COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY
548 Broadway
Monticello, New York 12701
(845) 428-7575 - Voice
(845) 428-7577 - Fax
www.sullivanida.com
TTY 711

MEETING NOTICE

TO: Howard Siegel, IDA Chairman and Treasurer/ Chief Financial Officer
Kathleen Lara, IDA Vice Chairperson and Secretary
Scott Smith, IDA Assistant Treasurer
Sean Brooks, IDA Member
Ira Steingart, IDA Member & Chief Executive Officer
Joseph Perrello, IDA Member
Edward T. Sykes, IDA Member
Chairman and Members of the Sullivan County Legislature
Josh Potosek, Sullivan County Manager
Walter F. Garigliano, Esq., IDA Counsel

FROM: Jennifer Flad, Executive Director

DATE: September 8, 2026

PLEASE TAKE NOTICE that there will be a Regular Meeting of the County of Sullivan Industrial Development Agency scheduled as follows:

Date: **Monday, September 14, 2026**
Time: **11:00 AM**
Location: **Legislative Committee Room, Sullivan County Government Center, 100 North Street, Monticello, New York 12701**

This meeting video will also be livestreamed on the **IDA's YouTube Channel**.

Meeting documents will be posted online **here**.

SEE REVERSE FOR AGENDA

COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY
548 Broadway
Monticello, New York 12701
(845) 428-7575 - Voice
(845) 428-7577 - Fax
www.sullivanida.com
TTY 711

MEETING AGENDA
MONDAY, SEPTEMBER 14, 2026, 11:00 AM

I. CALL TO ORDER

II. ROLL CALL

III. APPROVAL OF MEETING MINUTES
August 10, 2026 Regular Meeting

IV. BILLS AND COMMUNICATIONS

V. STAFF REPORT

VI. NEW BUSINESS

1. *Resolution:* Authorizing the Agency to Provide Funding to the Partnership for Economic Development in Sullivan County, Inc. for the Third Calendar Quarter of 2026
2. *Resolution:* Extending the Sales Tax Abatement Period for the Homestedt, LLC and North Branch Cider Mill LLC Project From October 1, 2026 Through and Including March 31, 2027
3. *Resolution:* Extending the Sales Tax Abatement Period for the NY Fallsburg (Frank Brown Road), LLC Project From October 1, 2026 Through and Including March 31, 2027
4. *Resolution:* Extending the Sales Tax Abatement Period for the Catskill Veterinary Services, PLLC and Catskill Vet. Properties LLC Project From October 1, 2026 Through and Including March 31, 2027
5. *Resolution:* Amending Resolution No. 16-26 Which Appointed Amytra Development LLC and Eldred Entertainment, LLC as Agent of the Agency for the Purpose of Acquiring, Constructing, Installing and Equipping the Project; Making Certain Findings and Determinations with Respect to the Project; and Authorizing the Execution and Delivery of an Agent and Project Agreement Between the Agency and the Company; Authorizing the Agency to Execute a Lease, Leaseback, PILOT Agreement and Related Documents with Respect to the Acquisition, Construction, Installation and Equipping of the Project
6. *Resolution:* (I) Authorizing the Construction and Equipping of an Approximately 10,000 Square Foot Addition to the Gibbers Estates LLC and M E P Wholesalers Corp. (Together, "Company") Project; (II) Making Certain Findings and Determinations with Respect to the 2026 Addition Project; (III) Appointing the Company an Agent of the Agency for the Purpose of Constructing and Equipping the 2026 Addition Project; and (IV) Authorizing the Agency to Execute and Deliver an Amended and Restated Agent and Project Agreement, Amended and Restated Lease to Agency, Amended and Restated Leaseback to Company, Amended and Restated Payment in Lieu of Taxation Agreement and Any Other Related Documents with Respect to the Construction and Equipping of the 2026 Addition Project
7. Any and All Other Business Before the Board

VII. PUBLIC COMMENT AND ADJOURN

##

COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY
548 Broadway
Monticello, New York 12701
Tel: (845) 428-7575
Fax: (845) 428-7577
TTY 711
www.sullivanida.com

REGULAR MEETING MINUTES
Monday, August 10, 2026

I. CALL TO ORDER

Chairman Siegel called to order the regular meeting of the County of Sullivan Industrial Development Agency at approximately 11:03 AM in the Legislative Committee Room at the Sullivan County Government Center, 100 North Street, Monticello, New York 12701.

II. ROLL CALL

Members Present-
Howard Siegel
Kathleen Lara
Scott Smith
Ira Steingart
Edward Sykes

Members Absent-
Sean Brooks
Joseph Perrello

Staff Present-
Jennifer Flad, Executive Director
Ira Steingart, Chief Executive Officer

Staff Absent-
Julio Garaicoechea, Project Manager
Bethanii Padu, Economic Development Coordinator

Others Present-
Walter F. Garigliano, Agency Counsel
Kirsten Harlow Foster, Hudson Valley AgriBusiness Development Corporation
Todd Erling, Hudson Valley AgriBusiness Development Corporation
Ken Walter

III. APPROVAL OF MEETING MINUTES

On a motion made by Ms. Lara and seconded by Mr. Sykes, the Board voted and unanimously approved the July 13, 2026 regular meeting minutes.

IV. BILLS AND COMMUNICATIONS

On a motion made by Mr. Sykes and seconded by Mr. Smith, the Board voted and unanimously approved the schedule of payments showing nine payments in the amount $41,595.30.

V. STAFF REPORT

There were no questions on the staff report.

VI. NEW BUSINESS

Todd Erling, Executive Director of **Hudson Valley AgriBusiness Development Corporation** (HVADC), gave a presentation on HVADC and its recent work in Sullivan County and throughout the region.

On a motion made by Ms. Lara and seconded by Mr. Smith, the Board reviewed and discussed a resolution appointing **26 Holland Development, LLC and Gelsomino and Davis Speech, Occupational, Physical Therapy Services, PLLC** as agents of the Agency; making certain findings and determinations; authorizing the execution and delivery of an Agent and Project Agreement; and authorizing execution of a Lease to Agency, Leaseback to Company, Payment in Lieu of Tax Agreement and related documents. This resolution relates to the development of an early childhood special education preschool in the Town of Liberty. Chairman Siegel called the question, the Board voted and the resolution was adopted unanimously.

On a motion made by Mr. Sykes and seconded by Mr. Steingart, the Board reviewed and discussed a resolution authorizing execution and delivery of a mortgage to secure a loan from Jeff Bank to **North Branch Cider Mill LLC and Homestedt, LLC** in an original principal amount not to exceed $300,000. This resolution relates to the North Branch Cider Mill project in the Town of Callicoon. Chairman Siegel called the question, the Board voted and the resolution was adopted unanimously.

On a motion made by Ms. Lara and seconded by Mr. Smith, the Board reviewed and discussed a resolution consenting to the transfer of the land leased to the **Doetsch Family III LLC** Project from Doetsch Family I LLC to Doetsch Family IV LLC. This relates to the Old Ross House short-term lodging facility in the Town of Delaware. Chairman Siegel called the question, the Board voted and the resolution was adopted unanimously.

On a motion made by Mr. Steingart and seconded by Mr. Sykes, the Board reviewed and discussed a resolution authorizing and approving the termination of **Rural Business Development Grant**s awarded by the US Department of Agriculture in fiscal year 2022. Chairman Siegel called the question, the Board voted and the resolution was adopted unanimously.

VII. PUBLIC COMMENT AND ADJOURN

Chairman Siegel asked those present for comment. There was no public comment. On a motion made by Mr. Smith and seconded by Ms. Lara, the Board adjourned the meeting at approximately 11:25 AM.

