

Resolution Addressing Finance 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, Legislative Chambers, 1550 Franklin Avenue, Mineola, Nassau County, New York, on March 26, 2025, at 6:57 p.m., local time.

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

PRESENT:

William H. Rockensies	Chair
John Coumatos	Treasurer
Marissa Brown	Asst. Secretary
Reginald A. Spinello	Member
Marco Troiano	Member

NOT PRESENT:

Raymond Pinto	Secretary/Asst. Treasurer
Joseph Manzella	Member

THE FOLLOWING ADDITIONAL PERSONS WERE PRESENT:

Sheldon L. Shrenkel	Chief Executive Officer/Executive Director
Anne LaMorte	Chief Financial Officer
Colleen Pereira	Administrative Director
Stephanie Alfano	Temporary Administrative Assistant
Paul O'Brien	Bond/Transaction Counsel

The attached resolution no. 2025-13 was offered by W. Rockensies, seconded by M. Brown.

RESOLUTION OF THE NASSAU COUNTY INDUSTRIAL
DEVELOPMENT AGENCY (THE "AGENCY")
APPROVING AND ADOPTING FY2024 AUDITED FINANCIAL STATEMENTS
AND CERTAIN 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 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, upon the recommendation of the Agency's Audit Committee, the Agency desires to approve and adopt certain audited financial statements as the FY2024 audited financial statements of the Agency, all in accordance with the requirements of the Public Authorities Accountability Act of 2005, as amended, and the Public Authorities Reform Act of 2009, as amended (collectively, the "PAAA"); and

WHEREAS, upon the recommendation of the Agency's Finance Committee, the Agency desires to approve and adopt a certain audit of investments as the FY2024 audit of investments of the Agency, all in accordance with the PAAA;

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

Section 1. Upon recommendation of the Agency's Audit Committee, the Agency hereby approves and adopts the audited financial statements attached hereto at Exhibit A as the FY2024 audited financial statements of the Agency. The Agency hereby authorizes the officers of the Agency to disseminate and publish the FY2024 audited financial statements in accordance with applicable law, including, without limitation, pursuant to the PAAA.

Section 2. Upon recommendation of the Agency's Finance Committee, the Agency hereby approves and adopts the audit of investments attached hereto as Exhibit B as the FY2024 audit of investments of the Agency. The Agency hereby authorizes the officers of the Agency to disseminate and publish the FY2024 audit of investments in accordance with applicable law, including, without limitation, pursuant to the PAAA.

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 Section 6.17.5 (c)(26)), and therefore no findings or determination of significance are required under SEQRA.

Section 4. This Resolution shall not preclude the Agency from adopting other or further policies relating to governance and activities of the Agency as determined from time to time by the members of the Agency.

Section 5. This Resolution shall take effect immediately and the members of the Agency hereby ratify and confirm any and all actions taken by staff of the Agency prior to the adoption of this Resolution with respect to the subject matter hereof.

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

William H. Rockensies	VOTING	Aye
John Coumatos	VOTING	Aye
Raymond Pinto	NOT PRESENT	
Reginald A. Spinello	VOTING	Aye
Marco Troiano	VOTING	Aye
Marissa Brown	VOTING	Aye
Joseph Manzella	NOT PRESENT	

The foregoing Resolution was thereupon declared duly adopted.

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


We, the undersigned [~~Vice~~] Chair 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 March 26, 2025 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; (D) there was a quorum of the members of the Agency present throughout said meeting; and (E) the meeting was recorded and the recording has been or will be posted on the public website of the Agency pursuant to the Open Meetings Law.

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 26th day of March, 2025.


