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Chief Executive Officer

VICTORIA L. ADAMS
Operations Manager

JENNIFER L. YOUNG
Administrative Office
Assistant

ERIN E. SPINA
Marketing & Communications
Specialist

ALAINA VALERIANO
Community & Business
Development Specialist

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Vice Chairman

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TIM DAY
Director

ALANA BASLOE
Director

COUNSEL

ANTHONY G. HALLAK, Esq.
Felt Evans, LLP

MINUTES

June 12, 2024

Herkimer County Industrial Development Agency Board of Directors Meeting

The Herkimer County Industrial Development Agency held a regular meeting of the Board of Directors on Wednesday, June 12, 2024 at 8:00 AM. The meeting was held electronically via zoom conference as well as a public meeting open for the public to attend in person. Members of the public were invited to join the meeting virtually by going to www.zoom.com or by dialing (929) 205-6099 and entering meeting ID: 875-6466-4800 and passcode: 402411. Members of the public were invited to attend the meeting in person in the Herkimer County Chamber of Commerce conference room at 420 E. German Street, Herkimer, NY 13350.

After the Pledge of Allegiance, Chairman Vincent (Jim) Bono called the meeting to order at 8:02 AM.

The following members were present in person and answered the roll call: Cory Albrecht, Vincent (Jim) Bono, Ann Gaworecki, John Scarano and Michael Werenczak. (5) **Quorum present.**

Members Absent: Tim Day

Staff Present: John Piseck, Victoria Adams, and Jennifer Young.

Also Present in Person: Herkimer County Legislator; Greg Malta, Shannon Wagner; Hodgson Russ LLP. And Garret Livermore; Cornell Cooperative Extension.

Also Present Virtually: Alana Basloe; HCIDA Board Member, Anthony Hallak; Felt-Evans LLP; and Elaine Sperbeck; Resident of Little Falls.

Mission Statement: Mr. Piseck read the agency's mission statement.

Minutes:

April 30, 2024- Regular Board Meeting: The minutes of the April 30, 2024 regular meeting were offered for review. **John Scarano moved, seconded by Michael Werenczak to approve the minutes as presented. The motion carried with 5 ayes and 0 naves.**

Financial Reports: The following financial reports were offered for review and approval: April 2024 Financial Report, Balance Sheet, Check Register, RLF/Lease Balance with payment status, SBP Mortgage and PILOT Report. Mr. Piseck stated that all payments have been made on time. The Agency continues to move various projects forward and the Agency is in a good financial standing. **Michael Werenczak moved, seconded by John Scarano to approve all financial reports as presented. The motion carried with 5 ayes and 0 naves.**

Herkimer County Microenterprise Grant:

Update: Jennifer Young provided an update to the board on the current process of reviewing applications as well as the requirement for disbursements following an approved application.

Grippe's Property Management: The Agency received an application for the Herkimer County Microenterprise Grant from Grippe's Property Management. The application was recommended for approval by the RLF Committee. **Cory Albrecht moved, seconded by John Scarano, to approve the Herkimer County Microenterprise Grant application for Grippe's Property Management in the amount of \$35,000. The motion carried with 5 ayes and 0 naves.**

Resolution: 061224-01

Project Fee Schedule Revision: The board was presented with a proposed amendment to the Agency's current project fee schedule. The proposed amendment is to institute a 1% fee on the total value of Industrial Revenue Bonds to projects utilizing bonds. **John Scarano moved, seconded by Michael Werenczak to authorize the addition of a 1% bonding fee applicable to all projects utilizing bonding. The motion carried with 5 ayes and 0 naves.**

Resolution: 061224-02

Aldrich Trucking & Sawing:

Application for Financial Assistance & Cost Benefit Analysis: The Agency received an application for financial assistance from Aldrich Trucking & Sawing. Aldrich Trucking & Sawing proposes construction of a new 40,000 square foot facility to house equipment, product and three offices in the Schuyler Business Park. Following discussion, **Cory Albrecht moved, seconded by Michael Werenczak, to approve the application for financial assistance for Aldrich Trucking and Sawing. The motion carried with 5 ayes and 0 naves.**

