

**RESOLUTION**

A special 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 10, 2019 at 10:55 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    | [   ]          | [ √ ]         |
| Edward T. Sykes  | [ √ ]          | [   ]         |
| Scott Smith      | [   ]          | [ √ ]         |
| Paul Guenther    | [   ]          | [ √ ]         |
| Joseph Perrello  | [ √ ]          | [   ]         |
| Carol Roig       | [ √ ]          | [   ]         |

The following persons were also present:  
Jennifer M. Flad, Executive Director  
Julio Garaicoechea, Project Manager  
Walter F. Garigliano, General Counsel

The following resolution was duly offered by Carol Roig, and seconded by Suzanne Loughlin to wit:

Resolution No. 01 - 19

***RESOLUTION AUTHORIZING ADDITIONAL FUNDING FOR THE DEVELOPMENT OF THE CATSKILLS FOOD HUB (“CFH”)***

***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 being no willing qualified operator, the IDA 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 Catskills Food Hub (“CFH”), a hyper-local food distribution hub to facilitate new less-than-trailerload service; and

**WHEREAS**, the IDA, SCFC and Hudson Valley Agribusiness Development Corporation have worked cooperatively together since 2013 to develop the CFH; and

**WHEREAS**, the Liberty Building is an ideal location for the CFH; and

**WHEREAS**, on or about July 31, 2018, the IDA authorized the lease of the Liberty Building to Sullivan Catskills Regional Food Hub, Inc. (“SCRFH”) for the operation of the CFH; and

**WHEREAS**, SCRFH required 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*, on or about June 20, 2018, SCFC and SCRFH executed a Memorandum of Understanding (“MOU”) through which SCFC committed funding in an amount not to exceed \$500,000.00 for the development of the CFH; and

*WHEREAS*, SCRFH has performed in its obligations under the MOU and has begun operating the CFH; and

*WHEREAS*, SCRFH requires funding to staff the CFH in its early operating period; and

*WHEREAS*, the IDA has previously committed funding in an amount not to exceed \$225,000.00 to fund the CFH Executive Director’s salary and benefits; and

*WHEREAS*, the IDA expended \$44,851.19 on the CFH Executive Director’s salary and benefits during the term of her employment with the IDA; and

*WHEREAS*, as of January 1, 2019, the CFH Executive Director is no longer an employee of the IDA and is an employee of SCRFH; and

*WHEREAS*, the IDA and the SCFC have determined the most expedient course of action is for SCFC to provide to SCRFH the remainder amount of \$180,148.81.

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

Section 1. SCFC hereby commits additional funding in the amount of \$180,148.81 to offset the CFH Executive Director’s salary and benefits. for the development of the SCRFH.

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 type="checkbox"/> Yes            | <input type="checkbox"/> No | <input checked="" 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 |
| Edward T. Sykes  | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No | <input type="checkbox"/> Absent            | <input 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 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 |

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 10, 2019, 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 10<sup>th</sup> day of June, 2019.

  
\_\_\_\_\_  
A-57- Secretary