

## **TERWILLIGER & BARTONE PROPERTIES LLC – Consent Approving Resolution**

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 August 11, 2022 at 6:45 p.m., local time.

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

### **PRESENT:**

Richard Kessel	Chairman
John Coumatos	Asst. Treasurer
Timothy Williams	Secretary
Reginald A. Spinello	Member
William H. Rockensies	Member
Raymond Pinto	Member
Victor LaGreca	Member

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

Anne LaMorte	Chief Financial Officer
Carlene Wynter	Compliance Assistant
Nicole Gil	Administrative Assistant
Thomas Glascock	Agency Counsel
John Anzalone	Bond/Transaction Counsel
Andrew Komaromi	Bond/Transaction Counsel

### **EXCUSED:**

Catherine Fee	Director of Business Development/Chief Marketing Officer
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The attached resolution no. 2022-\_\_\_\_\_ was offered by \_\_\_\_\_, seconded by \_\_\_\_\_.

RESOLUTION TAKING OFFICIAL ACTION TOWARD AND APPROVING  
THE ACQUISITION AND STRAIGHT LEASING OF A CERTAIN PROJECT  
FOR TERWILLIGER & BARTONE PROPERTIES LLC

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 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 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 promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of manufacturing, industrial and 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, TERWILLIGER & BARTONE PROPERTIES LLC, a limited liability company organized and existing under the laws of the State of Delaware and qualified to do business in the State of New York and entities formed or to be formed on its behalf, including The Cornerstone Yorkshire, LLC (collectively, the “Applicant”), has presented an application for financial assistance (the “Application”) to the Agency, which Application requests that the Agency consider undertaking a project (the “Project”) consisting of the following: (A)(1) the acquisition of an interest in an approximately 1.09 acre parcel of land located at 5 Freer Street, Village of Lynbrook, Town of Hempstead, Nassau County, New York (Section: 42; Block: 142; Lot: 51-68) (the “Land”), (2) the construction of an approximately 97,482 square foot building (collectively, the “Building”) on the Land, together with related improvements to the Land, including surface parking spaces and (3) the acquisition of certain furniture, fixtures, machinery and equipment (the “Equipment”) necessary for the completion thereof (collectively, the “Project Facility”), all of the foregoing for use by the Applicant as a multi-family transit-oriented-development facility consisting of approximately eighty (80) residential rental apartment units, including (8) affordable residential rental apartment units; (B) the granting of certain “financial assistance” (within the meaning of Section 854(14) of the General Municipal Law) with respect to the foregoing in the form of potential exemptions or partial exemptions from real property taxes, mortgage recording taxes and sales and use taxes (collectively, the “Financial Assistance”); and (C) the lease (with an obligation to purchase), license or sale of the Project Facility to the Applicant or such other entity as may be designated by the Applicant and agreed upon by the Agency; and

WHEREAS, the Agency approved such Application, pursuant to and subject to the terms and conditions set forth in its resolution 2020-1 (“Approving Resolution”), adopted February 27, 2020, and entered into a Straight Lease and approved the Financial Assistance; and

WHEREAS, pursuant to a joint notification and consent request letter from counsel to the Applicant and the Assignee (as defined hereinafter), dated May 23, 2022 (the “Consent Request”), the Applicant and the Assignee (as such term is hereinafter defined) have requested that the Agency consent to (a) the sale and transfer of the Applicant’s 100% ownership of the Project Facility to 5 Freer Street RE LLC, a Delaware limited liability company qualified to do business in the State of New York or a company formed on its behalf (collectively, the “Assignee”), (b) the assignment of the Lease and the other Transaction Documents by the Applicant to the Assignee (including the assignment, amendment or restatement of finance mortgages) and (c) to the substitution of a new guarantor(s) and indemnitor(s), to be determined and accepted by the Nassau County Industrial Agency at its sole discretion, respectively (the “New Guarantor”), under the Guaranty and Environmental Indemnity in the place of the existing guarantors (collectively, the “May Consent Request”); and

WHEREAS, the Agency approved the May Consent Request, pursuant to and subject to the terms and conditions set forth in its resolution 2022-47, adopted May 26, 2022; and

WHEREAS, pursuant to a notification and consent request letter from counsel to the Assignee, dated August 4, 2022 (the “Consent Request”), the Assignee has requested that the Agency consent to (a) the Assignee being beneficially owned by Mark Meisner in the amount of ten percent (10%) and SILAC Insurance Company, a Utah corporation, in the amount of ninety percent (90%); (b) the manager of the Assignee shall be Mark Meisner and (c) upon the conversion of Assignee's acquisition loan to a loan insured by the Department of Housing and Urban Development, the PILOT Mortgage executed by Assignor in connection with the approved Application being substituted with a letter of credit, subject to the County’s discretionary release of the PILOT Mortgage (collectively, the “Proposed Transaction”); and

WHEREAS, no additional Financial Assistance is being requested by the Applicant with respect to such requests and, therefore, no public hearing of the Agency is required pursuant to Section 859-a of the Act; and

WHEREAS, the Agency is willing to consent to such request, subject to the terms of this resolution;

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

Section 1. Capitalized terms used but not otherwise defined herein shall have the meanings given to them in the Lease.

Section 2. The Agency hereby ratifies, confirms and approves actions heretofore taken by the Executive Director and the staff of the Agency with respect to the matters contemplated by this Resolution, including, without limitation, those actions required to ensure full compliance with the requirements of the Act, Article 8 of the Environmental Conservation Law

(the “SEQR Act”) and the regulations adopted pursuant thereto (the “Regulations” and together with the SEQR Act, collectively, “SEQRA”), and all other Applicable Laws that relate thereto.

Section 3. The Agency determines that the Applicant's request with respect to previously approved and unchanged Project is a Type II Action pursuant to SEQRA involving “continuing agency administration” which does not involve “new programs or major reordering of priorities that may affect the environment” (6 NYCRR §617.5(c)(20)) and therefore no Findings or determination of significance are required under SEQRA.

