

RESOLUTION

A reconvened meeting of the Sullivan County Funding Corporation (“SCFC”) was convened in public session at the Sullivan County Government Center, 100 North Street, Village of Monticello, Sullivan County, New York on June 20, 2016 at 9:00 a.m. local time.

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

	<u>PRESENT</u>	<u>ABSENT</u>
Ira Steingart	[√]	[]
Suzanne Loughlin	[√]	[]
Sean Rieber	[√]	[]
Howard Siegel	[]	[√]
Charles Barbuti, Jr.	[√]	[]
Scott Smith	[]	[√]
Paul Guenther	[√]	[]
Joseph Perrello	[√]	[]
Carol Roig	[√]	[]

The following persons were also present:
Edward T. Sykes, Executive Director
Steve White, Chief Executive Officer
Jennifer M. Flad, Vice-President of Government Affairs and
Business Development
Julio Garaicoechea, Project Manager
Walter F. Garigliano, General Counsel

The following resolution was duly offered by Sean Rieber, and seconded by Paul Guenther to wit:

Resolution No. 03 - 16

***RESOLUTION AUTHORIZING FUNDING FOR THE DEVELOPMENT OF
THE SOUTHERN CATSKILLS REGIONAL FOOD HUB (“SCRFH”)***

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, in 2004, the Sullivan County Agricultural Local Development Corporation (“Ag LDC”) proposed the development of a multi-parcel Agricultural Industrial Park (“Ag Industrial Park”) on 20.92 acres in the Village of Liberty; and

WHEREAS, after four years of struggling with the development and approval process, the County of Sullivan Industrial Development Agency (“IDA”) took over the development and approval process from the Ag LDC; and

WHEREAS, the IDA’s feasibility study determined that development of a multi-parcel Ag Industrial Park was financially impossible given available resources; and

WHEREAS, the project was scaled back from a multi-parcel 20.92 acre Ag Industrial Park to a single structure red meat processing facility (“Slaughterhouse”) to be located on 5.90 acres; and

WHEREAS, the land is presently improved by a 5,250 square foot single-story insulated building with all site utilities (water, sewer, storm drainage) and public utilities (electric power, telephone and connectivity) installed to the building (“Liberty Building”); and

WHEREAS, on or about July 6, 2015, the IDA issued a request for proposals in an effort to identify an operator of the Slaughterhouse and 37 separate invitations to submit a proposal were circulated to potential operators that had been identified during the planning and construction phase of the project; and

WHEREAS, there is no willing qualified operator so the IDA has determined it to be in the best interest of the local agricultural community to terminate efforts to find a qualified operator of the Slaughterhouse and to instead allow development of the Food Hub at the Liberty Building; and

WHEREAS, the IDA, SCFC and Hudson Valley Agribusiness Development Corporation have worked cooperatively together since 2013 to develop a hyper-local food distribution hub to facilitate new less-than-trailerload service (“Food Hub”); and

WHEREAS, the Liberty Building is an ideal location for the Food Hub; and

WHEREAS, SCRFH requires funding to pay startup costs, equip and improve the building, retain a consultant to guide the development of the Food Hub, and offset anticipated early stage operating losses; and

WHEREAS, SCFC wishes to commit funding for the development of the SCRFH.

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

Section 1. SCFC hereby commits funding for the development of the SCRFH as follows:

\$100,000.00 within three (3) business days of execution of a Memorandum of Understanding by SCRFH outlining its plan for developing, equipping and operating the Food Hub; and

\$400,000.00, from time to time, on a \$2.00 for each \$1.00 raised by SCRFH in grants and contributions from sources other than SCFC and its affiliates.

Section 2. 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.

Section 3. This resolution shall take effect immediately.

Ira Steingart	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Suzanne Loughlin	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Sean Rieber	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Howard Siegel	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input checked="" type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Charles Barbuti, Jr.	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input checked="" type="checkbox"/> Abstain
Scott Smith	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input checked="" type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Paul Guenther	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Joseph Perrello	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Carol Roig	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain

The resolution was thereupon duly adopted.

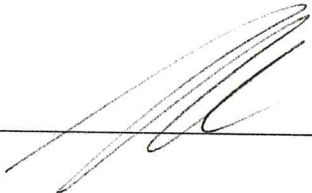
STATE OF NEW YORK)
)
) ss.:
)
COUNTY OF SULLIVAN)

I, the undersigned (Assistant) 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 (the "Corporation"), including the resolutions contained therein, held
on June 20, 2016, with the original thereof on file in my office, and that the same is a true and
correct copy of the proceedings of the Corporation 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 public notice of the time and place of said meeting was duly
given in accordance with Article 7 of the New York Public Officers Law, that all members of the
Corporation had due notice of the meeting and that the meeting was in all respects duly held.

IN WITNESS WHEREOF, I have hereunto set my hand on this 20th day of June, 2016.



Secretary