Respectfully submitted:
Jennifer Flad, Executive Director

COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY

548 Broadway, Monticello, NY 12701

845-428-7575

SCHEDULE OF PAYMENTS: September 14, 2026			
1	**Blustein Shapiro Frank & Barone LLP**	Sullivan County Community College Dormitory Corp	$ 2,320.00
2	**Charter Communications**	Telephone and Internet Service October 2026	$ 323.63
3	**Elan Financial / Jeff Bank**	Zoom, Adobe, Asure, AT&T, B&H Photo	$ 585.98
4	**Francotyp - Postalia**	Quarterly Postage Meter Rental 8/12/26 - 11/11/26	$ 109.44
5	**New Southern Tier Title Agency**	Office Rent: October 2026	$ 3,700.00
6	**USDA Rural Development**	RMAP Loan Payment September 2026	$ 2,390.43
7	**Walter F. Garigliano, P.C.**	September 2026 Retainer, Legal Fees; Property Transfer (Doetsch Family III LLC)(*pass-through*), Sales Tax Exemption Legal Fees; (Catskill Vet LLC, NY Fallsburg (Frank Brown Road) LLC, Homestedt LLC/North Branch Cider Mill LLC (*pass-through*)	$ 1,100.00
	TOTAL		**$ 10,529.48**

I certify that the payments listed above were audited by the Board of the IDA on September 14, 2026 and allowed in the amounts shown. You are hereby authorized and directed to pay each of the claimants in the amount opposite its name.

________________________________ 9/14/2026

Signature **Date**

Expenses Approved and Paid Since Last Regular Meeting (8/10/26)			
No.	**Vendor**	**Description**	**Amount**
1	**Mike Preis, Inc**	Excess Liability Policy Renewal 9/10/26 - 9/10/27	$ 2,793.75
2	**Utica National Insurance Group**	Workers Comp Renewal Premium	$ 661.00
	TOTAL		**$ 3,454.75**

Other Expenses and Items Paid Since Last Regular Meeting (8/10/26)—no approval required			
No.	**Vendor**	**Description**	**Amount**
1	**Payroll Expenses**	Payroll	$ 61,884.40
2	**Employee Health Insurance Reimbursements**	Employee Health Insurance Reimbursements	$ 537.50
3	**Francotyp - Postalia**	Postage for postage meter	$ 200.00
	TOTAL		**$ 62,621.90**

ACTIVITY REPORT – AUGUST 2026
COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY (IDA), SULLIVAN COUNTY FUNDING CORPORATION (SCFC), THE SULLIVAN COUNTY INFRASTRUCTURE LOCAL DEVELOPMENT CORPORATION (TSCILDC), SULLIVAN COUNTY RESORT FACILITIES LOCAL DEVELOPMENT CORPORATION (SCRFLDC)

September 8, 2026

The IDA Board held its regular monthly meeting on August 10th. At the meeting the Board adopted the following resolutions:

- Resolution approving the **26 Holland Development, LLC and Gelsomino and Davis Speech, Occupational, Physical Therapy Services, PLLC** Project, for the development of an early childhood special education preschool in the Town of Liberty.
- Resolution authorizing the execution and delivery of a mortgage to secure a loan from Jeff Bank relating to the **North Branch Cider Mill LLC and Homestedt, LLC** Project in the Town of Callicoon.
- Resolution consenting to the transfer of the land leased to the **Doetsch Family III LLC** Project from Doetsch Family I LLC to Doetsch Family IV LLC. This relates to the Old Ross House short-term lodging facility in the Town of Delaware. There will be no change in the operation of the Old Ross House as a result of the land transfer.
- Resolution authorizing and approving the termination of **Rural Business Development Grants** awarded by the US Department of Agriculture in fiscal year 2022.

Todd Erling, Executive Director of **Hudson Valley AgriBusiness Development Corporation**, attended the August 10th meeting to update the Board on HVADC's recent work in the County and the region.

IDA staff attended the August 19th meeting of the **Sullivan County Assessors' Association** to provide an overview of IDA's processes and to discuss various matters relating to real property tax exemptions.

IDA closed on the **26 Holland Development, LLC and Gelsomino and Davis Speech, Occupational Physical Therapy Services, PLLC** Project on August 28th.

We expect to close on the recently approved loan financing from Jeff Bank to **North Branch Cider Mill LLC and Homestedt, LLC** on September 11th.

The next regular monthly meeting of the IDA Board will be held on Monday, September 14th at 11:00 AM in the Legislative Committee Room.
##

RESOLUTION

A regular meeting of the County of Sullivan Industrial Development Agency ("Agency") was convened on September 14, 2026 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 Chairman Howard A. Siegel, and, upon the roll being called, the following members of the Agency were:

	PRESENT	ABSENT
Howard A. Siegel	[ ]	[ ]
Kathleen Lara	[ ]	[ ]
Scott Smith	[ ]	[ ]
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
Bethanii Padu, Economic Development Coordinator

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

Resolution No. __ - 26

RESOLUTION AUTHORIZING THE AGENCY TO PROVIDE FUNDING TO THE PARTNERSHIP FOR ECONOMIC DEVELOPMENT IN SULLIVAN COUNTY, INC. ("PARTNERSHIP") FOR THE THIRD CALENDAR QUARTER OF 2026

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, since 1995, the Agency has contracted for services from the Partnership; and

WHEREAS, the Agency previously authorized execution of an Agreement for services for the four- (4) year period from January 1, 2024 to December 31, 2027 ("Agreement"); and

WHEREAS, the Partnership and the Agency entered into the Agreement, effective January 1, 2024; and

WHEREAS, the Agency desires to authorize a payment for services to the Partnership for the third calendar quarter of 2026 in the amount of TWENTY-FIVE THOUSAND and 00/100 ($25,000.00) Dollars.

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

<u>Section 1.</u> The Agency is hereby authorized to make a payment for services to the Partnership for the third calendar quarter of 2026 in the amount of TWENTY-FIVE THOUSAND and 00/100 ($25,000.00) Dollars.

<u>Section 2.</u> The officers, employees and agents of the Agency are hereby authorized and directed for and 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, documents, and 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 on behalf of the Agency desirable and proper to effect the purposes of the foregoing resolutions and to cause compliance by the Agency with all the terms, covenants and provisions of the documents for and on behalf of the Agency.

<u>Section 3.</u> 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:

Howard A. Siegel	[ ] Yes	[ ] No	[ ] Absent	[ ] Abstain
Kathleen Lara	[ ] Yes	[ ] No	[ ] Absent	[ ] Abstain
Scott Smith	[ ] 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 resolutions were thereupon duly adopted.

STATE OF NEW YORK :
:SS
COUNTY OF SULLIVAN :

I, the undersigned 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 September 14, 2026 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:

	PRESENT	ABSENT
Howard A. Siegel	[ ]	[ ]
Kathleen Lara	[ ]	[ ]
Scott Smith	[ ]	[ ]
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
Scott Smith	[ ] 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 14th day of September, 2026.

____

Kathleen Lara, Secretary

From:	Tom Roberts
To:	Jennifer Flad
Subject:	6 Month Extension of Sales Tax Abatement
Date:	Monday, August 31, 2026 11:24:03 AM
Attachments:	image001.png

Hi Jennifer,

I am emailing to request a 6 month extension of our sales tax abatement. In July this year we began the next major phase of work at North Branch focused on the building at 44 N Branch Callicoon Ctr Road which includes the following:

- Roof replacement
- Replacing old windows and adding new ones
- The complete renovation of the interior of the building including adding new framing, insulation, wall coverings, plumbing, bathrooms and kitchens
- Exterior landscaping, fencing, driveway and parking

This work is ongoing until early 2027 and will transform the barn into a year round retail space on the ground floor with design studio on the second floor.

If you have any further questions on this please don't hesitate to reach out.