Section 4. No additional Financial Assistance is being requested by the Applicant with respect to this request, and, therefore, no public hearing of the Agency is required pursuant to Section 859-a of the Act.

Section 5. The Agency has considered the request made by the Applicant and hereby finds and determines that the requested consent will promote the job opportunities, health, general prosperity and economic welfare of the inhabitants of Nassau County, New York, and improve their standard of living, and thereby serve the public purposes of the Act.

Section 6. The Agency hereby determines that the Agency has fully complied with the requirements of the Act, SEQRA and all other Applicable Laws that relate to the requested consents.

Section 7. The execution and delivery of the documents, instruments and agreements required to effectuate the Proposed Transaction (collectively, the “Amendment Documents”), being substantially in the forms used for prior similar transactions, are hereby authorized and approved. The Chairman, Vice Chairman, Chief Executive Officer/Executive Director, Chief Operating Officer/Deputy Executive Director and Administrative Director of the Agency are each hereby authorized, acting individually or jointly, to execute, acknowledge and deliver the Amendment Documents. The execution and delivery of the Amendment Documents by any one of said officers shall be conclusive evidence of due authorization and approval.

Section 8. The Chairman, Vice Chairman, Chief Executive Officer/Executive Director, Chief Operating Officer/Deputy Executive Director and Administrative Director of the Agency are each hereby designated an Authorized Representative of the Agency and each of them is hereby authorized and directed, acting individually or jointly, to execute and deliver any and all consents, agreements, amendments, papers, instruments, opinions, certificates, affidavits and other documents required in connection with the Amendment Documents (collectively, the “Consent Documents”), and to do and cause to be done any and all acts and things necessary or proper for carrying out this Resolution, including, without limitation, taking any necessary action to obtain consent of any other person or party necessary with respect to execution, delivery and approval of the Consent Documents, The execution and delivery of the Consent Documents by any one of said officers shall be conclusive evidence of due authorization and approval.

Section 9. The authorizations set forth in this Resolution are subject to the conditions that (i) background checks have been conducted with respect to the Assignee and the New Indemnitor, and (ii) the Assignee shall reimburse the Agency for all costs and expenses incurred

by the Agency in connection with the transactions contemplated herein, including, without limitation, the Agency's consent and amendment fees and all reasonable attorneys' fees and disbursements incurred by the Agency, including without limitation, the fees and expenses of Special Counsel, Harris Beach PLC.

Section 10. All covenants, stipulations, obligations and agreements of the Agency contained in this Resolution, the Amendment Documents and the Consent Documents shall be deemed to be the covenants, stipulations, obligations and agreements of the Agency to the full extent authorized or permitted by law, and such covenants, stipulations, obligations and agreements shall be binding upon the Agency and its successors from time to time; provided, however, that no covenants, stipulations, obligations or agreements of the Agency contained in this Resolution, any Amendment Document or any Consent Document shall give rise to any pecuniary liability of the Agency or a charge against its general credit or shall obligate the Agency in any way except to the extent that the same can be paid or recovered from the Project Facility or the sale or liquidation of the Project Facility or revenues therefrom.

No covenant, stipulation, obligation or agreement herein contained or contained in any Amendment Document or any Consent Document shall be deemed to be a covenant, stipulation, obligation or agreement of any member, officer, agent or employee of the Agency in his or her individual capacity and neither the members of the Agency nor any officer executing any Amendment Document or any Consent Document shall be liable personally on the Amendment Documents or the Consent Documents or be subject to any personal liability or accountability by reason of the issuance thereof.

Section 11. The Chairman and Chief Executive Officer/Executive Director of the Agency are each hereby authorized to approve modifications to the terms approved herein which are not inconsistent with the intent and substance of this Resolution, such approval to be evidenced by the execution by any one of such officers of the Amendment Documents and/or the Consent Documents containing such modifications.

Section 12. The Assignee shall file all necessary documentation with the New York State Department of State to become qualified to do business in the State of New York as a foreign limited liability company before the Chairman, Vice Chairman, Chief Executive Officer/Executive Director, Chief Operating Officer/Deputy Executive Director and/or Administrative Director of the Agency execute any Amendment Document or Consent Document.

Section 13. Notwithstanding any provision in the Transaction Documents to the contrary, the Agency's consent does not and shall not be construed to mean that there are no defaults or events of default under the Lease or any other Transaction Document or that any such defaults or events of default have been or shall be waived by the Agency.

Section 14. 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:

Richard Kessel	VOTING
John Coumatos	VOTING
Timothy Williams	VOTING
Reginald A. Spinello	VOTING
William H. Rockensies	VOTING
Raymond Pinto	VOTING
Victor Lagreca	VOTING

The foregoing Resolution was thereupon declared duly .

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 August 11, 2022 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 11<sup>th</sup> day of August 2022.

\_\_\_\_\_  
[Assistant] Secretary

\_\_\_\_\_  
[Vice] Chairman

(SEAL)

**Nassau County Industrial Development Agency (the “Agency”)**  
**Board Meeting Minutes**  
**June 30, 2022**  
**6:56 PM**

I. Board Roll Call

John Coumatos	Present
Richard Kessel	Present
Timothy Williams	Present
William Rockensies	Present
Reginald Spinello	Present
Victor LaGreca	Present
Raymond Pinto	Present

Others Present:

Anne LaMorte	Chief Financial Officer
Colleen Pereira	Administrative Director
Nicole Gil	Administrative Assistant

Thomas D. Glascock	Corporation Counsel
Andrew D. Komaromi, Esq.	Bond/Transactional Counsel

Excused:

Carlene Wynter	Compliance Assistant
Catherine Fee	Director of Business Development/Chief Marketing Officer

II. Chair Report

Chair Kessel introduced two (2) new board members, Members LaGreca and Pinto. He then led a moment of silence for the victims of COVID-19, and Chair Kessel made a report to the board.