Resolution: 061224-03

Inducement Resolution: An inducement resolution was provided to the board prior to the meeting. Upon review and discussion, **Michael Werenczak made the following motion:**

RESOLUTION OF THE HERKIMER COUNTY INDUSTRIAL DEVELOPMENT AGENCY (the "AGENCY") TAKING OFFICIAL ACTION TOWARD APPOINTING RYAN ALDRICH TRUCKING & SAWING, INC. (the "COMPANY), AND THE PRINCIPALS OF THE COMPANY, AS AGENT OF THE AGENCY IN CONNECTION WITH A LEASE-LEASEBACK TRANSACTION, AUTHORIZING THE EXECUTION AND DELIVERY OF AN INDUCEMENT AND PROJECT AGREEMENT AND MAKING CERTAIN FINDINGS AND DETERMINATIONS WITH RESPECT TO THE PROJECT.

Seconded by Cory Albrecht. The motion carried with 5 ayes and 0 nays. The official resolution is attached to the original minutes.

Resolution: 061224-04

Public Hearing: The board was asked to authorize the scheduling of the public hearing for Aldrich Trucking & Sawing. Following discussion, **Cory Albrecht moved, seconded by John Scarano, to authorize the scheduling of the public hearing for Aldrich Trucking & Sawing. The motion carried with 5 ayes and 0 nays.**

Resolution: 061224-05

ST60 Extension Request: The board was presented with an ST60 extension request for the following projects; SunEast Hills Solar, SunEast Grassy Knoll Solar, and SunEast Flat Hill Solar. Following discussion, **Michael Werenczak moved, seconded by Cory Albrecht, to extend the ST60 to October 2024. The motion carried with 5 ayes and 0 nays.**

Resolution: 061224-06

Herkimer Local Development Corp. – Masonic Building:

Application for Financial Assistance & Cost Benefit Analysis: The Agency received an application for financial assistance from the Herkimer Local Development Corp. for the Masonic Building project located on 415 N. Main Street in Herkimer. The project will include renovations to add offices and additional leased spaced. Following discussion, **John Scarano moved, seconded by Cory Albrecht to approve the application for Herkimer Local Development Corp. Masonic Building located at 415 N. Main Street, Herkimer. The motion carried with 5 ayes and 0 nays.**

Resolution: 061224-07

Public Hearing: The board was asked to authorize the scheduling of the public hearing for Herkimer Local Development Corp. – Masonic Building. Following discussion, **Cory Albrecht moved, seconded by John Scarano, to authorize the scheduling of the public hearing. The motion carried with 5 ayes and 0 nays.**

Resolution: 061224-08

PILOT Deviation: The board was presented with a request to authorize a deviated PILOT on the Masonic Building project following guidance from counsel. The PILOT would be a 30-year term which is deviated from the standard 10-year PILOT. Following discussion, **Michael Werenczak moved, seconded by John Scarano, to authorize the PILOT deviation to extend a 30-year PILOT for the Masonic Building Project. The motion carried with 5 ayes and 0 nays.**

Resolution: 061224-09

Herkimer Local Development Corp. Resolution – Ratify: The board was presented with an official resolution ratifying the creation of Herkimer Local Development Corporation. Upon review, **Michael Werenczak made the following motion:**

RESOLUTION RATIFYING THE CREATION OF HERKIMER LOCAL DEVELOPMENT CORPORATION, A NOT-FOR-PROFIT LOCAL DEVELOPMENT CORPORATION, BY HERKIMER COUNTY INDUSTRIAL DEVELOPMENT AGENCY.

Seconded by John Scarano, the motion carried with 5 ayes and 0 nays. The official resolution is attached to the original minutes.

Resolution: 061224-10

577 Tax Exemptions for Housing: Agency staff provided the board with the McKinney's Private Housing Finance Law 577 for their review. This item was for discussion only.