Warmest regards,

Tom

Tom Roberts
Homestedt
914 426 8430
tom@homestedt.com
www.homestedt.com

HOMESTEDT
CATSKILLS

RESOLUTION

A regular meeting of the County of Sullivan Industrial Development Agency ("Agency") was convened on September 14, 2026 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 Chairman Howard A. Siegel, and, upon the roll being called, the following members of the Agency were:

	PRESENT	ABSENT
Howard A. Siegel	[ ]	[ ]
Kathleen Lara	[ ]	[ ]
Scott Smith	[ ]	[ ]
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
Bethanii Padu, Economic Development Coordinator

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

Resolution No. __ - 26

RESOLUTION EXTENDING THE SALES TAX ABATEMENT PERIOD FOR THE HOMESTEDT, LLC ("HOMESTEDT") AND NORTH BRANCH CIDER MILL LLC ("NB CIDER MILL" AND TOGETHER WITH HOMESTEDT COLLECTIVELY, THE "COMPANY") PROJECT FROM OCTOBER 1, 2026 THROUGH AND INCLUDING MARCH 31, 2027

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, on or about July 28, 2023, the Company presented an application to the Agency, a copy of which is on file at the office of the Agency, requesting that the Agency consider undertaking a project consisting of the: (i) construction, reconstruction, renovation, rehabilitation, installation and equipping of two (2) buildings aggregating approximately 11,000+/- square feet intended to be tourism destination, dining establishment, retail shops, design studio, and residence (collectively, the "Buildings") together with the related parking area ("Parking Area") situate on three (3) parcels of real estate consisting of approximately 2.25+/- acres located at 38 and 44 North Branch-Callicoon

Center Road, North Branch, Town of Callicoon (“Town”), County of Sullivan, State of New York and identified on the Town’s tax map as Section 24, Block 6, Lot 5.2 and Section 25, Block 1, Lots 23.2 and 50.2 (“Land”); (ii) acquisition, construction and equipping of the Buildings and Parking Area; (iii) acquisition, construction and installation thereon and therein of certain furniture, fixtures, machinery, equipment and tools (“Equipment”); (iv) construction of improvements to the Buildings, the Parking Area, the Land and the Equipment (collectively, the Buildings, the Parking Area, the Land and the Equipment are referred to as the “Facility” or the “Project”); and (v) lease of the Facility from the Agency to the Company; and

WHEREAS, on or about September 1, 2023, the Agency and the Company entered into an Agent and Project Agreement (“Agent Agreement”) pursuant to which the Agency designated the Company as agent of the Agency; and

WHEREAS, contemporaneously with the execution of the Agent Agreement, the Agency delivered to the Company a Sales Tax Exemption Letter granting a sales tax exemption for purchases related to the construction and equipping of the Project, which letter has expired; and

*WHEREAS***,** the current Sales Tax Exemption Letter expires on September 30, 2026; and

WHEREAS, on or about August 31, 2026, the Company requested that the sales tax abatement period be extended for another six (6) months to continue the construction and equipping of the Project.

*NOW, THEREFORE, BE IT RESOLVED***,** that the sales tax abatement period for the Project be, and hereby is, extended from October 1, 2026 through and including March 31, 2027; and it is further

RESOLVED, that the Chairman or Executive Director of the Agency, each acting individually, are each hereby authorized, on behalf of the Agency, to execute and deliver a sales tax exemption extension letter from October 1, 2026 through and including March 31, 2027 with respect to the Project along with any other documents necessary to effectuate the intent of this Resolution.

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
Scott Smith	[ ] 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.

From:	Richard W. Chun
To:	Jennifer Flad
Cc:	Rich Winter (rich.winter@delawareriversolar.com); Mollie Messenger
Subject:	Re: FW: CSIDA w/ NY Fallsburg (Frank Brown Road), LLC - Resolution and Sales Tax Letter (4/1/2026-9/30/2026)
Date:	Thursday, September 3, 2026 12:49:49 PM

Good afternoon, Jen.

Yes, DRS still owns NY Fallsburg (Frank Brown Road), LLC. Please accept this email as confirmation that we would like the IDA to extend the sales tax exemption period for six months.

Thanks,
Richard

RESOLUTION

A regular meeting of the County of Sullivan Industrial Development Agency (“Agency”) was convened on September 14, 2026 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 Chairman Howard A. Siegel, and, upon the roll being called, the following members of the Agency were:

	PRESENT	ABSENT
Howard A. Siegel	[ ]	[ ]
Kathleen Lara	[ ]	[ ]
Scott Smith	[ ]	[ ]
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
Bethanii Padu, Economic Development Coordinator

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

Resolution No. __ - 26

RESOLUTION EXTENDING THE SALES TAX ABATEMENT PERIOD FOR THE NY FALLSBURG (FRANK BROWN ROAD), LLC (“COMPANY”) PROJECT FROM OCTOBER 1, 2026 THROUGH AND INCLUDING MARCH 31, 2027

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, on or about November 20, 2024, the Company presented an application to the Agency ("Application"), a copy of which is on file at the office of the Agency, requesting that the Agency consider undertaking a project consisting of the construction of an approximately 4MWac solar photovoltaic electricity-generating facility that will be interconnected to the New York State Energy and Gas electrical grid ("Project"). New York State Energy and Gas customers that are part of the Company's Community Solar Program shall be sold such electricity from the Project. The Project is new construction and will be comprised of (a) racking to mount the solar modules (such racking generally to be placed on concrete foundations); (b) solar modules; (c) inverters and transformers to sit on a concrete inverter pad; and (d) assorted electrical components and wiring. The solar array will be constructed on one (1) parcel of real estate consisting of approximately 45.35 acres of land on Frank Brown Road, in the Town of Fallsburg ("Town"), County of Sullivan ("County"), State of New York, and identified on the Town tax map as Section 28, Block 1, Lot 18.1 ("Land"); and

WHEREAS, on or about December 31, 2024, the Agency and the Company entered into an Agent and Project Agreement ("Agent Agreement") pursuant to which the Agency designated the Company as agent of the Agency; and

WHEREAS, contemporaneously with the execution of the Agent Agreement, the Agency delivered to the Company a Sales Tax Exemption Letter, which letter has expired; and

WHEREAS, the current Sales Tax Exemption Letter expires on September 30, 2026; and

WHEREAS, on or about September 3, 2026, the Company requested that the sales tax abatement period be extended for another six (6) months to continue the Project.

*NOW, THEREFORE, BE IT RESOLVED***,** that the sales tax abatement period for the Project be, and hereby is, extended from October 1, 2026 through and including March 31, 2027; and it is further

RESOLVED, that the Chairman or Executive Director of the Agency, each acting individually, are each hereby authorized, on behalf of the Agency, to execute and deliver a sales tax exemption extension letter from October 1, 2026 through and including March 31, 2027 with respect to the Project along with any other documents necessary to effectuate the intent of this Resolution.

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
Scott Smith	[ ] 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.

From:	Dr. Joseph D"Abbraccio
To:	Jennifer Flad
Subject:	Re: IDA w/ Catskill Vet- insurance and sales tax exemption
Date:	Tuesday, September 1, 2026 9:49:10 AM

Caution: This is an external email and may be malicious. Please take care when clicking links or opening attachments.

Dear Jen,

Thank you for the update.

We would like to request a six-month extension for the sales tax exemption. The Catskill Vet project is not yet completed, and we anticipate purchasing final items and completing preparation for the building over the coming months.

RESOLUTION

A regular meeting of the County of Sullivan Industrial Development Agency ("Agency") was convened on September 14, 2026 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 Chairman Howard A. Siegel, and, upon the roll being called, the following members of the Agency were:

	PRESENT	ABSENT
Howard A. Siegel	[ ]	[ ]
Kathleen Lara	[ ]	[ ]
Scott Smith	[ ]	[ ]
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
Bethanii Padu, Economic Development Coordinator

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

Resolution No. __ - 26

RESOLUTION EXTENDING THE SALES TAX ABATEMENT PERIOD FOR THE CATSKILL VETERINARY SERVICES, PLLC ("CATSKILL VET SERVICES") AND CATSKILL VET. PROPERTIES LLC ("CATSKILL VET PROPERTIES" AND TOGETHER WITH CATSKILL VET SERVICES, COLLECTIVELY, THE "COMPANY") PROJECT FROM OCTOBER 1, 2026 THROUGH AND INCLUDING MARCH 31, 2027

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, on or about January 12, 2026, the Company presented an application to the Agency ("Application"), a copy of which is on file at the office of the Agency, requesting that the Agency consider undertaking a project consisting of the: (i) acquisition, construction, installation and equipping of an approximately 20,000 +/- square foot building to be used as a veterinary hospital and an approximately 2,592 square foot large animal outbuilding ("Buildings") situate on one (1) parcel of real estate consisting of approximately 16.49 +/- acres of land located at 23 Old Drive In Road in the hamlet of Rock Hill, Town of Thompson ("Town"), County of Sullivan ("County"), State of New York and identified on the Town tax map as Section 32, Block 1, Lot 14.1 ("Land"); (ii) acquisition, construction and installation thereon and therein of certain furniture, fixtures, machinery, equipment and tools ("Equipment"); (iii) construction of improvements to the Building, the Land and the Equipment (collectively, the Buildings, the Land and the Equipment are referred to as the "Project"); and (iv) lease of the Project from the Agency to the Company; and

WHEREAS, on or about February 1, 2026, the Agency and the Company entered into an Agent and Project Agreement ("Agent Agreement") pursuant to which the Agency designated the Company as agent of the Agency; and

WHEREAS, contemporaneously with the execution of the Agent Agreement, the Agency delivered to the Company a Sales Tax Exemption Letter granting a sales tax exemption for purchases related to the construction and equipping of the Project, which letter will expire on September 30, 2026; and

WHEREAS, on or about September 1, 2026, the Company requested that the sales tax abatement period be extended for another six (6) months to continue the construction and equipping of the Project.