III. Public Comment Period

A. Public Comment

Nassau County resident Kevin McKenna spoke.

IV. Existing Business and Discussion

A. Approval Resolutions

i. Acupath Laboratories and One Ames Realty LLC

a. SEQRA Resolution



- b. PILOT Deviation Resolution
- c. Approving Resolution

Applicant's counsel, Jared Rosen, Esq. of Rosen Law LLC, presented with applicant representative Brian Kunkel. Transaction Counsel Andrew D. Komaromi, Esq. then described the resolutions and the proposed financial assistance.

Chair Kessel made comments concerning the proposed project. Members Coumatos and Williams each asked questions, with Brian Kunkel and Andrew Komaromi responding.

Member LaGreca moved to adopt the resolutions, which was seconded by Member Williams. The resolutions were approved unanimously.

- ii. Steel K LLC
  - a. SEQRA Resolution
  - b. PILOT Deviation Resolution
  - c. Approving Resolution

Applicant's counsel, Daniel Dornfeld, Esq. of Forchelli Deegan Terrana LLP, presented.

Chair Kessel spoke about the applicant and project. Member Williams then asked questions, to which Transaction Counsel Andrew D. Komaromi, Esq. and Chair Kessel responded. Staff is to report back to the board concerning the job commitment, which the approval resolution is to require be satisfied. Member Spinello also commented on the project.

Transaction Counsel Andrew D. Komaromi, Esq. then described the resolutions and the proposed financial assistance.

Member LaGreca moved to adopt the resolutions, which was seconded by Member Coumatos. The resolutions were approved unanimously.

B. Preliminary Resolutions

- i. None.

C. Consent Resolutions

- i. Pine Town Homes, L.P.

Applicant's counsel John Gordan, Esq. of Forchelli Deegan Terrana LLP, presented, along with applicant's general counsel Mitch Ryder, Esq.

Member Williams asked questions, to which applicant's counsel responded.

Member Williams moved to adopt the resolution. Member Spinello seconded the motion. The resolution was approved unanimously.

ii. Sterling Green at Farmingdale, LLC and D & F Development XXVII, LLC

Transaction Counsel Andrew D. Komaromi, Esq. described the request, as did the applicant's counsel, John Gordan, Esq. of Forchelli Deegan Terrana LLP.

Applicant's counsel responded to questions asked.

Member Rockensies moved to adopt the consent resolution, which was seconded by Member LaGreca. The resolution was approved unanimously.

iii. Amsterdam House Continuing Care Retirement Community, Inc.

Applicant's counsel Kevin Downs presented applicant staff. Transaction Counsel Andrew D. Komaromi, Esq. then further described the request.

Chair Kessel and Member Williams each made comments and asked questions, with Mr. Downs responding. Member Spinello also commented on the request.

Member Williams moved to adopt the consent resolution. Chair Kessel seconded the motion. The resolution was approved unanimously.

D. Other Existing Business

i. None.

V. Other Business

A. Minutes

i. Approval of May 26, 2022 Minutes

Member Williams moved to approve the draft May 26, 2022 meeting minutes. Chair Kessel seconded the motion. The motion was approved unanimously.

B. Other Resolutions

1. Resolution Addressing Governance Matters

Member Williams moved to adopt the proposed resolution. Chair Kessel seconded the motion. The motion was approved unanimously.

2. 16<sup>th</sup> Annual Latina Hat Luncheon Event Resolution

3. 2022 Oyster Fest Event Resolution
4. Long Beach International Film Festival

Member Coumatos moved to adopt the proposed resolution nos. 2, 3, and 4. Member LaGreca seconded the motion. The motion was approved unanimously.

VII. Chief Financial Officer Report

Chief Financial Officer Anne LaMorte gave a report to the board. Member Williams asked questions, to which Ms. LaMorte responded.

VIII. Adjournment

Chair Kessel announced that the Agency's next board meeting is scheduled for Thursday, August 11, 2022.

A motion to adjourn was made by Member Williams, which was seconded by Member Rockensies. The Resolution was approved unanimously. The meeting ended at 8:41 PM.

[For additional information, please see a recording of the June 30, 2022 meeting of the board of the Nassau County Industrial Development Agency found at <https://www.youtube.com/channel/UCuERg-5BYx9VSdBVHUPTYJw/featured.>]

--END--

## Resolution Appointing Committee Members

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 Chamber, 1550 Franklin Avenue, Mineola, County of Nassau, New York on August 11, 2022 at 6:45 p.m., local time.

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

### PRESENT:

Richard Kessel	Chair
John Coumatos	Asst. Treasurer
Timothy Williams	Secretary
Reginald A. Spinello	
William H. Rockensies	
Victor LaGreca	
Raymond Pinto	

### EXCUSED:

Catherine Fee	Director of Business Development/Chief Marketing Officer
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### THE FOLLOWING ADDITIONAL PERSONS WERE PRESENT:

Anne LaMorte	Chief Financial 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. 2022-\_\_ was offered by \_\_\_\_\_, seconded by \_\_\_\_\_:

Resolution No. 2022 - \_\_\_\_

RESOLUTION OF THE NASSAU COUNTY INDUSTRIAL  
DEVELOPMENT AGENCY (THE "AGENCY")  
APPOINTING COMMITTEE MEMBERS

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 promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of manufacturing, industrial and 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, the Agency wishes to appoint certain committees;

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

Section 1. The members of the Agency appoint Richard M. Kessel, Timothy Williams, and William Rockensies as members of the Corporation's Governance Committee. The Directors appoint \_\_\_\_\_ as Chair of the Governance Committee.

