aspects of the records that memorialize attorney-client communications. The Directors also agreed to approve a limited waiver of the deliberative-process privilege with respect to those portions of the records that memorialize the Bank staff's briefings to the Board and discussions related to these briefings. The Board excepted from this limited waiver those portions of the records that memorialize the Directors' discussion relating to the state of the economy and markets.

The meeting duly adjourned at 10:01 a.m.

Corporate Secretary

New York, October 18, 2012

A meeting of the Board of Directors of the FEDERAL RESERVE BANK OF NEW YORK was held at its office at 10:10 a.m. this day.

PRESENT:

Mr. Bollinger, Chair,
Mr. Carrión, Mr. Hutchins, Mr. Lundgren,
Mr. Mello, Ms. Rafferty and Ms. Wylde,
Mr. Dudley, President,
Ms. Cumming, First Vice President,
Mr. Baxter, Executive Vice President
and General Counsel,
Mr. Checki, Executive Vice President,
Mr. Christie, Executive Vice President,
Ms. Dahlgren, Executive Vice President,
Ms. Krieger, Executive Vice President,
Mr. McAndrews, Executive Vice President,
Ms. Mink, Executive Vice President,
Mr. Murphy, Executive Vice President,
Mr. Potter, Executive Vice President,
Ms. Stichnoth, Executive Vice President,
Mr. Turnipseed, Executive Vice President,
Mr. Peach, Senior Vice President,
Mr. Bergin, Chief of Staff,
Mr. Blackwood, Vice President,
Mr. Held, Deputy General Counsel, Corporate
Secretary, and Senior Vice President, and
Mr. Lieber, Assistant Vice President and
Assistant Corporate Secretary,
and, attending a portion of the meeting,
Mr. Van Der Klaauw, Vice President, and
Mr. Schoen, Assistant Vice President.

In his management comments, Mr. Dudley briefed the Board on the terrorist incident that had occurred the previous day, [redacted] Mr. Dudley also announced that the Bank had furnished documents pertaining to LIBOR to the House of Representatives, Committee on Financial Services, Subcommittee on Oversight and Investigation, and that the Bank would continue to work with the subcommittee to ensure that it had fully and completely responded to the request for information. A discussion ensued.

Ms. Cumming reviewed with the Directors the Bank's proposed 2013 budget (#13868). She reported that the Management and Budget Committee had met the prior week and had approved the proposed budget, which reflected an increase of about 6 percent relative to the 2012 budget, primarily due to compensation programs to attract and retain staff, a new supervisory framework to accommodate demands associated with the implementation of regulatory reform legislation, and funding for Treasury and National Business initiatives. Mr. Hutchins assured the Directors that the proposed budget provided sufficient resources for the Audit Function to fulfill its mandate. A discussion ensued.

Ms. Mink, referring to a document (#13869) entitled "2012/2013 Compensation Planning," provided a summary of the Bank's compensation philosophy and reviewed year-end compensation plans. She underscored that the Bank strives to balance three sometimes competing factors: individual performance and contributions, internal parity, and external market alignment. She reinforced that the Bank continued to follow the spirit of the federal wage freeze for officers in 2012 and that the Bank would continue this practice at least through the first quarter of 2013. Finally, Ms. Mink described a number of significant challenges that the Bank was experiencing as a result of the ongoing constraints in compensation budgets. A discussion ensued.

Whereupon, it was duly and unanimously

VOTED to approve the Bank's proposed 2013 budget and 2013 compensation programs.

At this point, Messrs. Van Der Klaauw and Schoen entered the meeting.

Mr. Schoen, referring to a document (#13870) entitled “Student Loan Overview,” informed the Directors on developments and trends in student loans. He presented data on the cost of college, the types and limits of student loans that are offered, and the segments of higher education institutions in which student loan borrowing occurs. He highlighted that total student loan debt outstanding had increased rapidly over the past decade and that while total household debt had declined noticeably since 2008, student loan debt had increased by over 50 percent. Mr. Schoen provided statistics on delinquencies and defaults on student loans, noting a steady increase in defaults in recent years. Finally, he discussed some economic and financial stability implications of these developments in student loans and noted some similarities and differences between student loans and subprime mortgages. A discussion ensued.