Masonic Building Clean Out: Mr. Piseck updated the board on all grants that agency staff has applied for or researched to assist with the costs of cleaning out the Masonic Building. At this time, no grant has been identified to support the removal of carpets, debris, walls, removal of light bulbs & tanning beds, etc. Due to this, Mr. Piseck asked the board members for their thoughts. Following discussion, **Cory Albrecht moved, seconded by John Scarano, to increase the Agency's \$100,000.00 renovation and various expenses budget for the Masonic Building by \$75,000, increasing the total budget not to exceed \$175,000.00. The motion carried with 5 ayes and 0 nays.**

Resolution: 061224-11

Four Corners Business Park: Mr. Piseck and Mr. Hallak updated the board with the closing date on the land of the Four Corners Business Park. This item was for discussion only.

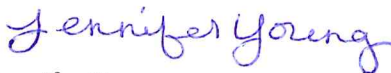
Mr. Bono welcomed comments from elected officials.
No comments were made.

Project Updates/ Other Business:

- **Village of Herkimer BOA:** Agency staff and Village staff have selected LaBella Associates as the consultant.

Being no other business, Cory Albrecht moved, seconded by John Scarano to adjourn at 9:07AM. The motion carried with 5 ayes and 0 nays.

Respectfully Submitted,



Jennifer Young
Administrative Assistant

INDUCEMENT RESOLUTION
061224-04

At a regular meeting of the Herkimer County Industrial Development Agency held at 420 E. German Street, Herkimer, New York, on June 12, 2024 at 8:00 A.M.

The meeting was called to order by the Chairman, and, upon the roll being called, the following were

PRESENT: Vincent J. Bono, Cory Albrecht, Michael Werenczak, John Scarano,
and Ann Gaworecki

ABSENT: Timothy Day and Alana Basloe

ALSO PRESENT: John Piseck, Victoria Adams and Anthony Hallak

The following resolution was offered and seconded with the members voting:

AYE

NAY

All

None

RESOLUTION OF THE HERKIMER COUNTY INDUSTRIAL DEVELOPMENT AGENCY (the “AGENCY”) TAKING OFFICIAL ACTION TOWARD APPOINTING RYAN ALDRICH TRUCKING & SAWING, INC. (the “COMPANY), AND THE PRINCIPALS OF THE COMPANY, AS AGENT OF THE AGENCY IN CONNECTION WITH A LEASE-LEASEBACK TRANSACTION, AUTHORIZING THE EXECUTION AND DELIVERY OF AN INDUCEMENT AND PROJECT AGREEMENT AND MAKING CERTAIN FINDINGS AND DETERMINATIONS WITH RESPECT TO THE PROJECT.

WHEREAS, the Herkimer County Industrial Development Agency (the "Agency") is authorized and empowered by Title 1 of Article 18-A of the General Municipal Law of the State of New York Chapter 410 of the Laws of 1970 and Chapter 158 of the Laws of 1981 of the State (collectively, the "Act") to promote, develop, encourage and assist in the constructing, reconstructing, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, pollution control, commercial, research and recreation facilities for the purpose of promoting, attracting developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York (the "State"); to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to provide assistance in the construction and equipping of one or more "Projects" (as defined in the Act); and

WHEREAS, the Company has presented an application (the "Application") to the Agency, a copy of which was presented at this meeting and copies of which are on file at the office of the Agency, requesting that the Agency consider undertaking; (i) to provide assistance through sales tax and mortgage tax incentives for the constructing, equipping, and financing of the above described project Facility and real property tax relief in the form of a Payment in Lieu of Tax Agreement (the "Assistance"), (ii) to acquire, construct, equip, and finance the Facility or to cause the Facility to be constructed, equipped, and financed; and (iii) to lease (with an obligation to purchase) or sell the Facility to the Company or such other person as may be designated by the Company and agreed upon by the Agency; and