Section 2. The members of the Agency appoint John Coumatos, William Rockensies, and Raymond Pinto as the members of the Agency's Audit Committee. The members appoint \_\_\_\_\_ as Chairman of the Audit Committee.

Section 3. The members of the Agency appoint Timothy Williams, Reginald Spinello, and Victor LaGreca as the members of the Agency's Finance Committee. The members appoint \_\_\_\_\_ as Chairman of the Finance Committee.

Section 4. This Resolution shall take effect immediately.

Adopted: August 11, 2022

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

Richard Kessel	_____	_____
Timothy Williams	_____	_____
John Coumatos	_____	_____
Reginald A. Spinello	_____	_____
William H. Rockensies	_____	_____
Victor LaGreca	_____	_____
Raymond Pinto	_____	_____

The foregoing Resolution was thereupon declared duly adopted.

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

We, the undersigned [Assistant] Secretary and [Vice] Chairman 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 August 11, 2022, 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 matter 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 hands and affixed the seal of the Agency this \_\_\_ day of August, 2022.

\_\_\_\_\_  
[Assistant] Secretary

\_\_\_\_\_  
[Vice] Chairman

(SEAL)

## **Bond/Transaction Counsel Services Approved List Resolution**

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 Chamber, 1550 Franklin Avenue, Mineola, County of Nassau, New York on August 11, 2022 at 6:45 p.m., local time.

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

**PRESENT:**

Richard Kessel	Chair
John Coumatos	Asst. Treasurer
Timothy Williams	Secretary
Reginald A. Spinello	
William H. Rockensies	
Victor LaGreca	
Raymond Pinto	

**EXCUSED:**

Catherine Fee	Director of Business Development/Chief Marketing Officer
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**THE FOLLOWING ADDITIONAL PERSONS WERE PRESENT:**

Anne LaMorte	Chief Financial 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. 2022-\_\_ was offered by \_\_\_\_\_, seconded by \_\_\_\_\_:



Resolution No. 2022 - \_\_

RESOLUTION OF THE NASSAU COUNTY INDUSTRIAL  
DEVELOPMENT AGENCY ESTABLISHING AN APPROVED  
LIST OF QUALIFIED FIRMS TO PROVIDE CERTAIN  
BOND/TRANSACTION COUNSEL SERVICES

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 promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of manufacturing, industrial and 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, the Agency may from time to time require the services of qualified law firms or attorneys (“Firms”) to serve as bond counsel and/or transaction counsel with respect to the Agency’s proposed “projects”; and

WHEREAS, the Agency issued a Request for Statements of Qualifications to provide certain Bond/Transaction Counsel Services (the “RFQ”), seeking statements of qualification from interested Firms, and the Agency published notice of the issuance of the RFQ in Newsday and on the New York State Contract Reporter; and

WHEREAS, the Agency received statements of qualifications from one (1) or more Firms (collectively, the “Statements”) expressing interest in providing the services contemplated by the RFQ (collectively, the “Services”); and

WHEREAS, an ad hoc committee of board members formed by a resolution of the board dated June 30, 2022, comprised of Richard Kessel, John Coumatos, and William H. Rockensies, has reviewed the received statements of qualifications, interviewed or determined that interviews of the respondent Firms are not necessary or desirable, and found that certain Firms meet the minimum requirements set forth in the RFQ and are qualified to provide the Services, and has recommended that the Agency establish an approved list of Firms to provide the Services; and

WHEREAS, the Agency desires to establish such an approved list of Firms to provide the Services;

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

Section 1. The Agency hereby ratifies and confirms all actions heretofore taken by the Agency's staff and the above-described ad hoc committee of board members in connection with the procurement of the Services pursuant to the RFQ.

Section 2. The Agency hereby determines that the procurement of the Services pursuant to the RFQ constitutes a procurement of professional services involving the application of specialized expertise and a high degree of creativity and, therefore, is not subject to the competitive bidding requirements of the Agency's State of Procurement Policy and Procedures.

Section 3. 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 §617.5(c)(20)) and therefore no findings or determination of significance are required under SEQRA.

Section 4. The Agency hereby accepts the recommendations of the ad hoc committee (i) that interviews of the respondent Firms not be required, (ii) that all of such Firms are found to meet the minimum requirements set forth in the RFQ and are qualified to provide the Services, and (iii) that the Agency establish an approved list of Firms to provide the Services.

Section 5. Effective as of the date of adoption of this Resolution, the Agency hereby establishes an approved list of Firms to provide the Services consisting of the Firm or Firms set forth on Exhibit "A" annexed hereto (the "Approved List").

Section 6. The Agency hereby authorizes and directs the Chair, Chief Executive Officer / Executive Director, Chief Operating Officer / Deputy Executive Director and/or Administrative Director (as applicable) to select Firms from the Approved List from time to time in connection with the Agency's projects; provided that the cost of obtaining Services shall normally be borne solely by the project applicant or other third party person or entity. The selection of the Firm for a project shall be made by the Chair, Chief Executive Officer / Executive Director, Chief Operating Officer / Deputy Executive Director and/or Administrative Director (as applicable) in his/her/their discretion. The Chair, Chief Executive Officer / Executive Director, Chief Operating Officer / Deputy Executive Director and/or Administrative Director (as applicable) is hereby authorized and directed to negotiate and enter into a retainer agreement or similar contract with each Firm, if deemed advisable or necessary by the Chair, Chief Executive Officer / Executive Director, Chief Operating Officer / Deputy Executive Director and/or Administrative Director (as applicable), on such terms and subject to such conditions as the Chair, Chief Executive Officer / Executive Director, Chief Operating Officer / Deputy Executive Director and/or Administrative Director (as applicable) may deem advisable or necessary, subject to the terms of this resolution, the Agency's budget for the type of services required and the requirements of the RFQ. The Chair, Chief Executive Officer / Executive Director's, Chief Operating Officer / Deputy Executive Director's or Administrative Director's (as applicable) execution of any such agreement or contract shall evidence the Agency's approval of the terms thereof.