At this point, Messrs. Van Der Klaauw and Schoen left the meeting.

Mr. Checki, referring to a series of charts (#13871), reported on global economic conditions. He indicated that recent economic data from foreign economies had been weaker than anticipated. He remarked that the euro area remained in recession and that credit conditions for businesses and households in the region continued to be tight, though the financing environment for sovereigns in the periphery of the euro area had improved. Finally, he observed that the rate of output growth in many emerging market economies had slowed and that there was limited scope for monetary policy easing in these economies due to relatively tight labor markets and firm inflation.

Mr. Potter, referring to a series of charts (#13872), reported on conditions in financial markets. He commented that the yields on nominal Treasury securities had fluctuated within a relatively narrow range over the preceding month and that this volatility had been largely driven by monetary policy announcements in the U.S. and the euro area. He remarked that the yields on agency mortgage-backed securities had declined considerably since the FOMC announced that it would purchase additional agency mortgage-backed securities but that the primary rate for mortgages offered to consumers had declined only modestly. Finally, he noted that the risk of an impending fiscal contraction at year-end had not yet had an observable impact on the prices of most financial assets.

Mr. Peach, referring to a series of charts (#13873) entitled "U.S. Macro Overview," reported that there had been essentially no change in the projected rate of growth of the economy for the second half of the year. He reviewed recent inflation data and suggested that both total and core inflation had been behaving as expected. Finally, he discussed the dynamic nature of the U.S. labor market and detailed the differences between the monthly establishment and household employment surveys. A discussion ensued.

In their discussion, the Directors agreed that recent economic data had been mixed and that overall, the trajectory of growth remained measured but steady. They acknowledged that indicators related to the consumer and housing sectors continued to exhibit strength, but that gauges of business activity had displayed further weakness. They discussed the labor market and took note of the recent improvement in the unemployment rate. [redacted]

[redacted]

Mr. Dudley then presented the schedule of rates in effect at this Bank, with the recommendation that they be established without change.

Whereupon, it was duly and unanimously

VOTED that the existing rates in effect at this Bank be established without change, as follows:

Advances to and discounts for depository institutions:

(a) Primary credit rate--3/4 percent per annum.

(b) Secondary credit rate--primary credit rate plus 50 basis points.

(c) Seasonal credit rate--the average of the effective federal funds rate and ninety-day secondary market CD rate averaged over the preceding maintenance period.

At this point, the meeting went into executive session, and Messrs. Checki and Christie, Mses. Dahlgren and Krieger, Mr. McAndrews, Ms. Mink, Messrs. Murphy and Potter, Ms. Stichnoth, Messrs. Turnipseed, Peach, Bergin, Blackwood and Lieber left the meeting.

Mr. Held was designated to keep the minutes of the executive session.

Mr. Baxter and Mr. Held briefed the Directors regarding an information request pursuant to the Bank's Freedom of Information Policy for records relating to Jamie Dimon's involvement in Bank decisions during his tenure on the Bank's Board of Directors. Mr. Held summarized the discussion held with the Nominating and Corporate Governance Committee, including that the Committee had agreed to approve a limited waiver of the attorney-client privilege with respect to those aspects of records responsive to the request that memorialize attorney-client communications, as well as a limited waiver of the deliberative-process privilege with respect to those portions of the records that memorialize the Bank staff's briefings to the Board and discussions related to these briefings. He also informed the Board that the Committee had excepted from this limited waiver those portions of the records that memorialize the Directors' discussion relating to the state of the economy and markets. The Board endorsed the Committee's actions.

At this point, Mr. Hutchins left the meeting.

Mr. Dudley informed the Board that the Nominating and Corporate Governance Committee had voted to recommend that Glenn H. Hutchins, whose term as a Class B Director would expire at year-end, be asked to continue to serve for a three-year term beginning January 1, 2013.