WHEREAS, the Facility will consist of the acquisition, construction, and equipping of a 40,000 square foot trucking terminal, maintenance garage, office space and a product storage complex located at 142 Usyk Drive in the Town of Schuyler, Herkimer County, State of New York, known as Tax Map No. 105.3-1-3.7. The Project has an estimated cost of Four Million Two Hundred Fifty Five Thousand and 00/100 Dollars (\$4,255,000.00) (the "Project Costs"); and

WHEREAS, the Agency has given due consideration to the Application and to representations by the Company; and

WHEREAS, the Project should receive Financial Assistance in the form of exemptions from sales tax, mortgage tax and real property tax abatement based on the description of public benefits to occur as a result of the Project as described in a cost benefit analysis performed by the Agency and failure by the Company to meet the expected public benefits will result in a recapture event; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law and the regulations adopted pursuant thereto the Department of Environmental Conservation of the State Department of Environmental Conservation of the State (collectively "SEQR"), the Agency constitutes a State Agency; and

WHEREAS, the Agency has considered its environmental assessment form and related forms (the questionnaire submitted by the Company) the requisite criterion to determine whether the proposed action or the Project will have a significant effect on the environment; and

WHEREAS, if required by the Act, a public hearing will be duly noticed and had with respect to the Facility and the Assistance.

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE HERKIMER COUNTY INDUSTRIAL DEVELOPMENT AGENCY AS FOLLOWS:

1. Based upon the application and other representations made by the Company to the Agency and the Agency's due deliberation, the Agency hereby makes the following findings and determinations:

A. The Facility constitutes a "Project" within the meaning of the Act.

B. The Assistance will induce the Company to locate the Facility in the County, thereby maintaining and increasing employment opportunities within the State of New York and otherwise furthering the proposes of the Agency as set forth in the Act.

C. Except as is permitted by law, the Facility will not result in the removal of a commercial, industrial or manufacturing plant or facility of the Company or any other proposed occupant of the Facility from one area of the State to another area of the State or result in the abandonment of one or more plants or facilities of the Company or any other proposed occupant of the Facility located in the State.

2. The form and substance of the proposed agreement in substantially the draft form presented to this meeting between the Agency and the Company setting forth the undertakings of the Agency and the Company with respect to providing of the Assistance (the "Agreement") are hereby approved. The Chairman, Vice Chairman and Chief Executive Officer of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver the Agreement in substantially the form presented to this meeting, with such changes in terms and form as the Chairman, Vice Chairman or the Chief Executive Officer shall approve. The execution thereof by the Chairman, Vice Chairman or Chief Executive Officer shall constitute conclusive evidence of such approval.

3. Subject to the conducting of a public hearing, if required, pursuant to Sections 859-a and 862 of the Act and subject to the conditions set forth in the Agreement, the Company is hereby authorized to proceed with the acquisition, construction, equipping, and financing of the Facility and to advance such funds as may be necessary to accomplish such purposes.

4. Subject to the conducting of a public hearing, if required, pursuant to Sections 859-a and 862 of the Act and subject to the conditions set forth in the Agreement, the Company in accordance with the Agreement and where applicable its tenant or tenants, are appointed the true and lawful agents of the Agency (i) to acquire, construct, equip, and finance the Facility, (ii) to make, execute, acknowledge and deliver any contracts, orders, receipts, writings and instructions, as the stated agent for the Agency, and in general to do all things which may be requisite or proper

for completing the Facility, all with the same powers and the same validity as the Agency could do if acting in its own behalf.

5. This Project shall not proceed until it has conformed with all requirements of SEQR, conditions (if any) imposed by the Town of Schuyler, this Agency has adopted the Negative Declaration of the Town of Schuyler or County of Herkimer as Lead Agency in the SEQR process and the Company has provided sufficient proof of its ability to finance the Project.

A copy of this resolution, together with the attachments hereto, shall be placed on file in the office of the Agency where the same shall be available for public inspection during business hours and notices of this negative declaration shall be filed, posted and published as shall be necessary to conform with the requirements of SEQR.