Section 7. This Resolution shall not preclude the Agency from appointing and engaging other consultants as determined from time to time by the members of the Agency. The Agency reserves the right to cancel the Approved List at any time.

Section 8. This Resolution shall take effect immediately.

Adopted: August 11, 2022

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

Richard Kessel	_____	_____
Timothy Williams	_____	_____
John Coumatos	_____	_____
Reginald A. Spinello	_____	_____
William H. Rockensies	_____	_____
Victor LaGreca	_____	_____
Raymond Pinto	_____	_____

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 August 11, 2022 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 August, 2022.

\_\_\_\_\_  
[Assistant] Secretary

\_\_\_\_\_  
[Vice] Chair

(SEAL)

**Advertising, Marketing, Media, and Public Relations Services Approved List Resolution**

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 Chamber, 1550 Franklin Avenue, Mineola, County of Nassau, New York on August 11, 2022 at 6:45 p.m., local time.

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

PRESENT:

Richard Kessel	Chair
John Coumatos	Asst. Treasurer
Timothy Williams	Secretary
Reginald A. Spinello	
William H. Rockensies	
Victor LaGreca	
Raymond Pinto	

EXCUSED:

Catherine Fee	Director of Business Development/Chief Marketing Officer
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THE FOLLOWING ADDITIONAL PERSONS WERE PRESENT:

Anne LaMorte	Chief Financial 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. 2022-\_\_ was offered by \_\_\_\_\_, seconded by \_\_\_\_\_:

Resolution No. 2022 - \_\_

RESOLUTION OF THE NASSAU COUNTY INDUSTRIAL DEVELOPMENT AGENCY ESTABLISHING AN APPROVED LIST OF QUALIFIED FIRMS TO PROVIDE CERTAIN ADVERTISING, MARKETING, MEDIA, AND PUBLIC RELATIONS SERVICES

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 promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of manufacturing, industrial and 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, the Agency may from time to time require the services of qualified firms (“Firms”) to provide certain advertising, marketing, media and public relations services to promote Nassau County as a good place to keep and created jobs and other related services, as required; and

WHEREAS, the Agency issued a Request for Statements of Qualifications for certain Advertising, Marketing, Media and Public Relations Services (the “RFQ”), seeking statements of qualification from interested Firms, and the Agency published notice of the issuance of the RFQ in Newsday and on the New York State Contract Reporter; and

WHEREAS, the Agency received statements of qualifications from one (1) or more Firms (collectively, the “Statements”) expressing interest in providing the services contemplated by the RFQ (collectively, the “Services”); and

WHEREAS, an ad hoc committee of board members formed by a resolution of the board dated June 30, 2022, comprised of Richard Kessel, John Coumatos, and William H. Rockensies, has reviewed the received statements of qualifications, interviewed or determined that interviews of the respondent Firms are not necessary or desirable, and found that certain Firms meet the minimum requirements set forth in the RFQ and are qualified to provide the Services, and has recommended that the Agency establish an approved list of Firms to provide the Services; and

WHEREAS, the Agency desires to establish such an approved list of Firms to provide the Services;

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

Section 1. The Agency hereby ratifies and confirms all actions heretofore taken by the Agency's staff and the above-described ad hoc committee of board members in connection with the procurement of the Services pursuant to the RFQ.

Section 2. The Agency hereby determines that the procurement of the Services pursuant to the RFQ constitutes a procurement of professional services involving the application of specialized expertise and a high degree of creativity and, therefore, is not subject to the competitive bidding requirements of the Agency's State of Procurement Policy and Procedures.

Section 3. 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 §617.5(c)(20)) and therefore no findings or determination of significance are required under SEQRA.

Section 4. The Agency hereby accepts the recommendations of the ad hoc committee (i) that interviews of the respondent Firms not be required, (ii) that all of such Firms are found to meet the minimum requirements set forth in the RFQ and are qualified to provide the Services, and (iii) that the Agency establish an approved list of Firms to provide the Services.

Section 5. Effective as of the date of adoption of this Resolution, the Agency hereby establishes an approved list of Firms to provide the Services consisting of the Firm or Firms set forth on Exhibit "A" annexed hereto (the "Approved List").

Section 6. The Agency hereby authorizes and directs the Chair, Chief Executive Officer / Executive Director, Chief Operating Officer / Deputy Executive Director and/or Administrative Director (as applicable) to select Firms from the Approved List from time to time in connection with the Agency's projects; provided that the cost of obtaining Services shall normally be borne solely by the project applicant or other third party person or entity. The selection of the Firm for a project shall be made by the Chair, Chief Executive Officer / Executive Director, Chief Operating Officer / Deputy Executive Director and/or Administrative Director (as applicable) in his/her/their discretion. The Chair, Chief Executive Officer / Executive Director, Chief Operating Officer / Deputy Executive Director and/or Administrative Director (as applicable) is hereby authorized and directed to negotiate and enter into a retainer agreement or similar contract with each Firm, if deemed advisable or necessary by the Chair, Chief Executive Officer / Executive Director, Chief Operating Officer / Deputy Executive Director and/or Administrative Director (as applicable), on such terms and subject to such conditions as the Chair, Chief Executive Officer / Executive Director, Chief Operating Officer / Deputy Executive Director and/or Administrative Director (as applicable) may deem advisable or necessary, subject to the terms of this resolution, the Agency's budget for the type of services required and the requirements of the RFQ. The Chair, Chief Executive Officer / Executive Director's, Chief Operating Officer / Deputy Executive Director's

or Administrative Director's (as applicable) execution of any such agreement or contract shall evidence the Agency's approval of the terms thereof.

Section 7. This Resolution shall not preclude the Agency from appointing and engaging other consultants as determined from time to time by the members of the Agency. The Agency reserves the right to cancel the Approved List at any time.