Whereupon, it was duly and unanimously

VOTED to recommend that Glenn H. Hutchins be nominated to serve for a three-year term, beginning January 1, 2013.

The meeting duly adjourned at 12:24 p.m.

Corporate Secretary

New York, November 1, 2012

A meeting of the Board of Directors of the FEDERAL RESERVE BANK OF NEW YORK was held by means of a telephone conference at 4:30 p.m. this day.

PARTICIPANTS:

Ms. Wylde, Deputy Chair,
Mr. Carrión, Mr. Hutchins, Mr. Mello,
Mr. O'Neil-White and Ms. Rafferty,
Mr. Dudley, President,
Ms. Cumming, First Vice President,
Mr. Baxter, Executive Vice President
and General Counsel,

Mr. McAndrews, Executive Vice President,
Mr. Murphy, Executive Vice President,
Mr. Friedman, Vice President,
Mr. Held, Deputy General Counsel, Corporate Secretary, and Senior Vice President, and
Mr. Lieber, Assistant Vice President and Assistant Corporate Secretary.

In their discussion, the Directors discussed the economic impact of Hurricane Sandy on the region, and observed that output growth in the current quarter likely would be reduced only modestly as a result of the storm since rebuilding efforts would partially offset a decline in activity. They discussed the wide range of estimates of insured capital losses, noting that even the highest estimate represented a very small portion of aggregate output of the economy. [redacted]

Mr. Dudley then presented the schedule of rates in effect at this Bank, with the recommendation that they be established without change.

Whereupon, it was duly and unanimously

VOTED that the existing rates in effect at this Bank be established without change, as follows:

<u>Advances to and discounts for depository institutions</u>:

(a) Primary credit rate--3/4 percent per annum.

(b) Secondary credit rate--primary credit rate plus 50 basis points.

(c) Seasonal credit rate--the average of the effective federal funds rate and ninety-day secondary market CD rate averaged over the preceding maintenance period.

Mr. Held recommended that the Board select James Gorman of Morgan Stanley as the District's representative on the Federal Advisory Council.

Whereupon, it was duly and unanimously

VOTED to select James P. Gorman, Chairman and Chief Executive Officer, Morgan Stanley, as the member of the Federal Advisory Council (FAC) representing the Second Federal Reserve District for the remainder of 2012 and 2013.

Mr. Murphy provided an update on the current state of operations of the Bank following Tropical Storm Sandy, highlighting that the Bank had been able to successfully execute all of its critical activities without incident. He also described some of the challenges faced by the Bank following the storm, particularly with respect to real estate, staffing, and transportation.

The meeting duly adjourned at 5:05 p.m.

Corporate Secretary

New York, November 15 2012

A meeting of the Board of Directors of the FEDERAL RESERVE BANK OF NEW YORK was held by means of a telephone conference at 4:30 p.m. this day.

PARTICIPANTS:

Mr. Bollinger, Chair,
Mr. Dimon, Mr. Hutchins,
Mr. Mello and Ms. Wylde,
Mr. Dudley, President,
Ms. Cumming, First Vice President,
Mr. Peach, Senior Vice President,

Mr. Bergin, Chief of Staff,
Mr. Friedman, Vice President,
Mr. Held, Deputy General Counsel, Corporate Secretary, and Senior Vice President, and
Mr. Lieber, Assistant Vice President and Assistant Corporate Secretary.