*NOW, THEREFORE, BE IT RESOLVED***,** that the sales tax abatement period for the Project be, and hereby is, extended from October 1, 2026 through and including March 31, 2027; and it is further

RESOLVED, that the Chairman or Executive Director of the Agency, each acting individually, are each hereby authorized, on behalf of the Agency, to execute and deliver a sales tax exemption extension letter from October 1, 2026 through and including March 31, 2027 with respect to the Project along with any other documents necessary to effectuate the intent of this Resolution.

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
Scott Smith	[ ] 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.

RESOLUTION

A regular meeting of the County of Sullivan Industrial Development Agency ("Agency") was convened on September 14, 2026 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 Chairman Howard A. Siegel, and, upon the roll being called, the following members of the Agency were:

	PRESENT	ABSENT
Howard A. Siegel	[ ]	[ ]
Kathleen Lara	[ ]	[ ]
Scott Smith	[ ]	[ ]
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
Bethanii Padu, Economic Development Coordinator
Walter F. Garigliano, Agency General Counsel

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

Resolution No. __ - 26

RESOLUTION AMENDING RESOLUTION NO. 16 - 26 WHICH APPOINTED AMYTRA DEVELOPMENT LLC ("AMYTRA") AND ELDRED ENTERTAINMENT, LLC ("ELDRED ENTERTAINMENT" AND TOGETHER WITH AMYTRA, COLLECTIVELY, THE "COMPANY") AS ITS AGENT FOR THE PURPOSE OF ACQUIRING, CONSTRUCTING, INSTALLING AND EQUIPPING THE PROJECT; MAKING CERTAIN FINDINGS AND DETERMINATIONS WITH RESPECT TO THE PROJECT; AND AUTHORIZING THE EXECUTION AND DELIVERY OF AN AGENT AND PROJECT AGREEMENT BETWEEN THE AGENCY AND THE COMPANY; AUTHORIZING THE AGENCY TO EXECUTE A LEASE, LEASEBACK, PILOT AGREEMENT AND RELATED DOCUMENTS WITH RESPECT TO THE ACQUISITION, CONSTRUCTION, INSTALLATION AND EQUIPPING OF THE PROJECT

All capitalized terms not herein defined shall have the respective meanings ascribed thereto in Resolution No. 16 - 26, adopted by the Agency on May 18, 2026 ("May Resolution").

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, on June 15, 2026, the Agency and Company entered into an Agent and Project Agreement and an Environmental Compliance and Indemnification Agreement; and

WHEREAS, the Agency wishes to extend the appointment of the Company as agent of the Agency to construct, install and equip the Project which, pursuant to Resolution No. 16 – 26, would have expired on July 31, 2026, if the Transaction Documents were not executed and delivered by said date.

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

<u>Section 1</u>. The last sentence of Section 5 of the May Resolution is hereby deleted and the following is inserted in its place and stead:

> “The aforesaid appointment of the Company as agent of the Agency to construct, install and equip the Project shall expire on December 18, 2026, if the Transaction Documents have not been executed and delivered.”

<u>Section 2.</u> 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.

<u>Section 3.</u> The Executive Director or Counsel to the Agency 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.

<u>Section 4.</u> 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:

Howard A. Siegel	[ ] Yes	[ ] No	[ ] Absent	[ ] Abstain
Kathleen Lara	[ ] Yes	[ ] No	[ ] Absent	[ ] Abstain
Scott Smith	[ ] 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 resolutions were thereupon duly adopted.

STATE OF NEW YORK :
:SS
COUNTY OF SULLIVAN :

I, the undersigned 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 September 14, 2026 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:

	PRESENT	ABSENT
Howard A. Siegel	[ ]	[ ]
Kathleen Lara	[ ]	[ ]
Scott Smith	[ ]	[ ]
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
Scott Smith	[ ] 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 14th day of September, 2026.

____

Kathleen Lara, Secretary

RESOLUTION

A regular meeting of the County of Sullivan Industrial Development Agency ("Agency") was convened on May 18, 2026 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 Chairman Howard A. Siegel, and, upon the roll being called, the following members of the Agency were:

	PRESENT	ABSENT
Howard A. Siegel	[√]	[ ]
Kathleen Lara	[√]	[ ]
Scott Smith	[ ]	[√]
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
Walter F. Garigliano, Agency General Counsel

The following resolution was duly offered by Ira Steingart, and seconded by Kathleen Lara, to wit:

Resolution No. 16 - 26

RESOLUTION OF THE AGENCY APPOINTING AMYTRA DEVELOPMENT LLC ("AMYTRA") AND ELDRED ENTERTAINMENT, LLC ("ELDRED ENTERTAINMENT" AND TOGETHER WITH AMYTRA, COLLECTIVELY, THE "COMPANY") AS ITS AGENT FOR THE PURPOSE OF ACQUIRING, CONSTRUCTING, INSTALLING AND EQUIPPING THE PROJECT (HEREINAFTER DEFINED); MAKING CERTAIN FINDINGS AND DETERMINATIONS WITH RESPECT TO THE PROJECT; AND AUTHORIZING THE EXECUTION AND DELIVERY OF AN AGENT AND PROJECT AGREEMENT BETWEEN THE AGENCY AND THE COMPANY; AUTHORIZING THE AGENCY TO EXECUTE A LEASE TO AGENCY ("LEASE"), LEASEBACK TO COMPANY ("LEASEBACK"), PAYMENT IN LIEU OF TAXATION AGREEMENT ("PILOT AGREEMENT") AND RELATED DOCUMENTS WITH RESPECT TO THE ACQUISITION, CONSTRUCTION, INSTALLATION AND EQUIPPING OF THE PROJECT

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, on or about April 22, 2026, the Company presented an application to the Agency ("Application"), a copy of which is on file at the office of the Agency, requesting that the Agency consider undertaking a project consisting of the: (i) acquisition, construction, installation and equipping of an approximately 14,060 +/- square foot building to be used as a spa ("Building") situate on one (1) parcel of real estate consisting of approximately 1.8 +/- acres of land, located at 1040 State Route 55 in the hamlet of Eldred, Town of Highland ("Town"), County of Sullivan ("County"), State of New York and identified on the Town tax map as a portion of Section 4, Block 1, Lot 3.1 ("Land"); (ii) acquisition, construction and installation thereon and therein of certain furniture, fixtures, machinery, equipment and tools ("Equipment"); (iii) construction of improvements to the Building, the Land and the Equipment (collectively, the Building, the Land and the Equipment are referred to as the "Project"); and (iv) lease of the Project from the Agency to the Company; and

WHEREAS, it is contemplated that the Agency will (i) designate the Company as its agent for the purpose of acquiring, constructing, installing and equipping the Project; (ii) negotiate and enter into an Agent and Project Agreement, the Lease, the Leaseback and the PILOT Agreement with the Company (collectively, the "Transaction Documents"); (iii) hold a leasehold interest in the Land, the improvements and personal property thereon which constitute the Project; and (iv) provide financial assistance (the "Financial Assistance") to the Company in the form of (a) sales tax exemption for purchases related to the construction and equipping of the Project; (b) a real property tax abatement on increased value resulting from improvements to the Land through the PILOT Agreement; and (c) a mortgage tax exemption for financing related to the Project; and

WHEREAS, the total Financial Assistance being contemplated by the Agency is greater than $100,000; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York ("SEQR"), the Agency constitutes a "State Agency"; and

WHEREAS, in determining whether the Project may have significant adverse effects on the environment, the Town of Highland Planning Board, acting as lead agency ("Planning Board"), completed an environmental review under SEQR for the Project; and