Section 8. This Resolution shall take effect immediately.

Adopted: August 11, 2022

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

Richard Kessel	_____	_____
Timothy Williams	_____	_____
John Coumatos	_____	_____
Reginald A. Spinello	_____	_____
William H. Rockensies	_____	_____
Victor LaGreca	_____	_____
Raymond Pinto	_____	_____

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 August 11, 2022 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 August, 2022.

\_\_\_\_\_  
[Assistant] Secretary

\_\_\_\_\_  
[Vice] Chair

(SEAL)

**Economic Development Consulting Services Approved List Resolution**

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 Chamber, 1550 Franklin Avenue, Mineola, County of Nassau, New York on August 11, 2022 at 6:45 p.m., local time.

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

**PRESENT:**

Richard Kessel	Chair
John Coumatos	Asst. Treasurer
Timothy Williams	Secretary
Reginald A. Spinello	
William H. Rockensies	
Victor LaGreca	
Raymond Pinto	

**EXCUSED:**

Catherine Fee	Director of Business Development/Chief Marketing Officer
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**THE FOLLOWING ADDITONAL PERSONS WERE PRESENT:**

Anne LaMorte	Chief Financial 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. 2022-\_\_ was offered by \_\_\_\_\_, seconded by \_\_\_\_\_:

Resolution No. 2022 - \_\_

RESOLUTION OF THE NASSAU COUNTY INDUSTRIAL  
DEVELOPMENT AGENCY ESTABLISHING AN APPROVED  
LIST OF QUALIFIED FIRMS TO PROVIDE CERTAIN  
ECONOMIC DEVELOPMENT CONSULTING SERVICES

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 promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of manufacturing, industrial and 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, the Agency may from time to time require the services of qualified firms (“Firms”) to provide certain economic development consulting services to promote Nassau County as a good place to keep and created jobs and other related services, as required; and

WHEREAS, the Agency issued a Request for Statements of Qualifications for certain Economic Development Consulting Services (the “RFQ”), seeking statements of qualification from interested Firms, and the Agency published notice of the issuance of the RFQ in Newsday and on the New York State Contract Reporter; and

WHEREAS, the Agency received statements of qualifications from one (1) or more Firms (collectively, the “Statements”) expressing interest in providing the services contemplated by the RFQ (collectively, the “Services”); and

WHEREAS, an ad hoc committee of board members formed by a resolution of the board dated June 30, 2022, comprised of Richard Kessel, John Coumatos, and William H. Rockensies, has reviewed the received statements of qualifications, interviewed or determined that interviews of the respondent Firms are not necessary or desirable, and found that certain Firms meet the minimum requirements set forth in the RFQ and are qualified to provide the Services, and has recommended that the Agency establish an approved list of Firms to provide the Services; and

WHEREAS, the Agency desires to establish such an approved list of Firms to provide the Services;

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

Section 1. The Agency hereby ratifies and confirms all actions heretofore taken by the Agency's staff and the above-described ad hoc committee of board members in connection with the procurement of the Services pursuant to the RFQ.

Section 2. The Agency hereby determines that the procurement of the Services pursuant to the RFQ constitutes a procurement of professional services involving the application of specialized expertise and a high degree of creativity and, therefore, is not subject to the competitive bidding requirements of the Agency's State of Procurement Policy and Procedures.

Section 3. 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 §617.5(c)(20)) and therefore no findings or determination of significance are required under SEQRA.

Section 4. The Agency hereby accepts the recommendations of the ad hoc committee (i) that interviews of the respondent Firms not be required, (ii) that all of such Firms are found to meet the minimum requirements set forth in the RFQ and are qualified to provide the Services, and (iii) that the Agency establish an approved list of Firms to provide the Services.

Section 5. Effective as of the date of adoption of this Resolution, the Agency hereby establishes an approved list of Firms to provide the Services consisting of the Firm or Firms set forth on Exhibit "A" annexed hereto (the "Approved List").

Section 6. The Agency hereby authorizes and directs the Chair, Chief Executive Officer / Executive Director, Chief Operating Officer / Deputy Executive Director and/or Administrative Director (as applicable) to select Firms from the Approved List from time to time in connection with the Agency's projects; provided that the cost of obtaining Services shall normally be borne solely by the project applicant or other third party person or entity. The selection of the Firm for a project shall be made by the Chair, Chief Executive Officer / Executive Director, Chief Operating Officer / Deputy Executive Director and/or Administrative Director (as applicable) in his/her/their discretion. The Chair, Chief Executive Officer / Executive Director, Chief Operating Officer / Deputy Executive Director and/or Administrative Director (as applicable) is hereby authorized and directed to negotiate and enter into a retainer agreement or similar contract with each Firm, if deemed advisable or necessary by the Chair, Chief Executive Officer / Executive Director, Chief Operating Officer / Deputy Executive Director and/or Administrative Director (as applicable), on such terms and subject to such conditions as the Chair, Chief Executive Officer / Executive Director, Chief Operating Officer / Deputy Executive Director and/or Administrative Director (as applicable) may deem advisable or necessary, subject to the terms of this resolution, the Agency's budget for the type of services required and the requirements of the RFQ. The Chair, Chief Executive Officer / Executive Director's, Chief Operating Officer / Deputy Executive Director's or Administrative Director's (as applicable) execution of any such agreement or contract shall evidence the Agency's approval of the terms thereof.

Section 7. This Resolution shall not preclude the Agency from appointing and engaging other consultants as determined from time to time by the members of the Agency. The Agency reserves the right to cancel the Approved List at any time.

Section 8. This Resolution shall take effect immediately.

Adopted: August 11, 2022

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

Richard Kessel	_____	_____
Timothy Williams	_____	_____
John Coumatos	_____	_____
Reginald A. Spinello	_____	_____
William H. Rockensies	_____	_____
Victor LaGreca	_____	_____
Raymond Pinto	_____	_____

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 August 11, 2022 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 August, 2022.

