

RESOLUTION

A meeting of the Sullivan County Funding Corporation ("SCFC") was convened via conference call on April 12, 2021, at 11:15 a.m., local time via teleconference as authorized by New York Governor Andrew Cuomo's Executive Order No. 202.98.

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

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

The following persons were also present:

Jennifer M. Flad, Executive Director
Julio Garaicoechea, Project Manager
Deborah Nola, Accounting and Financial Analyst
Walter F. Garigliano, Agency General Counsel

The following resolution was duly offered by Howard Siegel, and seconded by Scott Smith, to wit:

Resolution No. 03 - 21

RESOLUTION AUTHORIZING (I) THE GRANT OF AN EXCLUSIVE OPTION TO PURCHASE REAL PROPERTY LOCATED IN THE VILLAGE OF MONTICELLO ON ROSE VALLEY ROAD AND BEING A PART OF THOMPSON TAX MAP SECTION 130, BLOCK 1, LOT 19 TO CONO CIMINO ("CONO"), OR HIS PERMITTED ASSIGNS; AND (II) AUTHORIZING ITS CHAIRMAN, EXECUTIVE DIRECTOR AND/OR CHIEF EXECUTIVE OFFICER TO EXECUTE AN OPTION AGREEMENT, CONTRACT OF SALE, RIGHT OF ENTRY AGREEMENT AND RELATED DOCUMENTS

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, SCFC acquired title from County of Sullivan to certain property located in the Village of Monticello by deed dated February 24, 2021 and recorded in the Sullivan County Clerk's Office on February 24, 2021 as Instrument No. 2021-1972 (the "Property"); and

WHEREAS, Cono desires to obtain an exclusive option to purchase the Property at a purchase price of SIX HUNDRED TWENTY-FIVE THOUSAND and 00/100 (\$625,000.00) Dollars; and

WHEREAS, SCFC is willing to grant Cono an exclusive option to purchase the Property in accordance with the terms of the proposed Option Agreement submitted to SCFC's Board.

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

Section 1. SCFC is hereby authorized to enter into an Option Agreement with Cono.

Section 2. The Chairman, Executive Director or Chief Executive Officer of SCFC is hereby authorized, on behalf of the SCFC, to execute and deliver an Option Agreement and Right of Entry Agreement and if the option is exercised, a Contract of Sale, Deed and related recording forms, with such changes, variations, omissions and insertions as the Chairman, Executive Director or Chief Executive Officer of SCFC 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 3. The Chairman, Vice Chairman or Executive Director of SCFC are hereby authorized and directed to distribute copies of this Resolution and to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

Section 4. Any action relating to the foregoing heretofore taken by any member, employee or agent of SCFC be and the same hereby is ratified and confirmed.

Section 5. This resolution shall take effect immediately.

THE MEMBERS VOTED ON THE FOREGOING RESOLUTION AS FOLLOWS:

Suzanne Loughlin	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Edward T. Sykes	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input checked="" 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
Carol Roig	<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 checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Sean Brooks	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input checked="" type="checkbox"/> Abstain
Craig Fleischman	<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.

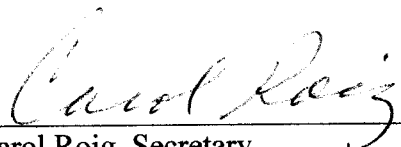
STATE OF NEW YORK)
 ss:
COUNTY OF SULLIVAN)

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 April 12, 2021, 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 (i) 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, (ii) pursuant to Sections 103(a) and (c) and 104 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public via videoconferencing (iii) that all members of SCFC had due notice of the meeting and (iv) that the meeting was in all respects duly held via teleconference as authorized by New York Governor Andrew Cuomo's Executive Order No. 202.98.

IN WITNESS WHEREOF, I have hereunto set my hand this 12th day of April, 2021.



Carol Roig, Secretary