6. This Resolution shall take effect immediately.

STATE OF NEW YORK)
) ss.:
COUNTY OF HERKIMER)

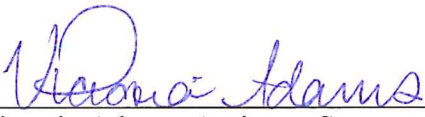
I, the undersigned Assistant Secretary of the Herkimer County Industrial Development Agency, do hereby certify that I have compared the foregoing extract of the minutes of the Herkimer County Industrial Development Agency (the "Agency") held on June 12, 2024 with the original thereof of file in my office, and that the same is a true and correct copy of the original and of the whole of the original insofar as the same relates to the subject matters therein referred to.

I, FURTHER CERTIFY that (i) all members of the Agency had due notice of the meeting, (ii) the meeting was in all respects duly held, (iii) pursuant to Section 99 of the Public Officers Law (Open Meetings Law), the meeting was open to the general public, and public notice of the time and place of the meeting was duly given to the public and news media in accordance with Section 99 and (iv) there was a quorum of the members of the Agency present throughout the 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 and rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this 12th day of June, 2024.

**HERKIMER COUNTY INDUSTRIAL
DEVELOPMENT AGENCY**

By: 
Victoria Adams, Assistant Secretary



**RESOLUTION RATIFYING CREATION OF
HERKIMER LOCAL DEVELOPMENT CORPORATION**

A regular meeting of Herkimer County Industrial Development Agency (the “Agency”) was convened in public session at the Herkimer County Chamber of Commerce Conference Room located at 420 E. German Street, in the Village and Town of Herkimer, Herkimer County, New York, on June 12, 2024 at 8:00 o’clock a.m., local time.

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

PRESENT:

Vincent J. Bono	Chairman
Cory Albrecht	Vice Chairman
John Scarano	Secretary
Michael Werenczak	Treasurer
Ann Gaworecki	Director

ABSENT:

Tim Day	Director
Alana Basloe	Director

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

John J. Piseck, Jr.	Chief Executive Officer
Victoria Adams	Operations Manager
Jennifer Young	Office Administration
Anthony Hallak, Esq.	Agency Counsel
Shannon E. Wagner, Esq.	Special Agency Counsel

The following resolution was offered by Michael Werenczak, seconded by John Scarano, to wit:

Resolution No. 061224-09

RESOLUTION RATIFYING THE CREATION OF HERKIMER LOCAL
DEVELOPMENT CORPORATION, A NOT-FOR-PROFIT LOCAL DEVELOPMENT
CORPORATION, BY HERKIMER COUNTY INDUSTRIAL DEVELOPMENT
AGENCY.

WHEREAS, Herkimer County Industrial Development Agency (the “Agency”) is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the “Enabling Act”) and Chapter 410 of the 1970 Laws of New York, as amended, constituting Section 898 of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the “Act”) to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of commercial facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people

of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct, reconstruct and install one or more “projects” (as defined in the Act) or to cause said projects to be acquired, constructed, reconstructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, in exercising its powers and purposes, the Agency has previously recognized a need to structure transactions in a manner which will mitigate any risk to the Agency; and

WHEREAS, the staff of the Agency (the “Staff”) and special counsel to the Agency (“Special Counsel”) engaged in various discussions and conducted research related to the formation of a not for profit local development corporation pursuant to Section 1411 of the Not-for-Profit Corporation Law of the State of New York (the “NFPCL”) to assist the Agency in undertaking its various transactions and projects; and

WHEREAS, the Agency determined that the formation of a not-for-profit local development corporation is the best mechanism for mitigating risks to the Agency while undertaking its various transactions and projects; and

WHEREAS, by resolution adopted by the members of the Agency on August 29, 2023 (the “Request Resolution”), the Agency requested approval from the County Legislature of Herkimer County, New York (the “County Legislature”) to form a not for profit local development corporation pursuant to Section 1411 of the NFPCL; and