\_\_\_\_\_  
[Assistant] Secretary

\_\_\_\_\_  
[Vice] Chair

(SEAL)

## **Information Technology Support and Maintenance Services Approved List Resolution**

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 Chamber, 1550 Franklin Avenue, Mineola, County of Nassau, New York on August 11, 2022 at 6:45 p.m., local time.

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

### **PRESENT:**

Richard Kessel	Chair
John Coumatos	Asst. Treasurer
Timothy Williams	Secretary
Reginald A. Spinello	
William H. Rockensies	
Victor LaGreca	
Raymond Pinto	

### **EXCUSED:**

Catherine Fee	Director of Business Development/Chief Marketing Officer
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### **THE FOLLOWING ADDITIONAL PERSONS WERE PRESENT:**

Anne LaMorte	Chief Financial 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. 2022-\_\_ was offered by \_\_\_\_\_, seconded by \_\_\_\_\_:

Resolution No. 2022 - \_\_

RESOLUTION OF THE NASSAU COUNTY INDUSTRIAL  
DEVELOPMENT AGENCY ESTABLISHING AN APPROVED  
LIST OF QUALIFIED FIRMS TO PROVIDE CERTAIN  
INFORMATION TECHNOLOGY SUPPORT AND  
MAINTENANCE SERVICES

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 promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of manufacturing, industrial and 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, the Agency may from time to time require the services of qualified firms (“Firms”) to provide certain information technology support and maintenance services to promote Nassau County as a good place to keep and created jobs and other related services, as required; and

WHEREAS, the Agency issued a Request for Statements of Qualifications for certain Information Technology Support and Maintenance Services (the “RFQ”), seeking statements of qualification from interested Firms, and the Agency published notice of the issuance of the RFQ in Newsday and on the New York State Contract Reporter; and

WHEREAS, the Agency received statements of qualifications from one (1) or more Firms (collectively, the “Statements”) expressing interest in providing the services contemplated by the RFQ (collectively, the “Services”); and

WHEREAS, an ad hoc committee of board members formed by a resolution of the board dated June 30, 2022, comprised of Richard Kessel, John Coumatos, and William H. Rockensies, has reviewed the received statements of qualifications, interviewed or determined that interviews of the respondent Firms are not necessary or desirable, and found that certain Firms meet the minimum requirements set forth in the RFQ and are qualified to provide the Services, and has recommended that the Agency establish an approved list of Firms to provide the Services; and

WHEREAS, the Agency desires to establish such an approved list of Firms to provide the Services;



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

Section 1. The Agency hereby ratifies and confirms all actions heretofore taken by the Agency's staff and the above-described ad hoc committee of board members in connection with the procurement of the Services pursuant to the RFQ.

Section 2. The Agency hereby determines that the procurement of the Services pursuant to the RFQ constitutes a procurement of professional services involving the application of specialized expertise and a high degree of creativity and, therefore, is not subject to the competitive bidding requirements of the Agency's State of Procurement Policy and Procedures.

Section 3. 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 §617.5(c)(20)) and therefore no findings or determination of significance are required under SEQRA.

Section 4. The Agency hereby accepts the recommendations of the ad hoc committee (i) that interviews of the respondent Firms not be required, (ii) that all of such Firms are found to meet the minimum requirements set forth in the RFQ and are qualified to provide the Services, and (iii) that the Agency establish an approved list of Firms to provide the Services.

Section 5. Effective as of the date of adoption of this Resolution, the Agency hereby establishes an approved list of Firms to provide the Services consisting of the Firm or Firms set forth on Exhibit "A" annexed hereto (the "Approved List").

Section 6. The Agency hereby authorizes and directs the Chair, Chief Executive Officer / Executive Director, Chief Operating Officer / Deputy Executive Director and/or Administrative Director (as applicable) to select Firms from the Approved List from time to time in connection with the Agency's projects; provided that the cost of obtaining Services shall normally be borne solely by the project applicant or other third party person or entity. The selection of the Firm for a project shall be made by the Chair, Chief Executive Officer / Executive Director, Chief Operating Officer / Deputy Executive Director and/or Administrative Director (as applicable) in his/her/their discretion. The Chair, Chief Executive Officer / Executive Director, Chief Operating Officer / Deputy Executive Director and/or Administrative Director (as applicable) is hereby authorized and directed to negotiate and enter into a retainer agreement or similar contract with each Firm, if deemed advisable or necessary by the Chair, Chief Executive Officer / Executive Director, Chief Operating Officer / Deputy Executive Director and/or Administrative Director (as applicable), on such terms and subject to such conditions as the Chair, Chief Executive Officer / Executive Director, Chief Operating Officer / Deputy Executive Director and/or Administrative Director (as applicable) may deem advisable or necessary, subject to the terms of this resolution, the Agency's budget for the type of services required and the requirements of the RFQ. The Chair, Chief Executive Officer / Executive Director's, Chief Operating Officer / Deputy Executive Director's

or Administrative Director's (as applicable) execution of any such agreement or contract shall evidence the Agency's approval of the terms thereof.

Section 7. This Resolution shall not preclude the Agency from appointing and engaging other consultants as determined from time to time by the members of the Agency. The Agency reserves the right to cancel the Approved List at any time.

Section 8. This Resolution shall take effect immediately.

Adopted: August 11, 2022

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

Richard Kessel	_____	_____
Timothy Williams	_____	_____
John Coumatos	_____	_____
Reginald A. Spinello	_____	_____
William H. Rockensies	_____	_____
Victor LaGreca	_____	_____
Raymond Pinto	_____	_____

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 August 11, 2022 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 August, 2022.

