

RESOLUTION

A special meeting of the Sullivan County Funding Corporation (“SCFC”) was convened on July 11, 2022 at 11:00 a.m. local time via videoconference as authorized by Chapter 417 of the Laws of 2021, which took effect on September 2, 2021 and was most recently amended on June 14, 2022.

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

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

The following persons were also present:

Jennifer M. Flad, Executive Director
John W. Kiefer, Chief Executive Officer
Julio Garaicoechea, Project Manager
Walter F. Garigliano, SCFC General Counsel

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

Resolution No. ____ - 22

RESOLUTION AUTHORIZING AND APPROVING PAYMENT OF THE FEE FOR SERVICES DUE HUDSON VALLEY AGRIBUSINESS DEVELOPMENT CORPORATION (“HVADC”) FOR THE PERIOD JULY 1, 2022 TO JUNE 30, 2023

WHEREAS, pursuant to Sections 402 and 1411 of the Not-For-Profit Corporation Law of the State of New York, SCFC was established for certain charitable and public purposes including, among other things, relieving and reducing unemployment, promoting and providing for additional and maximum employment, bettering and maintaining job opportunities, instructing or training individuals to improve or develop their capabilities for such jobs, carrying on scientific research for the purpose of aiding a community or geographical area by attracting new industry to the

community or area or by encouraging the development of, or retention of, an industry in the community or area, and lessening the burdens of government and acting in the public interest; and

WHEREAS, by resolution #13-11, the County of Sullivan Industrial Development Agency (“Agency”) authorized the engagement of HVADC to provide business advisory services to farms and agricultural business located in Sullivan County; and

WHEREAS, by resolution #2-12, the Agency transferred responsibility for oversight of the HVADC services agreement to SCFC; and

WHEREAS, since 2011, either the Agency or SCFC has continuously engaged HVADC to provide services to the County’s agricultural community by providing agribusiness technical assistance, project planning and development services, agricultural development support and capital access planning; and

WHEREAS, the current contract between SCFC and HVADC provides for payment of an annual fee for services to HVADC for the period July 1, 2022 to June 30, 2023 in the amount of TWENTY-FIVE THOUSAND and 00/100 (\$25,000.00) Dollars.

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

Section 1. SCFC hereby authorizes a payment in the amount of TWENTY-FIVE THOUSAND and 00/100 (\$25,000.00) Dollars to HVADC, as compensation for its services for the period July 1, 2022 to June 30, 2023.

Section 2. This resolution shall take effect immediately.

Suzanne Loughlin	[] Yes	[] No	[] Absent	[] Abstain
Edward T. Sykes	[] Yes	[] No	[] Absent	[] Abstain
Carol Roig	[] Yes	[] No	[] Absent	[] Abstain
Howard Siegel	[] Yes	[] No	[] Absent	[] Abstain
Scott Smith	[] Yes	[] No	[] Absent	[] Abstain
Paul Guenther	[] Yes	[] No	[] Absent	[] Abstain
Sean Brooks	[] Yes	[] No	[] Absent	[] Abstain
Philip Vallone	[] Yes	[] No	[] Absent	[] Abstain

The resolution was thereupon duly adopted.

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

I, the undersigned Secretary of the Sullivan County Funding Corporation, DO HEREBY CERTIFY:

That I have compared the annexed extract of the minutes of the meeting of the Sullivan County Funding Corporation ("SCFC"), including the resolutions contained therein, held on July 11, 2022, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of SCFC and of such resolutions set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

I FURTHER CERTIFY that (i) all members of SCFC had due notice of said meeting, (ii) pursuant to Sections 103(a) and (c) of the Public Officers Law (Open Meetings Law), said meeting was open to the general public via videoconferencing and public notice of the time and place of said meeting was duly given in accordance with such Sections 103(a) and (c) and 104, (iii) the meeting in all respects was duly held via videoconference as authorized by Chapter 417 of the Laws of 2021, and (iv) there was a quorum present throughout.

IN WITNESS WHEREOF, I have hereunto set my hand on this 11th day of July, 2022.

Secretary