WHEREAS, on August 28, 2024, the Planning Board determined that the Project will not have a significant adverse impact on the environment and issued a Negative Declaration; and

WHEREAS, to aid the Agency in determining whether the Project may have significant adverse effects on the environment, the Company presented a Short Environmental Assessment Form ("EAF") to the Agency with respect to the Project for its review; and

WHEREAS, the Agency has given due consideration to the Application of the Company and to representations by the Company that the proposed Financial Assistance is an inducement to the Company to undertake the Project; and

WHEREAS, the Agency has considered the following matters as more fully set forth in its Uniform Tax Exemption Policies:

A. Permanent private sector job creation and retention;
B. Estimated value of the tax exemption;
C. Whether the affected taxing jurisdictions shall be reimbursed by the Company if the Project does not fulfill the purposes for which the exemption was granted;
D. Impact of Project on existing and proposed business or economic development projects;
E. The amount of private sector investment generated or likely to be generated by the Project;
F. Demonstrated public support for the Project;
G. Likelihood of accomplishing the Project in a timely fashion;
H. Environmental impact;
I. Extent to which the Project will require additional services including, but not limited to educational, police, transportation, EMS and fire;
J. Extent to which the Project will provide additional revenues; and
K. A Cost/Benefit Analysis.

; and

WHEREAS, the Agency desires to encourage the Company to advance the job opportunities, health, general prosperity and economic welfare of the people of Sullivan County, New York by providing the contemplated Financial Assistance and undertaking the Project; and

WHEREAS, the Executive Director has negotiated the Transaction Documents with the Company; and

WHEREAS, the Transaction Documents have been prepared by Agency Counsel.

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

Section 1. The Company has presented to the Agency, among other things:
(A) An Application in form acceptable to the Agency;
(B) an EAF; and
(C) a Cost/Benefit Analysis.

Section 2. Based upon (i) the representations made by the Company to the Agency; (ii) a review of the EAF presented to the Agency, which was reviewed by the Agency on May 18, 2026; and (iii) related documents, the Agency hereby determines that:
(A) The Project constitutes an Unlisted Action under the SEQR;

(B) The Project will result in no major impacts erefore, is one which will not cause significant damage to the environ :

(C) The Project will not have a "significant eff the environment" as such quoted term is defined in Article 8 of the Emental Conservation Law and Regulations adopted pursuant th y the Department of Environmental Conservation;

(D) No "environmental impact statement" as quoted term is defined in SEQR need be prepared for this action; and

(E) This determination constitutes a negative d on for purposes of SEQR.

A copy of this resolution shall be placed on the office of the Agency where the same shall be available for public inspe uring business hours.

Section 3. The Agency has determined that the proposed Fi Assistance exceeds the sum of $100,000.00 and, therefore, a public hearing notice was held on May 11, 2026, at 8:30 a.m., local time, at the Town of Hi Senior Center, 725 State Route 55, Eldred, New York 12732, at which h omments relating to the proposed Financial Assistance were solicited. Sai hearing was open to the general public and public notice of the time and p said public hearing was duly given in accordance with the applicable prov of the General Municipal Law of the State.

Section 4. Based upon representations made by the Comp the Agency, the Agency hereby makes, finds and determines as follows:

(A) By virtue of the Act, the Agency has been with all powers necessary and convenient to carry out and effectuate rposes and provisions of the Act and to exercise all powers granted der the Act;

(B) It is desirable and in the public interest f Agency to (i) acquire an interest in the Land and the improvemen stituting the Project; (ii) appoint the Company as its agent for purp acquiring, constructing, installing and equipping the Project, a) lease the Land and improvements constituting the Project to mpany pursuant to the Lease, subject to the Leaseback and the PIL reement;

(C) The Agency has the authority to take the act ontemplated therein under the Act; and

(D) The action to be taken by the Agency will i e Company to develop the Project, thereby increasing employment unities in the County and otherwise furthering the purposes of the Ag set forth in the Act.

Section 5. Subject to the Company executing an Agent and F Agreement in form and substance approved by the Executive Director, the y hereby authorizes the Company to proceed with the construction and equip f the Project and hereby appoints the Company as the true and lawful ag e Agency to construct, install and equip the Project on behalf of the Agenc the authority to delegate its status as agent of the Agency to the Company's subagents, contractors, subcontractors, suppliers, vendors and other such parties as the Company may choose. The appointment described above includes the following activities as they relate to the construction, installing and equipping of the Project, whether or not the materials, services or supplies described below are incorporated into or become an integral part of the Project; (i) all purchases, leases, rentals and other uses of tools, machinery and equipment in connection with the construction, installing and equipping of the Project; (ii) all purchases, rentals, uses or consumption of supplies, materials and services of every kind and description in connection with the construction, installing and equipping of the Project; and (iii) all purchases, leases, rentals and uses of equipment, machinery, and other tangible personal property (including installation costs with respect thereto), installed or placed in, upon or under the Project, including all repairs and replacements of such property. This Agency appointment includes the power to make, execute, acknowledge and deliver any contracts, orders, receipts, writings and instructions, as the stated agents for the Agency, and in general to do all things which may be requisite or proper for completing the Project, all with the same powers and with the same validity as the Agency could do if acting on its own behalf. The aforesaid appointment of the Company as agent of the Agency to construct, install and equip the Project shall expire on July 31, 2026, if the Transaction Documents have not been executed and delivered.

Section 6. Based upon the representation and warranties made by the Company in its application for Financial Assistance, the Agency hereby authorizes and approves the Company, as its agent, to make purchases of goods and services relating to the Project and that would otherwise be subject to New York State and local sales and use tax in an amount up to $8,750,000, which result in New York State and local sales and use tax exemption benefits ("sales and use tax exemption benefits") not to exceed $700,000. The Agency agrees to consider any requests by the Company for increase to the amount of sales and use tax exemption benefits authorized by the Agency upon being provided with appropriate documentation detailing the additional purchases of property or services.

Section 7. Pursuant to Section 875(3) of the New York General Municipal Law, the Agency may recover or recapture from the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, any sales and use tax exemption benefits taken or purported to be taken by the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, if it is determined that: (i) the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, is not entitled to the sales and use tax exemption benefits; (ii) the sales and use tax exemption benefits are in excess of the amounts authorized to be taken by the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project; (iii) the sales and use tax exemption benefits are for property or services not authorized by the Agency as part of the Project; or (iv) the sales and use tax exemption benefits are taken in cases where the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, fails to comply with a material term or condition to use property or services in the manner approved by the Agency in connection with the Project. As a condition precedent of receiving sales and use tax exemption benefits, the Company, its agents, consultants, subcontractors, or any other party authorized to make purchases for the benefit of the Project, must (i) cooperate with the Agency in its efforts to recover or recapture any sales and use tax exemption benefits, and (ii) promptly pay over any such amounts to the Agency that the Agency demands.

Section 8. The Transaction Documents which were negotiated by the Executive Director are hereby approved as to form and substance on condition that: (i) the payments under the Leaseback include payments of all costs incurred by the Agency arising out of or related to the Project and indemnification of the Agency by the Company for actions taken by the Company and/or claims arising out of or related to the Project; and (ii) the terms of the PILOT Agreement are consistent with the Agency's Uniform Tax Exemption Policy.

Section 9. The Chairman or Executive Director of the Agency, each acting individually, is hereby authorized, on behalf of the Agency, to execute and deliver the Transaction Documents, all with such changes, variations, omissions and insertions as the Chairman, Executive Director or Chief Executive Officer of the Agency shall approve, the execution thereof by the Chairman, Executive Director or Chief Executive Officer of the Agency to constitute conclusive evidence of such approval.

