

## **Resolution to Engage a Firm for Audit Services**

A regular meeting of the Nassau County Industrial Development Agency (the “Agency”) was convened in public session at the Theodore Roosevelt Executive & Legislative Building, Ceremonial Chambers, 1550 Franklin Avenue, Mineola, Nassau County, New York on December 16, 2021 at 6:45 p.m., local time.

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

### **PRESENT:**

Richard M. Kessel	Chair
Lewis M. Warren	Vice Chair
Anthony Simon	2 <sup>nd</sup> Vice Chair
Timothy Williams	Secretary
Chris Fusco	Assistant Secretary
Amy Flores	Treasurer
John Coumatos	Assistant Treasurer

### **ABSENT:**

None

### **THE FOLLOWING PERSONS WERE ALSO PRESENT:**

Harry Coghlan	Chief Executive Officer / Executive Director
Danielle Oglesby	Chief Operating Officer/ Deputy Executive Director
Anne LaMorte	Chief Financial Officer
Catherine Fee	Director of Business Development/Chief Marketing Officer
Colleen Pereira	Administrative Director
Carlene Wynter	Compliance Assistant
Nicole Gil	Administrative Assistant
Thomas D. Glascock, Esq.	General Counsel
Andrew D. Komaromi, Esq.	Bond/Transactional Counsel

The attached resolution no. 2021 - 32: was offered by Vko qyj { "Y kntco u, seconded by Ngy k'0 0Y cttgp:

Resolution No. 2021-32:

RESOLUTION OF THE NASSAU COUNTY INDUSTRIAL DEVELOPMENT AGENCY (“THE AGENCY”) TO ENGAGE PKF O’CONNOR DAVIES ACCOUNTANTS AND ADVISORS TO PERFORM THE ANNUAL AUDIT AND OTHER MATTERS IN CONNECTION THEREWITH

WHEREAS, the Nassau 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 I 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 674 of the 1975 Laws of New York, as amended, constituting Section 922 of said general Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the “Act”) to, inter alia, promote the economic welfare, recreation opportunities and prosperity of the inhabitants of New York State and actively promote, develop, encourage and assist in the promotion, attraction and development of 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; improve their economic welfare, recreation opportunities, prosperity and standard of living, and prevent unemployment and economic deterioration; and promote the development of facilities to provide recreation for the citizens of New York State and to attract tourists from other states; and

WHEREAS, the Agency is required by applicable law, including, without limitation, the Public Authorities Accountability Act of 2005 (as amended, the “PAAA”), to retain a certified public accounting firm to prepare an annual independent audit report in accordance with generally accepted government auditing standards; and

WHEREAS, the Agency therefore issued a request for statement of qualifications to provide independent auditor services (the “RFQ”), seeking statements of qualifications from interested firms, and published notice of issuance of the RFQ in Newsday and on the New York State Contract Reporter; and

WHEREAS, the Agency received statements of qualifications from one or more firms, expressing interest in providing the services contemplated by the RFQ (collectively, the “Accounting Services”); and

WHEREAS, in accordance with its Charter, the Audit Committee of the Agency reviewed the received statements of qualifications, determined that interviews of the respondent firm(s) would not be necessary or desirable, and recommended the Agency’s engagement of PKF O’Connor Davies Accountants and Advisors, to provide the Accounting Services by, among other services, preparing the annual independent audit report of the Agency for the fiscal year ending December 31, 2021, and a possible extension to provide the same services for the fiscal year ending December 31, 2022 and for the fiscal year ending December 31, 2023.

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

Section 1. The Agency is hereby authorized to engage by an agreement to be made with the Agency the firm PKF O’Connor Davies Accountants and Advisors to provide the Accounting

Services by, among other services, preparing the annual independent audit report of the Agency for the fiscal year ending December 31, 2021, and a possible extension to provide the same services for the fiscal year ending December 31, 2022 and for the fiscal year ending December 31, 2023, at a cost not to exceed \$20,400 plus any applicable taxes, and \$20,800 for the fiscal year ending December 31, 2022 and \$21,225 for the fiscal year ending December 31, 2023, upon the Board's approval.

Section 2. The Agency hereby determines that the proposed action is a Type II Action pursuant to Article 8 of the New York Environmental Conservation Law (including the regulations thereunder, "SEQRA") involving "continuing agency administration" which does not involve "new programs or major reordering of priorities that may affect the environment" (6 NYCRR Section 6.17.5 (c)(26)), and therefore no findings or determination of significance are required under SEQRA.

Section 3. The Chief Executive Officer / Executive Director is hereby authorized and directed in his sole discretion, to negotiate and enter into the aforementioned agreement made with PKF O'Connor Davies Accountants and Advisors as provided above, together with such terms and conditions therefore as the Chief Executive Officer / Executive Director may deem advisable or necessary, subject to the terms of this Resolution. The Chief Executive Officer / Executive Director's execution of the Agreement shall evidence the Agency's approval of the terms thereof.

Section 4. This Resolution shall take effect immediately.

Adopted: December 16, 2021

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

Richard Kessel	VOTING	AYE
Lewis M. Warren	VOTING	AYE
Anthony Simon	VOTING	AYE
Timothy Williams	VOTING	AYE
Chris Fusco	VOTING	AYE
Amy Flores	VOTING	AYE
John Coumatos	VOTING	AYE

The foregoing Resolution was thereupon declared duly adopted.

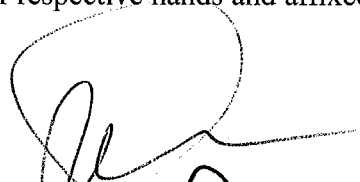
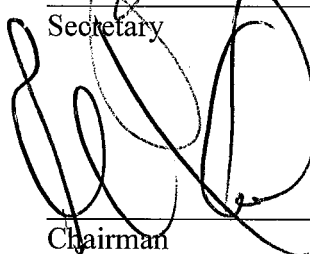
STATE OF NEW YORK                    )  
                                                  ) SS:  
COUNTY OF NASSAU                    )

We, the undersigned [Vice] Chairman and [Assistant] Secretary of the Nassau County Industrial Development Agency (the "Agency"), do hereby certify that we have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on December 16, 2021 with the original thereof on file in our office, and that the same is a true and correct copy of said original and of such Resolution set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

WE 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.

WE 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, we have hereunto set our respective hands and affixed the seal of the Agency this \_\_\_\_ day of December, 2021.

  
\_\_\_\_\_  
Secretary  
  
\_\_\_\_\_  
Chairman

(SEAL)