

## RESOLUTION

A regular meeting of the County of Sullivan Industrial Development Agency ("Agency") was convened on January 11, 2021, at 11:00 a.m. local time via teleconference as authorized by New York Governor Andrew Cuomo's Executive Order No. 202.87.

The meeting was called to order by Chairman Ira Steingart, and, upon roll being called, the following members of the Agency were:

	<u>PRESENT</u>	<u>ABSENT</u>
Ira Steingart	[ √ ]	[   ]
Suzanne Loughlin	[ √ ]	[   ]
Edward T. Sykes	[ √ ]	[   ]
Howard Siegel	[ √ ]	[   ]
Scott Smith	[ √ ]	[   ]
Paul Guenther	[ √ ]	[   ]
Joseph Perrello	[ √ ]	[   ]
Carol Roig	[ √ ]	[   ]

The following persons were also present:

Jennifer M. Flad, Executive Director  
Julio Garaicoechea, Project Manager  
Deborah Nola, Accounting and Financial Analyst  
Walter F. Garigliano, Agency General Counsel

The following resolution was duly offered by Paul Guenther, and seconded by Howard Siegel, to wit:

Resolution No. 02 - 21

***RESOLUTION AUTHORIZING AN AMENDMENT TO RESOLUTION NO. 64-20, A RESOLUTION AUTHORIZING AN AMENDMENT TO THE AMENDED AND RESTATED PAYMENT IN LIEU OF TAXATION AGREEMENT RELATING TO THE MONTREIGN OPERATING COMPANY, LLC PROJECT***

***WHEREAS***, on December 14, 2020, the Agency duly adopted Resolution No. 64-20 authorizing an amendment to the Amended and Restated Payment in Lieu of Taxation Agreement relating to the Montreign Operating Company, LLC; and

***WHEREAS***, Resolution No. 64-20 incorrectly identified the two-year periods to which the suspension of employment goals are to cover as the two-year periods October 1, 2019 to September 30, 2020 and October 1, 2020 to September 30, 2021; and

**WHEREAS**, the Agency wishes to amend Resolution No. 64-20 to reference the proper employment periods.

**NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE AGENCY AS FOLLOWS:**

Section 1. Section 1.C. of Resolution No. 64-20 is hereby amended to read as follows:

“C. For the employment year ended December 31, 2020, due to the mandatory closure of the Facility, the Project has failed to provide the one thousand fifty (1050) FTEs established as the employment goal for the Project;”

Section 2. Section 1.D. of Resolution No. 64-20 is hereby amended to read as follows:

“D. A suspension of the employment goals for the two (2) employment years being the calendar years 2020 and 2021 was recommended by Agency members Paul Guenther and Joseph Perrello.”

Section 3. Section 2 of Resolution No. 64-20 is hereby amended to read as follows:

“Based on the foregoing findings, the Agency hereby authorizes an amendment of the PILOT Agreement to suspend employment goals for the two (2) employment years being calendar year 2020 and calendar year 2021, subject to the following condition:

A. All costs of the Agency related to amendment of the PILOT Agreement and notification of the impacted Taxing Jurisdictions of the amendment be paid by Montreign.”

Section 4. These Resolutions shall take effect immediately

The question of the adoption of the foregoing resolution was duly put to a vote on roll call, which resulted as follows:

Ira Steingart	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input checked="" type="checkbox"/> Abstain
Suzanne Loughlin	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Edward T. Sykes	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Howard Siegel	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Scott Smith	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Paul Guenther	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Joseph Perrello	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Carol Roig	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain

The resolution was thereupon duly adopted.

STATE OF NEW YORK :  
:SS.:  
COUNTY OF SULLIVAN :

I, the undersigned Secretary of the County of Sullivan Industrial Development Agency, DO HEREBY CERTIFY THAT:

- I have compared the foregoing copy of a resolution of the County of Sullivan Industrial Development Agency (“Agency”) with the original thereof on file in the office of the Agency, and that the same is a true and correct copy of such resolution and of the proceedings of the Agency in connection with such matter.
- Such resolution was passed at a meeting of the Agency duly convened via teleconference on January 11, 2021 at 11:00 a.m. at which the following members were present:

	<u>PRESENT</u>	<u>ABSENT</u>
Ira Steingart	[ <input checked="" type="checkbox"/> ]	[        ]
Suzanne Loughlin	[ <input checked="" type="checkbox"/> ]	[        ]
Edward T. Sykes	[ <input checked="" type="checkbox"/> ]	[        ]
Howard Siegel	[ <input checked="" type="checkbox"/> ]	[        ]
Scott Smith	[ <input checked="" type="checkbox"/> ]	[        ]
Paul Guenther	[ <input checked="" type="checkbox"/> ]	[        ]
Joseph Perrello	[ <input checked="" type="checkbox"/> ]	[        ]
Carol Roig	[ <input checked="" type="checkbox"/> ]	[        ]

- The question of the adoption of the foregoing resolution was duly put to a vote on roll call which resulted as follows:

Ira Steingart	[    ] Yes	[    ] No	[    ] Absent	[ <input checked="" type="checkbox"/> ] Abstain
Suzanne Loughlin	[ <input checked="" type="checkbox"/> ] Yes	[    ] No	[    ] Absent	[    ] Abstain
Edward T. Sykes	[ <input checked="" type="checkbox"/> ] Yes	[    ] No	[    ] Absent	[    ] Abstain
Howard Siegel	[ <input checked="" type="checkbox"/> ] Yes	[    ] No	[    ] Absent	[    ] Abstain
Scott Smith	[ <input checked="" type="checkbox"/> ] Yes	[    ] No	[    ] Absent	[    ] Abstain
Paul Guenther	[ <input checked="" type="checkbox"/> ] Yes	[    ] No	[    ] Absent	[    ] Abstain
Joseph Perrello	[ <input checked="" type="checkbox"/> ] Yes	[    ] No	[    ] Absent	[    ] Abstain
Carol Roig	[ <input checked="" type="checkbox"/> ] Yes	[    ] No	[    ] Absent	[    ] Abstain

and therefore, the resolution was declared duly adopted.

70309-031v2

I FURTHER CERTIFY that (i) all members of the Agency had due notice of said meeting, (ii) pursuant to Sections 103(a) and (c) and 104 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public via videoconferencing and public notice of the time and place of said meeting was duly given in accordance with such Sections 103(a) and (c) and 104, (iii) the meeting in all respects was duly held via teleconference as authorized by New York Governor Andrew Cuomo's Executive Order No. 202.87, and (iv) there was a quorum present throughout.

*IN WITNESS WHEREOF*, I have hereunto set my hand and seal on the 11<sup>th</sup> day of January, 2021.

  
Secretary