

RESOLUTION

A regular meeting of the County of Sullivan Industrial Development Agency ("Agency") was convened on November 10, 2025, at 11:00 a.m. local time at the Sullivan County Government Center, 100 North Street, Monticello, New York 12701.

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

	<u>PRESENT</u>	<u>ABSENT</u>
Howard A. Siegel	[]	[]
Kathleen Lara	[]	[]
Philip Vallone	[]	[]
Scott Smith	[]	[]
Paul Guenther	[]	[]
Sean Brooks	[]	[]
Ira Steingart	[]	[]
Joseph Perrello	[]	[]
Edward T. Sykes	[]	[]

The following persons were also present:

Jennifer M. Flad, Executive Director

Ira Steingart, Chief Executive Officer

Julio Garaicoechea, Project Manager

Bethanii Padu, Economic Development Coordinator

The following resolution was duly offered by _____, and seconded by _____, to wit:

Resolution No. __ - 25

RESOLUTION OF THE AGENCY AUTHORIZING INTERNATIONAL CONTRACTORS CORP. ("ICC") AND JAM TWO, LLC ("JAM TWO"; AND, TOGETHER WITH ICC, COLLECTIVELY, THE "COMPANY") TO REIMBURSE EXPENSES INCURRED BY THE AGENCY IN CONNECTION WITH THE ACQUISITION, CONSTRUCTION, RENOVATION, REHABILITATION, INSTALLATION AND EQUIPPING OF THE 2025 PROJECT (HEREINAFTER DEFINED)

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, pursuant to resolutions adopted by the Agency on August 11, 2025 (the "Resolution"), the Agency (i) authorized **INTERNATIONAL CONTRACTORS CORP.** ("ICC") and **JAM TWO, LLC** ("Jam Two"; and, together with ICC collectively, the "Company") as its agent to undertake a certain project (the "2025 Project") consisting of the expansion, through reconstruction, renovation and equipping, of an existing approximately 12,000 square foot building used as a roofing contractor shop and metal roof panel fabrication plant ("Building") situate on one (1) parcel of real estate consisting of approximately 5.00 +/- acres located at 46 Industrial Park Road, White Lake, New York in the Town of Bethel, County of Sullivan, State of New York and identified on the Town of Bethel tax map as Section 18, Block 1, Lot 16.3 ("Land") and related facilities of the Agency; (ii) authorized the execution and delivery of the Transaction Documents (as defined in the Resolution"); and (iii) made certain other determinations and findings with respect to the 2025 Project; and

WHEREAS, the Company has requested that the Agency fund the 2025 Project (improving the existing Facility under lease from the Agency to the Company), with rent increased by \$4,345.23 a month for a ten year (the "Agency Project Expenditures and Rent Adjustment"); and

WHEREAS, the Agency has given due consideration to the request of the Company; and

WHEREAS, the Agency desires to enhance the financial assistance related to the 2025 Project by approving the Agent Project Expenditures and Rent Adjustments; and

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

Section 1. The Agency approves of the Agency Project Expenditures and Rent Adjustment.

Section 2. The Chairperson or Executive Director of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver any documents necessary to effectuate the Reimbursement Proposal all with such changes, variations, omissions and insertions as the Chairperson or Executive Director of the Agency shall approve, the execution thereof by the Chairperson or Executive Director of the Agency to constitute conclusive evidence of such approval.

Section 3. The officers, employees and agents of the Agency are hereby authorized and directed in the name and on behalf of the Agency to do all acts and things required and to execute and deliver all such certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of this resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the documents executed for and on behalf of the Agency.

Section 4. It is hereby found and determined that all formal actions of the Agency concerning and relating to the adoption of this resolution were adopted in an open meeting of the Agency; and that all deliberations of the Agency and of any of its committees that resulted in such formal action were in meetings open to the public, in compliance with all legal requirements.

Section 5. The Executive Director is hereby authorized and directed (i) to distribute copies of this resolution to the Company; and (ii) to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this resolution.

Section 6. This Resolution 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:

Howard A. Siegel	☐ Yes	☐ No	☐ Absent	☐ Abstain
Kathleen Lara	☐ Yes	☐ No	☐ Absent	☐ Abstain
Philip Vallone	☐ Yes	☐ No	☐ Absent	☐ Abstain
Scott Smith	☐ Yes	☐ No	☐ Absent	☐ Abstain
Paul Guenther	☐ Yes	☐ No	☐ Absent	☐ Abstain
Sean Brooks	☐ Yes	☐ No	☐ Absent	☐ Abstain
Ira Steingart	☐ Yes	☐ No	☐ Absent	☐ Abstain
Joseph Perrello	☐ Yes	☐ No	☐ Absent	☐ Abstain
Edward T. Sykes	☐ Yes	☐ No	☐ Absent	☐ Abstain

The resolution was thereupon duly adopted.

STATE OF NEW YORK :
 :SS
COUNTY OF SULLIVAN :

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

1. 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.
2. Such resolution was passed at a meeting of the Agency duly convened in public session on November 10, 2025 at 11:00 a.m. at the Sullivan County Government Center, 100 North Street, Village of Monticello, Sullivan County, New York, at which the following members were present:

	<u>PRESENT</u>	<u>ABSENT</u>
Howard A. Siegel	[]	[]
Kathleen Lara	[]	[]
Philip Vallone	[]	[]
Scott Smith	[]	[]
Paul Guenther	[]	[]
Sean Brooks	[]	[]
Ira Steingart	[]	[]
Joseph Perrello	[]	[]
Edward T. Sykes	[]	[]

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

Howard A. Siegel	[] Yes	[] No	[] Absent	[] Abstain
Kathleen Lara	[] Yes	[] No	[] Absent	[] Abstain
Philip Vallone	[] Yes	[] No	[] Absent	[] Abstain
Scott Smith	[] Yes	[] No	[] Absent	[] Abstain
Paul Guenther	[] Yes	[] No	[] Absent	[] Abstain
Sean Brooks	[] Yes	[] No	[] Absent	[] Abstain
Ira Steingart	[] Yes	[] No	[] Absent	[] Abstain
Joseph Perrello	[] Yes	[] No	[] Absent	[] Abstain
Edward T. Sykes	[] Yes	[] No	[] 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 104 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public and public notice of the time and place of said meeting was duly given in accordance with such Sections 103(a) and 104, (iii) the meeting in all respects was duly held, and (iv) there was a quorum present throughout.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on the 10th day of November, 2025.

Philip Vallone, Assistant Secretary