

## 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 May 12, 2025 at 11:15 a.m. local time.

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

	<u>PRESENT</u>	<u>ABSENT</u>
Howard Siegel	[ √ ]	[ ]
Kathleen Lara	[ √ ]	[ ]
Philip Vallone	[ √ ]	[ ]
Scott Smith	[ √ ]	[ ]
Paul Guenther	[ √ ]	[ ]
Sean Brooks	[ √ ]	[ ]
Ira Steingart	[ √ ]	[ ]
Joseph Perrello	[ ]	[ √ ]

The following persons were also present:

Jennifer M. Flad, Executive Director

Ira Steingart, 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 Ira Steingart, to wit:

Resolution No. 02 - 25

*RESOLUTION AUTHORIZING A SECOND AMENDMENT OF  
THE SULLIVAN CATSKILLS REGIONAL FOOD HUB, INC.  
(‘SCRFH’) COMMUNITY AND ECONOMIC DEVELOPMENT  
AGREEMENT*

*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*, SCFC and SCRFH (now doing business as “A Single Bite”) entered into a Community and Economic Development Agreement, dated the 9<sup>th</sup> day of January, 2023 (“Agreement”); and

*WHEREAS*, by letter dated March 5, 2024, SCRFH requested SCFC make two (2) One Hundred Thousand and 00/100 (\$100,000.00) Dollar payments in 2024; and

*WHEREAS*, the second payment in 2024 was to be in lieu of the payment scheduled to be made on July 1, 2026, therefore, not increasing the overall contract amount; and

*WHEREAS*, by Resolution No. 04 – 24, SCFC authorized the amendment of the Agreement to provide for two (2) One Hundred Thousand and 00/100 (\$100,000.00) Dollar payments in 2024; and

*WHEREAS*, effective as of March 29, 2024, SCFC and SCRFH entered into that certain First Amendment to Community and Economic Development Agreement to provide for two (2) payments in 2024 and to eliminate the payment scheduled to be made on or about July 1, 2026; and

*WHEREAS*, by letter dated April 24, 2025, SCRFH requested SCFC advance Forty Thousand and 00/100 (\$40,000.00) Dollars of the final installment payment scheduled to be made on or about July 1, 2025; and

*WHEREAS*, the requested advance would affect only the timing of the final installment payment and would not increase the overall contract amount; and

*WHEREAS*, SCFC wishes to amend the Agreement to provide for payment of Forty Thousand and 00/100 (\$40,000.00) Dollars on or about May 12, 2025 and payment of Sixty Thousand and 00/100 (\$60,000.00) Dollars on or about July 1, 2025.

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

Section 1. SCFC’s Executive Director is hereby authorized and directed to execute a Second Amendment to the Community and Economic Development Agreement with SCRFH to amend the Agreement so that the payment scheduled for July 1, 2025 is made in two installments with the first installment in the amount of Forty Thousand and 00/100 (\$40,000.00) Dollars on or about May 12, 2025 and the second installment in the amount of Sixty Thousand and 00/100 (\$60,000.00) Dollars on or about July 1, 2025.

Section 2. 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 3. This resolution shall take effect immediately.

The question of the adoption of the foregoing resolution was duly put to a vote on roll call, which resulted as follows:

Howard Siegel	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<input 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
Philip Vallone	<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 checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Ira Steingart	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Absent	<input type="checkbox"/> Abstain
Joseph Perrello	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input checked="" 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 May 12, 2025 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 12<sup>th</sup> day of May,  
2025.

  
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Kathleen Lara, Secretary