Section 10. 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 11. 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 12. The Chairman, Executive Director or Counsel to the Agency 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 13. 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
Scott Smith	[ ] 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 Secretary of the Agency DO HEREBY CERTIFY THAT:

1. I have compared the foregoing copy of a resolution of the County of Sullivustrial Development Agency ("Agency") with the original thereof on file in the of the Agency, and that the same is a true and correct copy of such resolution 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 publion on May 18, 2026 at 11:00 a.m. at the Sullivan County Government Center, 100 Street, Village of Monticello, Sullivan County, New York, at which the following me were present:

	PRESENT	ABSENT
Howard A. Siegel	[√]	[ ]
Kathleen Lara	[√]	[ ]
Scott Smith	[ ]	[√]
Sean Brooks	[ ]	[√]
Ira Steingart	[√]	[ ]
Joseph Perrello	[√]	[ ]
Edward T. Sykes	[√]	[ ]

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

Howard A. Siegel	[√] Yes	[ ] No	[ ] Absent	[ ]in
Kathleen Lara	[√] Yes	[ ] No	[ ] Absent	[ ]in
Scott Smith	[ ] Yes	[ ] No	[√] Absent	[ ]in
Sean Brooks	[ ] Yes	[ ] No	[√] Absent	[ ]in
Ira Steingart	[√] Yes	[ ] No	[ ] Absent	[ ]in
Joseph Perrello	[√] Yes	[ ] No	[ ] Absent	[ ]in
Edward T. Sykes	[√] Yes	[ ] No	[ ] Absent	[ ]in

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 18th day of May, 2026.

Kathleen Lara

Kathleen Lara, Secretary

COUNTY OF SULLIVAN INDUSTRIAL DEVELOPMENT AGENCY
548 Broadway
Monticello, New York 12701
845-428-7575
APPLICATION FOR FINANCIAL ASSISTANCE

I. A. APPLICANT INFORMATION:

Company Name: GIBBERS ESTATES, LLC

Address: 37 Gafen Lane Kiamesha Lake, NY 12751

Phone No.: 845-200-2070 ext 101

Telefax No.: ______

Email Address: chaim@mepwholesalers.com

Fed Id. No.: [redacted]

Contact Person: Chaim Katz

Principal Owners/Officers/Directors (list owners with 15% or more in equity holdings with percentage ownership):

Principal Owners (Shareholders/Members/Owners): Chaim Katz

Directors/Managers: Chaim Katz, Sole Director
Officers: Chaim Katz, Sole Officer

Corporate Structure (attach schematic if Applicant is a subsidiary or otherwise affiliated with another entity)

______

Form of Entity:

_____ Corporation (Sub-s)

Date of incorporation: ______
State of incorporation: ______

_____ Partnership

General ______ or Limited ______
Number of general partners ______

If applicable, number of limited partners _________
Date of formation: _____________
Jurisdiction formation: _____________

✓ Limited Liability Company/Partnership (number of members 1)

Date of organization: April 2023
State of organization: New York

_____ Sole Proprietorship

If a foreign organization, is the Applicant authorized to do business in the State of New York? Yes__ No____ N/A ✓ (If so, please append Certificate of Authority.)

B. APPLICANT INFORMATION:

Company Name: MEP WHOLESALERS CORP.

Address: 37 Gafen Lane Kiamesha Lake, NY 12751

Phone No.: 845-200-2070 ext 101

Telefax No.: _____________

Email Address: chaim@mepwholesalers.com

Fed Id. No.: [redacted]

Contact Person: Chaim Katz

Principal Owners/Officers/Directors (list owners with 15% or more in equity holdings with percentage ownership):

Principal Owners (Shareholders/Members/Owners): Chaim Katz, Sole Director

Directors/Managers: Chaim Katz, Sole Director
Officers: Chaim Katz, Sole Officer

Corporate Structure (attach schematic if Applicant is a subsidiary or otherwise affiliated with another entity)

Form of Entity:

✓ Corporation (Sub-s)

Date of incorporation: April 2022
State of incorporation: New York

_____ Partnership

General ________________ or Limited ____________
Number of general partners __________
If applicable, number of limited partners _________
Date of formation: ______________
Jurisdiction formation: ______________

_____ Limited Liability Company/Partnership (number of members ____)

Date of organization: ______________
State of organization: ______________

_____ Sole Proprietorship

If a foreign organization, is the Applicant authorized to do business in the State of New York? Yes__ No____ N/A ✓ (If so, please append Certificate of Authority.)

APPLICANT'S COUNSEL

Name: Baum Law, P.C.

Address: 438 Broadway P.O Box 1260 Monticello, NY 12701

Phone No.: 845-791-1000

Telefax No.: ______________

Email Address: rsbaum@baumlawpc.com

II. REQUESTED FINANCIAL ASSISTANCE

	Estimated Value
Real Property Tax Abatement (estimated)	$ TBD
Mortgage Tax Exemption	$ 45,000
Sales and Use Tax Exemption	$ 26,000
Issuance by the Agency of Tax Exempt Bonds	$

III. PROJECT INFORMATION

A.) Project Location:

Project Address: 30 LA VISTA DRIVE SOUTH FALLSBURG, NY, 12779
Tax Map Number(s): SECTION 60, BLOCK 1 LOT 21.1
Located in the Village of: X TOWN OF FALLSBURG
Located in Town of FALLSBURG
Located in the School District of FALLSBURG
Located in Hamlet of ______

(i) Are Utilities on Site?

Water/Sewer ✓ Electric ✓
Gas X Storm Sewer X

(ii) Present legal owner of the site: GIBBERS ESTATES LLC

If other than Applicant, by what means will the site be acquired for this Project:

______

(iii) Zoning of Project Site: Current: I Proposed: I

(iv) Are any variances needed: X

(v) Principal Use of Project upon completion: HVAC, ELECTRIC SUPPLY and OFFICES

B.) Will the Project result in the removal of a plant or facility of the Applicant or a proposed Project occupant from one area of the State of New York to another area of the State of New York? NO ; If yes, please explain:

______

C.) Will the Project result in the abandonment of one or more Plants or facilities of the Applicant or a proposed Project occupant located in the State of New York? NO ; If yes, please explain:

______

D.) If the answer to either question B or C above is yes, you are required to indicate whether any of the following apply to the Project:

1. Is the Project reasonably necessary to preserve the competitive position of the Applicant or such Project Occupant in its industry? Yes ______; No ________. If yes, please explain:

____

2. Is the Project reasonably necessary to discourage the Applicant or such Project Occupant from removing such other plant or facility to a location outside the State of New York? Yes ______; No ______. If yes, please explain:

____

E.) Will the Project include facilities or property that will be primarily used in making retail sales of goods or provide services to customers who personally visit such facilities? YES; If yes, please contact the Agency for additional information.

F.) Please provide a narrative of the Project and the purpose of the Project (new build, renovations, and/or all equipment purchases). Identify specific uses occurring within the Project. Describe any and all tenants and any/all end users. Describe the proposed acquisitions, construction or reconstruction and a description of the costs and expenditures expected. Attach additional sheets, if necessary.
We are adding an additional 10,000 square feet to the existing building to provide more storage space.

G.) COSTS AND BENEFITS OF THE PROJECT

Costs = Financial Assistance

Estimated Sales Tax Exemption	$ 26,000
Estimated Mortgage Tax Exemption	$ 45,000
Estimated Property Tax Abatement	$ TBD
Estimated Interest Savings IRB Issue	$

Benefits= Economic Development

Jobs created	$ 100,000/year
Jobs retained	$ 275,000/year
Private funds invested	$ 700,000
Other Benefits	$

Estimate how many construction/permanent jobs will be created or retained as a result of this Project:

Jobs to be created: 2

Construction: 20

Permanent: 2

Retained (at current facility): 5

Project Costs (Estimates)

Land and Existing Buildings	$ 0
Soft Costs (5%)	$ 50,000
Other (construction costs)	$ 650,000
Total	$ 700,000

Note: The Applicant will seek takeout financing not to exceed $4,500,000 upon completion of the project.

In addition to the above estimated capital costs of the project, which must include all costs of real property and equipment acquisition and building construction or reconstruction, you must include details on the amounts to be financed from private sector sources, an estimate of the percentage of project costs financed from public sector sources and an estimate of both the amount to be invested by the Applicant and the amount to be borrowed to finance the Project.

The construction project will be 100% private sector financing.

In addition to the job figures provided above, please indicate the following:

1) The projected number of full time equivalent jobs that would be retained and that would be created if the request for financial assistance is granted.

   7

2) The projected timeframe for the creation of new jobs.

   MARCH 2027

3) The estimated salary and fringe benefit averages or ranges for categories of the jobs that would be retained or created if the request for financial assistance is granted.

   $100,000 for general manager

   $ 160,000 for sales

   $ 80,000 for warehouse/drivers

   Salary averages above apply to a combination of both retained and created jobs.