Mr. Dudley and Mr. Held first discussed with the Directors a request for certain minutes of the meetings of the Board of Directors. Mr. Held noted that this request had been discussed previously with both the Nominating and Corporate Governance Committee and with the full Board. Mr. Held reminded the Board that a number of considerations had been raised at these prior meetings, including the public perception of the role of the Bank's Board, the Bank's commitment to enhanced transparency and communication with the public about its activities, and the importance of maintaining a robust and forthright deliberative process at the Board meetings. After further discussion, the Board agreed to adopt a new disclosure policy whereby all minutes of the full Board meetings and certain Board Committee meetings will be posted on the Bank's external website with a minimum of a six month lag. The Board further agreed that this new policy will be applicable to those minutes of meetings dating back to January 1, 2007. With respect to minutes from January 2007 to the present, the Board agreed to waive otherwise applicable privileges and exemptions, with one exception: the Board agreed to assert all applicable privileges and exemptions for the portion of the minutes of past and future meetings that summarizes the Board's discussion relating to the state of the economy and markets and which often includes confidential commercial information about the Directors' own firms. The Board also agreed to retain the discretion to assert additional privileges and exemptions with respect to minutes of upcoming meetings, as it deems appropriate. The Board also agreed to continue to assert all applicable privileges and exemptions with respect to minutes of meetings of the Audit and Risk Committee. The Directors agreed that the release of the minutes of this Committee could impair the effectiveness of the Bank's risk and audit-related controls, and that therefore minutes of meetings of this Committee should not be disclosed except as required by law.

Mr. Held then informed the Directors that a new non-profit corporation had been created to accept donations from Bank employees and others which would then be used to provide assistance to Federal Reserve employees who had been affected by Tropical Storm Sandy. A discussion ensued.

The Directors then discussed recent economic data, some of which indicated that the growth rate for the third quarter would be revised up considerably, due primarily to more inventory investment than previously estimated. They acknowledged that the pace of inventory investment would likely slow in the fourth quarter and could exert a sizable drag on the overall growth rate. They agreed that financial markets had exhibited a negative trend over the past week due to concerns about the impending fiscal contraction and the growth outlook in Europe. [redacted]

[redacted]

Mr. Dudley then presented the schedule of rates in effect at this Bank, with the recommendation that they be established without change.

Whereupon, it was duly and unanimously

VOTED that the existing rates in effect at this Bank be established without change, as follows:

<u>Advances to and discounts for depository institutions</u>:

(a) Primary credit rate--3/4 percent per annum.

(b) Secondary credit rate--primary credit rate plus 50 basis points.

(c) Seasonal credit rate--the average of the effective federal funds rate and ninety-day secondary market CD rate averaged over the preceding maintenance period.

The meeting duly adjourned at 5:00 p.m.

Corporate Secretary

New York, November 29, 2012

A meeting of the Board of Directors of the FEDERAL RESERVE BANK OF NEW YORK was held by means of a telephone conference at 4:30 p.m. this day.

PARTICIPANTS:

Mr. Bollinger, Chair,
Mr. Carrión, Mr. Hutchins, Mr. Lundgren,
Mr. Mello, Mr. O'Neil-White,
Ms. Rafferty and Ms. Wylde,
Mr. Dudley, President,
Ms. Cumming, First Vice President,
Mr. Potter, Executive Vice President,
Mr. Peach, Senior Vice President,
Mr. Bergin, Chief of Staff,
Ms. Perry, Deputy Chief of Staff,
Mr. Held, Deputy General Counsel, Corporate
Secretary, and Senior Vice President, and
Mr. Lieber, Assistant Vice President and
Assistant Corporate Secretary.

In their discussion, the Directors were cautiously optimistic about the state of the economy, noting that year-end negotiations relating to the "fiscal cliff" present both a material risk to the economy as well as a potential opportunity. They discussed the labor market and agreed that Hurricane Sandy had likely contributed to the recent weakness of employment data. [redacted]

Mr. Dudley then presented the schedule of rates in effect at this Bank, with the recommendation that they be established without change.

Whereupon, it was duly and unanimously

VOTED that the existing rates in effect at this Bank be established without change, as follows:

Advances to and discounts for depository institutions:

(a) Primary credit rate--3/4 percent per annum.

(b) Secondary credit rate--primary credit rate plus 50 basis points.

(c) Seasonal credit rate--the average of the effective federal funds rate and ninety-day secondary market CD rate averaged over the preceding maintenance period.

The meeting duly adjourned at 5:03 p.m.

