

**RESOLUTION**

A recessed meeting of the County of Sullivan Industrial Development Agency (“Agency”) was re-convened via conference call on April 21, 2021, at 10:00 a.m., local time via teleconference as authorized by New York Governor Andrew Cuomo’s Executive Order No. 202.98.

The meeting was called to order by Chairperson Suzanne Loughlin, and, upon roll being called, the following members of the Agency were:

	<u>PRESENT</u>	<u>ABSENT</u>
Suzanne Loughlin	[ √ ]	[   ]
Edward T. Sykes	[   ]	[ √ ]
Howard Siegel	[ √ ]	[   ]
Carol Roig	[ √ ]	[   ]
Scott Smith	[ √ ]	[   ]
Paul Guenther	[ √ ]	[   ]
Sean Brooks	[ √ ]	[   ]
Craig Fleischman	[   ]	[ √ ]

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 Scott Smith, to wit:

Resolution No. 11 - 21

***RESOLUTION OF THE AGENCY TO APPOINT JOHN W. KIEFER  
AS CHIEF EXECUTIVE OFFICER OF THE AGENCY***

***WHEREAS***, the Agency was created by Chapter 560 of the Laws of 1970 of the State of New York, as amended, pursuant to Title I of Article 18-A of the General Municipal Law of the State of New York (collectively, the "Act") as a body corporate and politic and as a public benefit corporation of the State of New York; and

***WHEREAS***, Edward T. Sykes resigned as Chief Executive Officer of the Agency, effective as of close of business on April 16, 2021; and

**WHEREAS**, the Agency wishes to appoint John W. Kiefer as Chief Executive Officer effective immediately at the salary and with the benefits provided herein.

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

Section 1. The Agency hereby appoints John W. Kiefer as Chief Executive Officer effective immediately.

Section 2. The Agency hereby authorizes its Chairperson to enter into an Employment Agreement with John W. Kiefer for the period commencing immediately and ending December 31, 2022 on the terms and conditions as follows:

- (a) salary of Fifty-Two Thousand and 00/100 (\$52,000.00) Dollars per year; and
- (b) three (3) weeks of vacation for the remainder of 2021; and
- (c) four (4) weeks of vacation for 2022; and
- (d) four (4) days paid time off (“PTO”) for the remainder of 2021; and
- (e) six (6) days PTO for 2022; and
- (h) ten (10) paid holidays (New Years, MLK, President’s Day, Memorial Day, Independence Day, Labor Day, Columbus, Veteran’s, Thanksgiving, Christmas); and
- (i) reimbursement for all reasonable and necessary business expenses for representation of the Agency and proof of such expenditures.

Section 3. These resolutions shall take effect immediately.

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

Suzanne Loughlin	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Edward T. Sykes	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input checked="" 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
Carol Roig	<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
Sean Brooks	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Craig Fleischman	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input checked="" type="checkbox"/> Absent	<input type="checkbox"/> Abstain

The resolutions were thereupon duly adopted.

STATE OF NEW YORK :  
 :SS  
 COUNTY OF SULLIVAN :

I, the undersigned Secretary of the Agency DO HEREBY CERTIFY THAT:

- I have compared the foregoing copy of a resolution of the 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 recessed meeting of the Agency duly re-convened via conference call on April 21, 2021 at 10:00 a.m., at which the following members were present:

	<u>PRESENT</u>	<u>ABSENT</u>
Suzanne Loughlin	[ <input checked="" type="checkbox"/> ]	[     ] ]
Edward T. Sykes	[     ] ]	[ <input checked="" type="checkbox"/> ]
Howard Siegel	[ <input checked="" type="checkbox"/> ]	[     ] ]
Carol Roig	[ <input checked="" type="checkbox"/> ]	[     ] ]
Scott Smith	[ <input checked="" type="checkbox"/> ]	[     ] ]
Paul Guenther	[ <input checked="" type="checkbox"/> ]	[     ] ]
Sean Brooks	[ <input checked="" type="checkbox"/> ]	[     ] ]
Craig Fleischman	[     ] ]	[ <input checked="" type="checkbox"/> ]

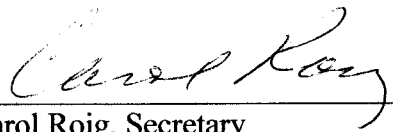
- The question of the adoption of the foregoing resolution was duly put to a vote on roll call which resulted as follows:

Suzanne Loughlin	[ <input checked="" type="checkbox"/> ] Yes	[     ] No	[     ] Absent	[     ] Abstain
Edward T. Sykes	[     ] Yes	[     ] No	[ <input checked="" type="checkbox"/> ] Absent	[     ] Abstain
Howard Siegel	[ <input checked="" type="checkbox"/> ] Yes	[     ] No	[     ] Absent	[     ] Abstain
Carol Roig	[ <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
Sean Brooks	[ <input checked="" type="checkbox"/> ] Yes	[     ] No	[     ] Absent	[     ] Abstain
Craig Fleischman	[     ] Yes	[     ] No	[ <input checked="" type="checkbox"/> ] Absent	[     ] Abstain

and therefore, the resolution was declared duly adopted.

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. 202.94, and (iv) there was a quorum present throughout.

*IN WITNESS WHEREOF*, I have hereunto set my hand and seal on the 21<sup>st</sup> day of April, 2021.

  
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Carol Roig, Secretary