4) An estimate of the number of residents of the economic development region as established pursuant to section two hundred thirty of the Economic Development Law, in which the project is located that would fill such jobs. The

labor market area defined by the agency (Mid-Hudson Economic Development Region)

1,426,946 (POPULATION AGES 18-64 PER 2020 US CENSUS)

H.) State whether there is a likelihood that the project would not be undertaken but for the financial assistance provided by the Agency, or, if the project could be undertaken without financial assistance provided by the Agency, a statement indicating why the project should be undertaken by the Agency

The project is depending on the IDA benefits

IV. REPRESENTATIONS BY THE APPLICANT

The Applicant understands and agrees with the Agency as follows:

A) Job Listings. In accordance with Section 858-b (2) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining agreements, new employment opportunities created as a result of the Project will be listed with the New York State Department of Labor Community Services Division (the "DOL") and with the administrative entity (collectively with the DOL, the "JTPA Entities") of the service delivery area created by the federal job training partnership act (Public Law 97-300) ("JTPA") in which the Project is located.

B) First Consideration for Employment. In accordance with Section 858-b (2) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, except as otherwise provided by collective bargaining agreements, where practicable, the Applicant will first consider persons eligible to participate in JTPA programs who shall be referred by the JTPA Entities for new employment opportunities created as a result of the Project.

C) Annual Sales Tax Filings. In accordance with Section 874(8) of the New York General Municipal Law, the Applicant understands and agrees that, if the Project receives any sales tax exemptions as part of the Financial Assistance from the Agency, in accordance with Section 874(8) of the General Municipal Law, the Applicant agrees to file, or cause to be filed, with the New York State Department of Taxation and Finance, the annual form prescribed by the Department of Taxation and Finance, describing the value of all sales tax exemptions claimed by the Applicant and all consultants or subcontractors retained by the Applicant.

D) Annual Employment Reports. The Applicant understands and agrees that, if the Project receives any Financial Assistance from the Agency, the Applicant agrees to file, or cause to be filed, with the Agency, on an annual basis, reports regarding the number of people employed at the project site.

E) <u>Absence of Conflicts of Interest</u>. The Applicant has received from the Agency a list of the members, officers, and employees of the Agency. No member, officers or employee of the Agency has an interest, whether direct or indirect, in any transaction contemplated by this Application, except as hereinafter described.

F.) The Applicant represents that the provisions of Section 862(1) of the New York General Municipal Law, as provided below, will not be violated if Financial Assistance is provided for the proposed Project:

§ 862. Restrictions on funds of the agency. (1) No funds of the agency shall be used in respect of any project if the completion thereof would result in the removal of an industrial or manufacturing plant of the project occupant from one area of the state to another area of the state or in the abandonment of one or more plants or facilities of the project occupant located within the state, provided, however, that neither restriction shall apply if the agency shall determine on the basis of the application before it that the project is reasonably necessary to discourage the project occupant from removing such other plant or facility to a location outside the state or is reasonably necessary to preserve the competitive position of the project occupant in its respective industry.

G.) The Applicant confirms and acknowledges that the owner, occupant, or operator receiving Financial Assistance for the proposed Project is in substantial compliance with applicable local, state and federal tax, worker protection and environmental laws, rules and regulations.

H.) The Applicant confirms and acknowledges that the submission of any knowingly false or knowingly misleading information may lead to the immediate termination of any Financial Assistance and the reimbursement of an amount equal to all or part of any tax exemption claimed by reason of the Agency's involvement the Project.

I.) The Applicant confirms and hereby acknowledges that as of the date of this Application, the Applicant is in substantial compliance with all provisions of Article 18-A of the New York General Municipal Law, including, but not limited to, the provision of Section 859-a and Section 862(1) of the New York General Municipal Law.

The Applicant and the individual executing this Application on behalf of the Applicant acknowledge that the Agency will rely on the representations made herein when acting on this Application and hereby represent that the statements made herein do not contain any untrue statement of a material fact and do not omit to state a material fact necessary to make the statements contained herein not misleading.

(APPLICANT)
Gibbers Estate LLC
Chaim Katz, Sole member
By: (NAME, TITLE)

Date: August 21, 2026

August 21, 2026

(APPLICANT)
MEP Wholesalers Corp.
Chaim Katz, President
August 21, 2026
By: (NAME, TITLE)

Date: August 21, 2026

STATE OF NEW YORK)
COUNTY OF SULLIVAN) ss.:

Chaim Katz, being first duly sworn, deposes and says:

1. That I am the owner of Gibbers Estate (collectively, the, "Applicant") and that I am duly authorized on behalf of the Applicant to bind the Applicant.

2. That I have read the attached Application, I know the contents thereof, and that to the best of my knowledge and belief, this Application and the contents of this Application are true, accurate and complete.

(NAME)

Subscribed and affirmed to me under penalties of perjury this 23 day of August, 20 26

(Notary Public)

RIFKY MORGENSTERN
STATE OF NEW YORK
NOTARY PUBLIC
Qualified in Sullivan County
01MO0026979
MY COMMISSION EXPIRES 07/18/2028

RESOLUTION

A regular meeting of the County of Sullivan Industrial Development Agency ("Agency") was convened on September 14, 2026 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 Chairman Howard A. Siegel, and, upon the roll being called, the following members of the Agency were:

	PRESENT	ABSENT
Howard A. Siegel	[ ]	[ ]
Kathleen Lara	[ ]	[ ]
Scott Smith	[ ]	[ ]
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
Bethanii Padu, Economic Development Coordinator

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

Resolution No. __ - 26

RESOLUTION (I) AUTHORIZING THE CONSTRUCTION AND EQUIPPING OF AN APPROXIMATELY 10,000 SQUARE FOOT ADDITION TO THE GIBBERS ESTATES LLC ("GIBBERS") AND M E P WHOLESALERS CORP. ("M E P", AND TOGETHER WITH GIBBERS, COLLECTIVELY, THE "COMPANY") PROJECT ("2026 ADDITION PROJECT"); (II) MAKING CERTAIN FINDINGS AND DETERMINATIONS WITH RESPECT TO THE 2026 ADDITION PROJECT; (III) APPOINTING THE COMPANY AS AGENT OF THE AGENCY FOR THE PURPOSE OF CONSTRUCTING AND EQUIPPING THE 2026 ADDITION PROJECT; AND (IV) AUTHORIZING THE AGENCY TO EXECUTE AND DELIVER AN AMENDED AND RESTATED AGENT AND PROJECT AGREEMENT ("A&R AGENT AND PROJECT AGREEMENT"), AMENDED AND RESTATED LEASE TO AGENCY ("A&R LEASE AGREEMENT"), AMENDED AND RESTATED LEASEBACK TO COMPANY ("A&R LEASEBACK AGREEMENT"), AMENDED AND RESTATED PAYMENT IN LIEU OF TAXATION AGREEMENT ("A&R PILOT AGREEMENT") AND ANY OTHER RELATED DOCUMENTS WITH RESPECT TO THE CONSTRUCTION AND EQUIPPING OF THE 2026 ADDITION PROJECT

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 ("State"); and

WHEREAS, on or about December 7, 2023, the Agency and Company entered into a Lease/Leaseback transaction relating to the (i) acquisition, construction, installation and equipping of an approximately 15,000 +/- square foot building to include a heating, ventilation, air conditioning, and electrical supply retail sales facility with accessory office and warehousing space ("Building") situate on one (1) parcel of real estate containing approximately 7.01 acres of land located on La Vista Drive, Town of Fallsburg ("Town"), County of Sullivan ("County"), State of New York and identified on the Town tax map as Section 60, Lot 1, Block 21.1 ("Land"); (ii) construction and installation thereon and therein of certain furniture, fixtures, machinery, equipment and tools ("Equipment"); (iii) construction of improvements to the Building, the Land and the Equipment (collectively, the Building, the Land and the Equipment are referred to as the "2023 Project" and together with the 2026 Addition Project, the "Project"); and (iv) lease of the 2023 Project from the Agency to the Company; and

WHEREAS, on or about December 7, 2023, the Agency and Company entered in various agreements with the Agency to obtain financial assistance, including without limitation, an Agent and Project Agreement, a Lease to Agency, a Leaseback to Company and a Payment in Lieu of Taxation Agreement (collectively, the "2023 Transaction Documents"); and

