

Resolution Addressing Governance Matters

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 June 30, 2022 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 |
| John Coumatos | Asst. Treasurer |
| Timothy Williams | Secretary |
| Reginald A. Spinello | Member |
| William H. Rockensies | Member |
| Raymond Pinto | Member |
| Victor LaGreca | Member |

THE FOLLOWING PERSONS WERE ALSO 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 - 60 was offered by Timothy Williams, seconded by Richard Kessel:

Resolution No. 2022-60

RESOLUTION OF THE NASSAU COUNTY INDUSTRIAL DEVELOPMENT AGENCY
("THE AGENCY") ADDRESSING GOVERNANCE MATTERS

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 may from time to time require the services of various consultants in connection with its "projects" and/or operations, including (a) Advertising and Marketing Services; (b) Media and Public Relations Services; (c) Information Technology Services; (d) Bond/Transaction Counsel Services; (e) Real Property Appraisal Services; (f) Economic Impact Report Services; (g) Stenography Services; and (h) Title Insurance-related Services (collectively, the "Services"); and

WHEREAS, pursuant to a Governance Resolution dated May 26, 2022, the Agency therefore recently issued Requests for Statements of Qualification or Requests for Proposals (collectively, "RFPs") for these Services, having determined that while these Services require specialized skills and judgment and constitute "services of a professional nature" within the meaning and for the purposes of its Statement of Procurement Policy and Procedures; and

WHEREAS, the issuance of the RFPs was intended to identify and select qualified consultants to provide the Services; and

WHEREAS, the duties of the Agency's Finance Committee include, without limitation, its making recommendations concerning the issuance of requests for proposals for goods and services in connection with the Agency's projects, and the implementation of requests for proposals for goods and services approved by the Agency's members, including by making recommendations for the selection of qualified consultants; and

WHEREAS, presently, however, the Agency's Finance Committee is not fully constituted, and the Agency must therefore take other means to review requested responses to the RFPs, make recommendations based on said responses, and to recommend qualified consultants to the board of the Agency.

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

Section 1. The Agency hereby appoints an ad hoc committee of board of members, comprised of Richard Kessel, John Coumatos, and William H. Rockensies, to review the responses received by the Agency to the issued RFPs, and to identify and recommend to the board the selection of qualified consultants based on said responses received by the Agency.

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. This Resolution shall take effect immediately.

Adopted: June 30, 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 | VOTING | AYE |
| Timothy Williams | VOTING | AYE |
| John Coumatos | VOTING | AYE |
| Reginald A. Spinello | VOTING | AYE |
| William H. Rockensies | VOTING | AYE |
| Raymond Pinto | VOTING | AYE |
| Victor LaGreca | VOTING | AYE |

The foregoing Resolution was thereupon declared duly adopted.

STATE OF NEW YORK

) SS.:

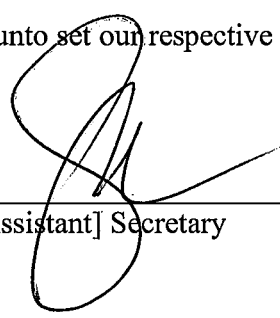
COUNTY OF NASSAU

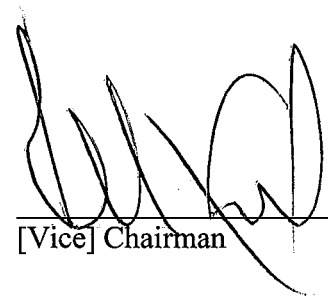
We, the undersigned [Vice] Chairman and [Assistant] Secretary of the Nassau County Industrial Development Agency (the "Agency"), do hereby certify that we have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on June 30, 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 30th day of June 2022.



[Assistant] Secretary

[Vice] Chairman

(SEAL)