Corporate Secretary

New York, December 13, 2012

A meeting of the Board of Directors of the FEDERAL RESERVE BANK OF NEW YORK was held by means of a telephone conference at 4:30 p.m. this day.

PARTICIPANTS:

Mr. Bollinger, Chair,
Mr. Dimon, Mr. Lundgren, Mr. Mello, Mr. O’Neil-White, Ms. Rafferty and Ms. Wylde,
Mr. Dudley, President,
Mr. Peach, Senior Vice President,
Mr. Stiroh, Senior Vice President,
Mr. Bergin, Chief of Staff,
Ms. Perry, Deputy Chief of Staff,
Mr. Held, Deputy General Counsel, Corporate Secretary, and Senior Vice President, and
Mr. Lieber, Assistant Vice President and Assistant Corporate Secretary.

In their discussion, the Directors expressed the view that there had been little change in their outlook toward the economy over recent weeks and that they were focused on negotiations relating to the “fiscal cliff.” They discussed recently released economic data and characterized it as mixed. They noted that manufacturing, trade, and consumer confidence data had been disappointing but that consumer spending, labor market indicators, and service sector data had been encouraging. They took note of the latest monetary policy action by the FOMC to maintain the prevailing degree of monetary accommodation and to replace its calendar-based forward guidance with macroeconomic numerical thresholds. [redacted]

[redacted]

A discussion was held with the Directors regarding the upcoming Class A Group 1 Director vacancy on the Board once Jamie Dimon completes his second term at year-end. Mr. Held provided an overview of the Board's role with respect to the election of the Class A and Class B Directors. He noted that the Board's role is limited to recommending potential candidates to the Committee on Recommendation of Candidates for Directors of the Federal Reserve Banks ("Recommendation Committee"), which is a committee comprised of representatives from the member banks. The Recommendation Committee is responsible for soliciting Director nominations from the member banks and, in doing so, may recommend potential candidates to the member banks for nomination, including the candidate recommended by the Board. After the nomination process is completed, an election is held to select the Board member from among the nominated candidates.

Mr. Held also noted that the Nominating and Corporate Governance Committee ("NCGC") had considered this matter at its October 18, 2012 meeting. He stated that the NCGC had observed that Mr. Dimon occupies the Class A, Group 1 Director seat, which is the seat allocated to banks whose capital and surplus exceed $1 billion, and that Mr. Carrión occupies the Class A, Group 2 Director seat, which is the seat allocated to banks whose capital and surplus is $30 million to $1 billion, inclusive. Mr. Held informed the Board that the NCGC, after observing that Mr. Carrion's bank, Banco Popular de Puerto Rico, had been reclassified as a Group 1 bank since its capital and surplus now exceeded $1 billion, recommended that the Board consider Mr. Carrion as a successor to Mr. Dimon. After a discussion, it was duly and unanimously

VOTED to recommend to the member banks' Committee on Recommendation of Candidates for Directors of the Federal Reserve System that Richard Carrión be considered as a successor to Mr. Dimon.

Mr. Dudley then presented the schedule of rates in effect at this Bank, with the recommendation that they be established without change.

Whereupon, it was duly and unanimously

VOTED that the existing rates in effect at this Bank be established without change, as follows:

Advances to and discounts for depository institutions:

(a) Primary credit rate--3/4 percent per annum.

(b) Secondary credit rate--primary credit rate plus 50 basis points.

(c) Seasonal credit rate--the average of the effective federal funds rate and ninety-day secondary market CD rate averaged over the preceding maintenance period.

The meeting duly adjourned at 4:53 p.m.

Corporate Secretary

New York, December 20, 2012

A meeting of the Board of Directors of the FEDERAL RESERVE BANK OF NEW YORK was held at its office at 10:00 a.m. this day.

