

RESOLUTION

A 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 December 11, 2023, at 11:20 a.m. local time.

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	[]	[√]
Kathleen Lara	[√]	[]

The following persons were also present:
Jennifer M. Flad, Executive Director
John W. Kiefer, Chief Executive Officer
Julio Garaicoechea, Project Manager
Bethanii Padu, Economic Development Coordinator
Walter F. Garigliano, General Counsel

The following resolution was duly offered by Kathleen Lara, and seconded by Carol Roig, to wit:

Resolution No. 3 - 23

RESOLUTION ACCEPTING THE ASSIGNMENT OF THE LOANS AND
LOAN FUNDS FROM THE COUNTY OF SULLIVAN (COLLECTIVELY, THE
“LOAN FUNDS”)

WHEREAS, pursuant to Section 402 and 1411 of the Not-For-Profit Corporation Law of the State of New York (“N-PCL”), 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 duly adopted on November 22, 2023, the Sullivan County Legislature authorized the County to transfer the Loan Funds to the SCFC; and

WHEREAS, SCFC has the infrastructure, standards and protocols to loan out and administer the Loan Funds; and

WHEREAS, SCFC desires to authorize its Executive Director to execute an agreement with Sullivan County to accept future responsibility for administration of the Loan Funds.

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

Section 1. SCFC is hereby authorized to accept the assignment of the Loan Funds.

Section 2. SCFC's Executive Director is hereby authorized and directed to execute an agreement with Sullivan County to accept future responsibility for administration of the Loan Funds.

Section 3. The officers, employees and agents of the SCFC are hereby authorized and directed for and in the name and on behalf of the SCFC to do all acts and things required and to execute and deliver all such certificates, instructions, 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 SCFC desirable and proper to effect the purposes of the foregoing resolution and to cause compliance by the SCFC with all the terms, covenants and provisions of the documents for and on behalf of the SCFC.

Section 4. This resolution shall take effect immediately.

Suzanne Loughlin	<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
Carol Roig	<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
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
Sean Brooks	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input checked="" type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Philip Vallone	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input checked="" type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Kathleen Lara	<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 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 December 11, 2023 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
respected duly held.

IN WITNESS WHEREOF, I have hereunto set my hand on this 11th day of
December, 2023.



Carol Roig, Secretary