

**RESOLUTION**

A special meeting of the Sullivan County Funding Corporation ("SCFC") was convened in public session on December 11, 2017, at 11:30 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 Ira Steingart, and, upon roll being called, the following members of the SCFC were:

	<u>PRESENT</u>	<u>ABSENT</u>
Ira Steingart	[ √ ]	[   ]
Suzanne Loughlin	[ √ ]	[   ]
Sean Rieber	[ √ ]	[   ]
Edward T. Sykes	[ √ ]	[   ]
Howard Siegel	[ √ ]	[   ]
Scott Smith	[ √ ]	[   ]
Paul Guenther	[   ]	[ √ ]
Joseph Perrello	[ √ ]	[   ]
Carol Roig	[ √ ]	[   ]

The following persons were also present:

Jennifer M. Flad, Executive Director  
Steve White, Chief Executive Officer  
Julio Garaicoechea, Project Manager  
Walter F. Garigliano, SCFC General Counsel

The following resolution was duly offered by Sean Rieber, and seconded by Edward T. Sykes, to wit:

Resolution No. 03 - 17

***RESOLUTION AUTHORIZING ADDITIONAL FUNDING TO THE PARTNERSHIP FOR ECONOMIC DEVELOPMENT IN SULLIVAN COUNTY, INC. ("PARTNERSHIP") FOR THE PURPOSE OF THE ENGAGEMENT OF MOMENTUM COMMUNICATIONS GROUP ("MOMENTUM")***

WHEREAS, by Section 1411 of the Not-for-Profit Corporation Law ("N-PCL") of the State of New York (the "State"), as amended (hereinafter collectively called the "Act"), SCFC was established as a not-for-profit local development corporation of the State with the authority and power to own, lease and sell personal and real property for the purposes of, among other things, acquiring, constructing and equipping certain projects exclusively in furtherance of the charitable or public purposes of 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, 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, at the request of Chairman Steingart, a committee (the "Committee") comprised of Mr. Siegel, Mr. Guenther, and Mr. Steingart undertook to coordinate with the local economic development organizations to seek and engage a firm to develop a public relations campaign (the "Campaign") to prepare Sullivan County residents and businesses for the coming economic growth associated with major new tourism projects, and to develop a culture of hospitality and customer service that will allow residents and businesses to take full advantage of the potential for economic growth as a result of these projects; and

WHEREAS, the Committee, together with representatives from the County of Sullivan, the Partnership, SUNY Sullivan, Sullivan County BOCES, and the Sullivan County Center for Workforce Development (together, the Sullivan County Workforce Team, or "SCWT"), convened to develop a strategy for soliciting proposals to develop the Campaign; and

WHEREAS, the SCWT developed a request for proposals soliciting the services of a public relations firm to develop the Campaign; and

WHEREAS, on or about August 9, 2017, on behalf of the SCWT, the Partnership issued the request for proposals ("RFP"); and

WHEREAS, between September and November 2017 the SCWT reviewed and discussed proposals received in response to the RFP; and

WHEREAS, the Committee and the SCWT recommended to the Partnership that it engage the services of Momentum for the development of the Campaign; and

WHEREAS, SCFC desires to authorize funding to the Partnership for purposes of engaging Momentum to develop the Campaign.

NOW, THEREFORE, BE IT RESOLVED by SCFC as follows:

Section 1. The Committee is hereby authorized, empowered, and directed, on behalf of SCFC, to authorize additional funding to the Partnership in an amount not to exceed \$125,000 to be used by the Partnership to engage Momentum to develop or implement the Campaign, in form approved by Counsel to SCFC.

Section 2. The officers, employees and agents of SCFC are hereby authorized and directed for and in the name and on behalf of SCFC 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 SCFC desirable and proper to effect the purposes of the foregoing resolution and to cause compliance by

SCFC with all the terms, covenants and provisions of the documents for and on behalf of SCFC.

Section 3. This resolution shall take effect immediately.

THE MEMBERS VOTED ON THE FOREGOING RESOLUTION AS FOLLOWS:

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
Edward T. Sykes	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Howard Siegel	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Scott Smith	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Paul Guenther	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input checked="" type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Joseph Perrello	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Carol Roig	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain

and therefore, the resolution was declared duly adopted.

60355-034

STATE OF NEW YORK            )  
  ss:  
COUNTY OF SULLIVAN        )

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

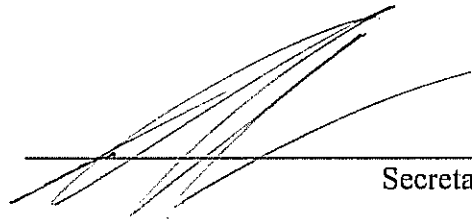
That I have compared the annexed extract of minutes of the meeting of the Sullivan County Funding Corporation ("SCFC"), including the resolution contained therein, held on December 11, 2017, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of SCFC and of such resolution 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 all members of SCFC had due notice of said meeting, that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public, and that public notice of the time and place of said meeting was duly given in accordance with such Article 7.

I FURTHER CERTIFY, that there was a quorum of the members of SCFC present throughout said meeting.

I FURTHER CERTIFY, that as of the date hereof, the attached resolution is in full force and effect and has not been amended, repealed or modified.

IN WITNESS WHEREOF, I have hereunto set my hand this 11<sup>th</sup> day of December, 2017.

  
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Secretary