WHEREAS, at the time of execution of the 2023 Transaction Documents, it was anticipated that the 2023 Project would be completed prior to the March 1, 2024 taxable status date; and

WHEREAS, the 2023 Project was not completed by March 1, 2024; and

WHEREAS, it was the Agency's intent to provide the benefits contemplated by the Agency's Retail Sales Uniform Tax Exemption Policy over the operating life of the 2023 Project; and

WHEREAS, by Resolution No. 07 - 25, adopted on April 7, 2025, the Agency (i) authorized the execution and delivery of an Omnibus Amendment to Project Documents to amend the 2023 PILOT Agreement to delay each applicable year of the exemption schedule contemplated by the 2023 PILOT Agreement by one year and to provide for a PILOT payment equal to what taxes would have been if the Agency was not involved in the 2023 Project for the payment due February 1, 2025; and (ii) authorized its Chairman, Chief Executive Officer or Executive Director to execute and deliver the same; and

WHEREAS, effective as of May 1, 2025, the Agency and Company entered into an Omnibus Amendment to Project Documents to delay each appliable year of the exemption contemplated by the 2023 PILOT Agreement. Since amending the 2023 PILOT Agreement made it necessary to extend the term of the 2023 Lease and 2023 Leaseback, the Agency and Company also entered into an Amended Memorandum of Lease to Agency and an Amended Memorandum of Leaseback to Company; and

WHEREAS, on or about August 21, 2026, the Company has filed an application requesting the Agency to (i) consent to the construction and equipping of the 2026 Addition Project on the Land; (ii) appoint the Company as agent of the Agency; (iii) to amend the 2023 Transaction Documents to include construction and equipping of the 2026 Addition Project ("A&R Transaction Documents"); (iv) authorize its Chairman or Executive Director to sign the A&R Transaction Documents; (v) provide a sales tax exemption for the purchases related to the 2026 Addition Project; (vi) enter into a mortgage and abate mortgage tax in an amount not to exceed FORTY-FIVE THOUSAND and 00/100 ($45,000.00) DOLLARS for the purpose of financing the Project; and (vii) provide a real property tax abatement on the Land through the A&R PILOT Agreement; and

WHEREAS, the total financial assistance being contemplated by the Agency is less than $100,000; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York ("SEQR"), the Agency constitutes a "State Agency"; and

WHEREAS, in determining whether the 2026 Addition Project may have significant adverse effects on the environment, the Town of Fallsburg Planning Board, acting as lead agency ("Planning Board"), completed an environmental review under SEQR for the 2026 Addition Project; and

WHEREAS, on May 8, 2025, the Planning Board determined that the 2026 Addition Project will not have a significant adverse impact on the environment and issued a Negative Declaration; and

WHEREAS, to aid the Agency in determining whether the 2026 Addition Project may have significant adverse effects on the environment, the Company presented a Short Environmental Assessment Form ("EAF") to the Agency with respect to the 2026 Addition Project for its review; and

WHEREAS, the Agency wishes to (i) authorize the construction and equipping of the 2026 Addition Project; (ii) enter into the A&R Transaction Documents; (iii) authorize its Chairman or Executive Director to execute the A&R Transaction Documents and related documents between the Agency and the Company; (iv) provide a sales tax exemption relating to construction and equipping of the 2026 Addition Project; (v) provide a mortgage tax exemption for financing related to the Project; and (vi) provide a real property tax abatement on the Land through the A&R PILOT Agreement.

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

Section 1. The Company has presented to the Agency, among other things:

(A) An Application in form acceptable to the Agency; and

(B) An EAF.

Section 2. Based upon (i) the representations made by the Company to the Agency, (ii) a review of the EAF presented to the Agency, which was reviewed by the Agency on September 14, 2026, and (iii) related documents, the Agency hereby determines that:

(A) The 2026 Addition Project constitutes an Unlisted Action under the SEQR;

(B) The 2026 Addition Project will result in no major impacts and, therefore, is one which will not cause significant damage to the environment;

(C) The 2026 Addition Project will not have a "significant effect on the environment" as such quoted term is defined in SEQR.

(D) No "environmental impact statement" as such quoted term is defined in SEQR needs to be prepared for this action; and

(E) This determination constitutes a negative declaration for purposes of SEQR.

A copy of this resolution shall be placed on file in the office of the Agency where the same shall be available for public inspection during business hours.

Section 3. The Chairman or Executive Director of the Agency, each acting individually, is hereby authorized, on behalf of the Agency, to execute and deliver the A&R Transaction Documents together with any other documents necessary to authorize the construction and equipping of the 2026 Addition Project.

Section 4. Subject to the Company executing the A&R Agent and Project Agreement in form and substance approved by the Executive Director, the Agency hereby authorizes the Company to proceed with the construction and equipping of the 2026 Addition Project and hereby appoints the Company as the true and lawful agent of the Agency to construct and equip the 2026 Addition Project on behalf of the Agency; with the authority to delegate its status as agent of the Agency to the Company's agents, subagents, contractors, subcontractors, suppliers, vendors and other such parties as the Company may choose. The appointment described above includes the following activities as they relate to the construction and equipping of the 2026 Addition Project, whether or not the materials, services or supplies described below are incorporated into or become an integral part of the 2026 Addition Project; (i) all purchases, leases, rentals and other uses of tools, machinery and equipment in connection with the construction and equipping of the 2026 Addition Project; (ii) all purchases, rentals, uses or consumption of supplies, materials and services of every kind and description in connection with the construction and equipping of the 2026 Addition Project; and (iii) all purchases, leases, rentals and uses of equipment, machinery, and other tangible personal property (including installation costs with respect thereto), installed or placed in, upon or under the 2026 Addition Project, including all repairs and replacements of such property. This Agency appointment includes the power to make, execute, acknowledge and deliver any contracts, orders, receipts, writings and instructions, as the stated agents for the Agency, and in general to do all things which may be requisite or proper for completing the 2026

Addition Project, all with the same powers and with the same validity as the Agency could do if acting on its own behalf. The aforesaid appointment of the Company as agent of the Agency to construct and equip the 2026 Addition Project shall expire on December 18, 2026 if the A&R Lease Agreement, A&R Leaseback Agreement and A&R PILOT Agreement have not been executed and delivered.

Section 5. The A&R Lease Agreement, A&R Leaseback Agreement, A&R PILOT Agreement and related documents, which were negotiated by the Executive Director, are hereby approved as to form and substance on condition that the payments under the A&R Leaseback Agreement include payments of all costs incurred by the Agency arising out of or related to the 2026 Addition Project and indemnification of the Agency by the Company for actions taken by the Company and/or claims arising out of or related to the 2026 Addition Project.

Section 6. The Chairman or Executive Director of the Agency, each acting individually, is hereby authorized, on behalf of the Agency, to execute and deliver the A&R Transaction Documents and related documents, all with such changes, variations, omissions and insertions as the Chairman or Executive Director of the Agency shall approve, the execution thereof by the Chairman or Executive Director of the Agency to constitute conclusive evidence of such approval.

Section 7. The Chairman or Executive Director of the Agency, each acting individually, is hereby authorized, on behalf of the Agency, to execute and deliver one or more mortgages, assignments of leases and rent, security agreements, UCC-1 Financing Statements and all documents reasonably contemplated by these resolutions or prepared on advice of counsel to the Agency ("Financing Documents"), provided that in all events recourse against the Agency is limited to the Agency's interest in the 2026 Addition Project.

Section 8. 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 9. 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 10. The Chairman, Executive Director or Counsel to the Agency 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 11. 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:

Howard A. Siegel	[ ] Yes	[ ] No	[ ] Absent	[ ] Abstain
Kathleen Lara	[ ] Yes	[ ] No	[ ] Absent	[ ] Abstain
Scott Smith	[ ] 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 resolutions were thereupon duly adopted.

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

I, the undersigned 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 September 14, 2026 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:

	PRESENT	ABSENT
Howard A. Siegel	[ ]	[ ]
Kathleen Lara	[ ]	[ ]
Scott Smith	[ ]	[ ]
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
Scott Smith	[ ] 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 14th day of September, 2026.

____

Kathleen Lara, Secretary