PRESENT:

Mr. Bollinger, Chair,
Mr. Carrión, Mr. Dimon, Mr. Hutchins,
Mr. Lundgren, Mr. O'Neil-White,
Ms. Rafferty and Ms. Wylde,
Mr. Dudley, President,
Ms. Cumming, First Vice President,
Mr. Baxter, Executive Vice President
and General Counsel,
Mr. Checki, Executive Vice President,
Mr. Christie, Executive Vice President,
Mr. Guha, Executive Vice President,
Ms. Krieger, Executive Vice President,

Mr. McAndrews, Executive Vice President,
Ms. Mink, Executive Vice President,
Mr. Murphy, Executive Vice President,
Mr. Potter, Executive Vice President,
Mr. Smith, Executive Vice President
and General Auditor,
Ms. Stichnoth, Executive Vice President,
Mr. Turnipseed, Executive Vice President,
Mr. Peach, Senior Vice President,
Mr. Bergin, Chief of Staff,
Ms. Logan, Vice President,
Mr. Held, Deputy General Counsel, Corporate
Secretary, and Senior Vice President, and
Mr. Lieber, Assistant Vice President and
Assistant Corporate Secretary.

The minutes of the meetings of (1) the Board held September 6, 2012; (2) the Audit and Risk Committee held September 20, 2012; (3) the Board held September 20, 2012; (4) the Nominating and Corporate Governance Committee held September 20, 2012; and (5) the Board held October 4, 2012; (6) the Management and Budget Committee held October 10, 2012; (7) the Nominating and Corporate Governance Committee held October 18, 2012; (8) the Board held October 18, 2012; (9) the Special Audit and Risk Committee held October 18, 2012; (10) the Board held November 1, 2012; and (11) the Board held November 15, 2012, were submitted and approved by consent. The actions taken by the Audit and Risk Committee on September 20, 2012 and October 18, 2012, as reported in the minutes of its meetings, were ratified and approved by consent.

The Directors, by consent,

having received and reviewed a copy of the general resolution conferring authority on the officers to conduct the business of the Bank,

VOTED to adopt such general resolution in the form submitted to them (#13885);

having received and reviewed a copy of the resolution establishing the primary credit rate in a financial emergency, which is expiring on December 31, 2013, unless the Board of Directors renews the resolution for an additional period, VOTED to adopt such resolution in the form submitted to them (#13886);

VOTED that a dividend at the rate of six percent per annum for the six-month period ending December 31, 2012 be declared on the paid-in capital of the Bank, payable on December 31, 2012 to stockholders shown on the books of the Bank at the close of business on December 28, 2011;

VOTED to adopt the following resolution to elect the Bank's representative on the FOMC:

"RESOLVED, that this Board does hereby vote to elect William C. Dudley, President of the Federal Reserve Bank of New York, as the representative of this Federal Reserve Bank on the Federal Open Market Committee ("FOMC") created by Section 12A of the Federal Reserve Act, as amended, to serve as such representative for the period beginning on the date of the first regularly scheduled meeting of the FOMC in 2013 through the conclusion of the day immediately before the date of the first regularly scheduled meeting of the FOMC in 2014, and does hereby vote to elect Christine M. Cumming, First Vice President of the Federal Reserve Bank of New York, to serve during the same period as an alternate on the Federal Open Market Committee in the absence of President William C. Dudley"; and

VOTED to approve the 2013 Standing Committee assignments (#13887).

Mr. Hutchins, Chair of the Audit and Risk Committee (ARC), reported that the Committee had met earlier that morning and had confirmed that all actions required under its charter were in fact completed during the year and that the Committee had approved an updated charter. He stated that the Committee had received a number of presentations including risk profile and operations report overviews, a status update of select findings from the Board of Governor's operations review, reports from Deloitte & Touche on year-end audit activities and issues, and summaries of the Bank's internal audit program and budget as well as the 2013 System Audit Plan, which was approved by the Committee.

In his management comments, Mr. Dudley acknowledged that this would be the final meeting for Mr. Bollinger and Mr. Dimon, whose terms as Directors would expire at the end of the year, and he thanked them for their service. He noted that Ms. Rafferty had been appointed to succeed Mr. Bollinger as Chair and that Sara Horowitz would join the Board as a Class C Director. Mr. Dudley noted that as had been previously discussed with the Board, the Bank had released the minutes to Board of Directors' meetings from January 2007 through June 2012. A discussion ensued.