WHEREAS, by resolution adopted by the County Legislature on October 25, 2023 (the “Legislature Resolution”), the County Legislature authorized the Agency to incorporate the Herkimer Local Development Corporation (the “Corporation”) for the purposes of (1) relieving and reducing unemployment, (2) promoting and providing for additional and maximum employment, (3) bettering and maintaining job opportunities, (4) instructing or training individuals to improve or develop their capabilities for such jobs, (5) 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 (6) lessening the burdens of government and acting in the public interest; and

WHEREAS, pursuant to the Legislature Resolution, the Staff and Special Counsel undertook various actions related to the incorporation of the Corporation including, but not limited to filing the certificate of incorporation (the “Certificate of Incorporation”) with the New York State Department of State, obtaining a federal tax-payer identification number for the Corporation, and preparing various compliance materials for the Corporation, including the by-laws of the Corporation (the “By-Laws”), various policies, and other materials; and

WHEREAS, the Agency desires to ratify and confirm all such prior actions taken by the Agency in connection with the incorporation of the Corporation;

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF HERKIMER COUNTY INDUSTRIAL DEVELOPMENT AGENCY, AS FOLLOWS:

Section 1. All action taken by the Chairman, Vice Chairman, Chief Executive Officer, Staff, and/or Special Counsel in connection with the incorporation of the Corporation (if any) prior to the date of this resolution is hereby ratified and confirmed including, but not limited to, the following:

- (a) the adoption of the Request Resolution;
- (b) the preparation and filing, if applicable, by Special Counsel of the Certificate of Incorporation and By-Laws and any related documents (collectively, the "Initial Corporation Documents"); and
- (c) the execution and delivery by the Chairman, Vice Chairman, and/or Chief Executive Officer of the Agency of the Corporation Documents and, if applicable, the use of the seal of the Agency.

Section 2. Pursuant to Section 1 hereof, the Agency hereby determines that the Agency has incorporated the Corporation as a not-for-profit local development corporation for the purpose, among others, of acquiring real property on behalf of the Agency.

Section 3. Notwithstanding Sections 1 and 2 hereof, the Agency hereby authorizes Special Counsel to prepare any additional documents necessary to create the Corporation (the "Additional Corporation Documents," and collectively with the Initial Corporation Documents, the "Corporation Documents").

Section 4. The Chairman, Vice Chairman, or Chief Executive Officer of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver any additional Corporation Documents, and, where appropriate, the Secretary of the Agency is hereby authorized to affix the seal of the Agency thereto and to attest the same, all in substantially the forms thereof prepared by Special Counsel, with such changes, variations, omissions and insertions as the Chairman, Vice Chairman, or Chief Executive Officer shall approve, the execution thereof by the Chairman, Vice Chairman, or Chief Executive Officer to constitute conclusive evidence of such approval.

Section 5. 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 or provided for by the provisions of the Corporation Documents, and to execute and deliver all such additional certificates, instruments and documents, 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, desirable and proper to effect the purposes of this resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Corporation Documents binding upon the Agency.

Section 6. This resolution shall take effect immediately.

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

Vincent J. Bono	VOTING	YES
Cory Albrecht	VOTING	YES
John Scarano	VOTING	YES
Michael Werenczak	VOTING	YES
Ann Gaworecki	VOTING	YES
Tim Day	VOTING	ABSENT
Alana Basloe	VOTING	_ ABSENT__

The foregoing resolution was thereupon declared duly adopted.

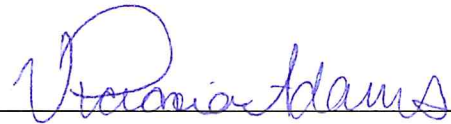
STATE OF NEW YORK)
) SS.:
COUNTY OF HERKIMER)

I, the undersigned Assistant Secretary of Herkimer County Industrial Development Agency (the "Agency"), DO HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on June 12, 2024 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such Resolution contained therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Agency 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 rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this 12th day of June, 2024.



Assistant Secretary

(SEAL)