\_\_\_\_\_  
[Assistant] Secretary

\_\_\_\_\_  
[Vice] Chair

(SEAL)

## **Resolution to Extend the Term of an Agreement**

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 Chamber, 1550 Franklin Avenue, Mineola, County of Nassau, New York on August 11, 2022 at 6:45 p.m., local time.

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

**PRESENT:**

Richard Kessel	Chair
John Coumatos	Asst. Treasurer
Timothy Williams	Secretary
Reginald A. Spinello	
William H. Rockensies	
Victor LaGreca	
Raymond Pinto	

**EXCUSED:**

Catherine Fee	Director of Business Development/Chief Marketing Officer
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**THE FOLLOWING ADDITIONAL PERSONS WERE PRESENT:**

Anne LaMorte	Chief Financial 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. 2022-\_\_ was offered by \_\_\_\_\_, seconded by \_\_\_\_\_:

Resolution No. 2022-\_\_

RESOLUTION OF THE NASSAU COUNTY INDUSTRIAL DEVELOPMENT AGENCY (“THE AGENCY”) TO EXTEND THE TERM OF THE AGREEMENT MADE FRESHWORKS

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, during 2021, the Agency wished to procure customer relationship management (CRM) software, to facilitate communication with existing and potential Agency clients; and

WHEREAS, the firm Freshworks is an industry leader at providing solutions for such software needs; and

WHEREAS, Freshworks suggested software to satisfy the Agency’s CRM software needs, and furnished a price quote for the same, discounted at more than twenty (20%) percent if purchased for a twelve (12) month period; and

WHEREAS, as such, the Agency purchased said CRM software from Freshworks, to satisfy its needs; and

WHEREAS, the Agency now wishes to extend the term of this engagement for a four (4) month period.

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 extend for an additional twelve (12) month period, until June 30, 2023, the term of its engagement with Freshworks for the purchase of its CRM software, to prevent an interruption in the Agency’s receipt of said services while it assesses its present and ongoing need for the services.

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 Chair is hereby authorized and directed in his sole discretion, to negotiate and enter into an agreement for the extended term, together with such changes to the terms and conditions thereof that the Chair may deem advisable or necessary, subject to the terms of this Resolution. The Chair's execution of the Agreement, or his designee, shall evidence the Agency's approval of the terms thereof.

Section 4. This Resolution shall take effect immediately.

Adopted: August 11, 2022

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

Richard Kessel	_____	_____
Timothy Williams	_____	_____
John Coumatos	_____	_____
Reginald A. Spinello	_____	_____
William H. Rockensies	_____	_____
Victor LaGreca	_____	_____
Raymond Pinto	_____	_____

The foregoing Resolution was thereupon declared duly adopted.

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

We, the undersigned [Assistant] Secretary and [Vice] Chairman 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 August 11, 2022 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 matter 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 and 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 hands and affixed the seal of the Agency this \_\_\_ day of August, 2022.

\_\_\_\_\_  
Secretary

\_\_\_\_\_  
Chairman

(SEAL)

## **Blank Slate Media 40 Under 40 Networking & Awards Event 2022 Resolution**

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 Chamber, 1550 Franklin Avenue, Mineola, County of Nassau, New York on August 11, 2022 at 6:45 p.m., local time.

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

### **PRESENT:**

Richard Kessel	Chair
John Coumatos	Asst. Treasurer
Timothy Williams	Secretary
Reginald A. Spinello	
William H. Rockensies	
Victor LaGreca	
Raymond Pinto	

### **EXCUSED:**

Catherine Fee	Director of Business Development/Chief Marketing Officer
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### **THE FOLLOWING ADDITIONAL PERSONS WERE PRESENT:**

Anne LaMorte	Chief Financial 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. 2022-\_\_ was offered by \_\_\_\_\_, seconded by \_\_\_\_\_:



Resolution No. 2022-\_\_

RESOLUTION OF THE NASSAU COUNTY INDUSTRIAL DEVELOPMENT AGENCY (“THE AGENCY”) APPROVING THE SPONSORSHIP OF A BLANK SLATE MEDIA WOMEN OF DISTINCTION EVENT

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, Blank Slate Media is the organizer and sponsor of a 40 Under 40 Networking & Awards Event (the “Event”), happening on September 15, 2022, at which the Agency’s Director of Business Development/Chief Marketing Officer (Catherine Fee) and other leading Nassau County community and business leaders will be recognized; and

WHEREAS, the purpose of such Event are consistent with the mission of the Agency; and

WHEREAS, the Agency desired to enter into an agreement to purchase advertising services for the Event, to promote under 40 business persons within the Nassau community and business community;

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 purchase advertising services in connection with the Event, all as to be more particularly set forth in a certain form of agreement to be made by and between the Agency and Blank Slate Media (the “Agreement”), at a cost that is anticipated not to exceed \$3,500 plus any applicable taxes. The Agency finds that (a) the purposes of the Event are consistent with and would further the mission and purposes of the Agency, (b) the required services are not available through the New York State Preferred Source Program, (c) there is only one possible source from which to procure the services contemplated by the Agreement, and such services have unique benefits and, therefore, no competitive bidding process is feasible, and (d) the cost of such services is reasonable.

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 Agreement, together with such changes to the terms and conditions thereof that 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: August 11, 2022

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

Richard Kessel	_____	_____
Timothy Williams	_____	_____
John Coumatos	_____	_____
Reginald A. Spinello	_____	_____
William H. Rockensies	_____	_____
Victor LaGreca	_____	_____
Raymond Pinto	_____	_____

The foregoing Resolution was thereupon declared duly adopted.

STATE OF NEW YORK

) SS.:

COUNTY OF NASSAU

We, the undersigned [Assistant] Secretary and [Vice] Chairman 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 August 11, 2022 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 matter 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 and 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 hands and affixed the seal of the Agency this \_\_\_ day of August, 2022.

\_\_\_\_\_  
[Assistant] Secretary

\_\_\_\_\_  
[Vice] Chairman

(SEAL)