Mr. Murphy, referring to a document (#13888) entitled "2012 – 3rd Quarter Financial Review (Unaudited)," presented an overview of the Bank's third quarter financial statements. He highlighted that SOMA domestic portfolio holdings had remained relatively unchanged at $2.7 trillion, of which $1.5 trillion was participated to the Bank at quarter end, that the FOMC had directed the Bank to purchase $40 billion in additional agency MBS per month on an open-ended basis, and that Maiden Lane III LLC had sold the remaining assets from its portfolio, finished repaying AIG's equity contribution plus accrued interest, and distributed residual profits to the Bank of $5.9 billion and to AIG of $2.9 billion.

Mr. Murphy then discussed the distribution of the Maiden Lane facilities' net assets and acknowledged that as of the end of the third quarter, there remained $1.8 billion of undistributed net assets and that the Bank had a residual interest in $1.5 billion of these assets. He presented information on the net income or loss recorded by the Bank in its consolidated financial statements for each of the financial stability consolidated variable interest entities and concluded that as of the end of the third quarter, the Bank had a net income from inception attributable to all of the Special Purpose Entities that were established to support the Financial Stability objective, including the Commercial Paper Funding Facility of $17.2 billion. Finally, Mr. Murphy reported that the amount of Term Asset-Backed Loan Facility (TALF) loans outstanding continued to decline, bringing the TALF balance to $1.4 billion at the end of the third quarter. A discussion ensued.

Mr. Checki, referring to a series of charts (#13889), reported on global economic conditions and described the outlook as more promising than in recent months. He noted that the approach taken by European policymakers to address the crisis in the euro area was encouraging and that as a result, conditions in European financial markets had improved, though considerable risks remained. He briefly discussed the political situation in Japan and the potential economic policies that could be implemented by the incoming administration. Finally, he suggested that economic growth in most emerging economies would likely proceed at a moderately strong pace and that governments in several large emerging economies, including China, were focused on carrying out structural reforms. A discussion ensued.

Mr. Potter, referring to a series of charts (#13890), reported on conditions in financial markets. He remarked that global equity prices had increased steadily since July, that market-implied measures of uncertainty were at very low levels, and that the market-implied path of expected interest rate increases by the FOMC had been pushed back somewhat since the most recent Board of Directors meeting. He discussed several aspects of SOMA securities holdings, highlighting that MBS principal payments were expected to continue to rise as the size of the balance sheet increased, that the duration of Treasury securities purchased as part of the open-ended purchase program would decline slightly compared to the duration of purchases under the Maturity Extension Program, and that the share of outstanding Treasuries owned by SOMA had increased significantly for medium- and long-term maturities over recent years. A discussion ensued.

Mr. Peach, referring to a series of charts (#13891) entitled "U.S. Macro Overview," summarized recent economic data and the Bank's outlook for the U.S. economy. He then provided an update on the ongoing federal budget negotiations, outlining the contours of the most recent proposal, based on publicly available data. Finally, he presented historical data on charitable giving activity and discussed how the possible effects of changes to the treatment of charitable giving under discussion in the Congressional budget negotiations could impact such activity going forward. A discussion ensued.

In their discussion, the Directors acknowledged that the economic outlook had not changed much over the preceding week and that they continued to be focused on negotiations relating to the "fiscal cliff". They discussed several aspects of the potential fiscal contraction, including the potential impact of changes in tax policy on charitable giving. [redacted]

[redacted]

Mr. Dudley then presented the schedule of rates in effect at this Bank, with the recommendation that they be established without change.

Whereupon, it was duly and unanimously

VOTED that the existing rates in effect at this Bank be established without change, as follows:

Advances to and discounts for depository institutions:

(a) Primary credit rate--3/4 percent per annum.

(b) Secondary credit rate--primary credit rate plus 50 basis points.

(c) Seasonal credit rate--the average of the effective federal funds rate and ninety-day secondary market CD rate averaged over the preceding maintenance period.

At this point, the meeting went into executive session, and Ms. Cumming, Messrs. Checki, Christie and Guha, Ms. Krieger, Mr. McAndrews, Ms. Mink, Messrs. Murphy, Potter and Smith, Ms. Stichnoth, Messrs. Turnipseed, Peach and Bergin, Ms. Logan and Mr. Lieber left the meeting.

Mr. Held was designated to keep the minutes of the executive session.

Mr. Held presented to the Directors a memorandum, with resolution attached (#13892), entitled “Waiver.” He asked the Directors to grant a limited waiver permitting [redacted]

[redacted] to remain employed until no later than March 31, 2014. A discussion ensued.

Whereupon, it was duly and unanimously

VOTED to approve the following resolution:

"RESOLVED, that an exception to the Bank's mandatory retirement policy is hereby granted permitting [redacted], to remain an employee of the Bank in his current position no later than March 31, 2014."

Mr. Bollinger recommended that, in connection with Brian Sack's departure from the Bank, the Directors consider adopting a resolution paying tribute to him.

Whereupon, it was duly and unanimously

VOTED to adopt the following resolution paying tribute to Mr. Sack:

"Whereas, the Directors of the Federal Reserve Bank of New York pay tribute to Brian Sack on the occasion of his departure from the Bank;

"Whereas, during his distinguished career with the Bank, Mr. Sack has demonstrated unfailing judgment and dedication, contributing greatly to the development of monetary and financial policy and analysis. As head of the Markets Group and manager of the System Open Market Account, he provided contributions to the Bank, the System and the international central banking community critical to the Federal Reserve's response to the financial crisis and the country's economic recovery;

"Whereas, Mr. Sack consistently fostered an environment of openness and innovation in the Markets area as well as in support of this Bank's and the Federal Reserve System's quest for excellence. He also contributed greatly to the management of this Bank by virtue of his active participation as a member of the Management Committee; and

"Whereas, through his tireless efforts, Mr. Sack has earned the confidence, affection and respect of his colleagues while promoting the best interests of the Bank and the Federal Reserve System.

"Now, therefore, in that spirit, the Directors of the Federal Reserve Bank of New York pay him tribute and wish him good fortune and continued success in all his future endeavors."

Mr. Bollinger recommended that, in connection with Carl W. Turnipseed's departure from the Bank, the Directors consider adopting a resolution paying tribute to him.

Whereupon, it was duly and unanimously

VOTED to adopt the following resolution paying tribute to Mr. Turnipseed:

"Whereas, the Directors of the Federal Reserve Bank of New York pay tribute to Carl W. Turnipseed on the occasion of his departure from the Bank;

"Whereas, during his distinguished 43-year career with the Bank, Mr. Turnipseed held various positions of increasing responsibility, culminating with his appointment as Executive Vice President of the Financial Services Group on January 1, 2000;

"Whereas, throughout his career, Mr. Turnipseed has demonstrated unfailing judgment, dedication and leadership, contributing greatly to improvements in the effectiveness and efficiency of the Bank's operations and support areas and to the strengthening of the Bank's community outreach efforts by consistently fostering an environment of innovation and change in support of the Bank's quest for excellence;

"Whereas, Mr. Turnipseed has also contributed greatly to the management of this Bank by virtue of his active participation as a member of the Management Committee and has enhanced staff wellbeing through the creation of new opportunities for personal development and his ardent support of the Bank’s equal opportunity and diversity efforts; and

“Whereas, through his tireless efforts, Mr. Turnipseed has earned the confidence, affection and respect of his colleagues while promoting the best interests of the Bank, the Federal Reserve System and the Nation.

“Now, therefore, in that spirit, the Directors of the Federal Reserve Bank of New York pay him tribute and wish him good fortune and continued success in all his future endeavors.”

The meeting duly adjourned at 11:54 p.m.

Corporate Secretary