[Assistant] Secretary


[~~Vice~~] Chair

(SEAL)

EXHIBIT A

FY2024 Audited Financial Statements

EXHIBIT B

FY2024 Audit of Investments

NASSAU COUNTY INDUSTRIAL
DEVELOPMENT AGENCY

(A Component Unit of the
County of Nassau, New York)

Schedule of Cash and Investments

December 31, 2024 and 2023

(With Independent Auditors' Report)

NASSAU COUNTY INDUSTRIAL DEVELOPMENT AGENCY
(A Component Unit of the County of Nassau, New York)

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INDEPENDENT AUDITORS' REPORT

The Board of Directors
Nassau County Industrial Development Agency
Mineola, New York:

Report on the Audit of the Schedule of Cash and Investments

Opinion

We have audited the schedule of cash and investments (the Schedule) of the Nassau County Industrial Development Agency (a component unit of the County of Nassau, New York) (the Agency), as of December 31, 2024, and the related notes to schedule of cash and investments.

In our opinion, the accompanying schedule of cash and investments and related notes referred to above presents fairly, in all material respects, the cash and investments of the Agency as of December 31, 2024, in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in the United States of America (GAAS) and the standards applicable to financial audits contained in Government Auditing Standards issued by the Comptroller General of the United States. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Schedule. We are required to be independent of the Agency, and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Schedule

Management is responsible for the preparation and fair presentation of the Schedule in accordance with accounting principles generally accepted in the United States of America; and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of the Schedule that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibilities for the Audit of the Schedule

Our objectives are to obtain reasonable assurance about whether the Schedule as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS and Government Auditing Standards will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the Schedule.

In performing an audit in accordance with GAAS and Government Auditing Standards, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the Schedule, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Agency's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the Schedule.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Prior Period Financial Statements

The Schedule of the Agency as of December 31, 2023 was audited by other auditors whose report on March 27, 2024, expressed an unmodified opinion on the Schedule.

Other Reporting Required by Government Auditing Standards

In accordance with Government Auditing Standards, we have also issued our report dated March 26, 2025 on our consideration of the Agency's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters with respect to the Schedule. The purpose of that report is solely to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Agency's internal control over financial

reporting or on compliance. That report is an integral part of audit performed in accordance with Government Auditing Standards in considering the Agency's internal control over financial reporting and compliance with respect to the Schedule.

EFPR Group, CPAs, PLLC

Williamsville, New York
March 26, 2025

NASSAU COUNTY INDUSTRIAL DEVELOPMENT AGENCY
(A Component Unit of the County of Nassau, New York)

Schedule of Cash and Investments

December 31, 2024 and 2023

	<u>2024</u>	<u>2023</u>
Cash and cash equivalents	\$ <u>2,840,041</u>	<u>3,440,035</u>

See accompanying notes to schedule of cash and investments.

NASSAU COUNTY INDUSTRIAL DEVELOPMENT AGENCY
(A Component Unit of the County of Nassau, New York)

Notes to Schedule of Cash and Investments

December 31, 2024 and 2023

(1) Organization

The Nassau County Industrial Development Agency (the Agency) was created as a New York State public benefit corporation. The Agency was established on August 6, 1976, by Code Section 922, which became Chapter 674 of the Laws of 1975 (the Enabling Act). The purpose of the Agency is to serve as a core resource for new and existing private firms and companies within the County of Nassau, New York (the County), to support the growth, expansion and ongoing operations of such organizations that allow the community to thrive by issuing taxable and tax-exempt revenue bonds that provide financial assistance using only non-taxpayer dollars.

The Agency provides businesses with the following incentives:

- Federally tax-exempt and taxable revenue bonds or refinance of existing bonds.
- Property tax abatement and exemptions.
- Sales tax exemptions for construction materials and equipment.
- Mortgage recording tax exemptions.
- Links organizations to applicable loans.
- Explore expansion opportunities.
- Connect organizations to workforce training.

(2) Summary of Significant Accounting Policies

Cash, Cash Equivalents and Investments

For purposes of reporting the schedule of cash and investments, cash equivalents are defined as short-term highly liquid investments including money markets.

The Agency does not have any investments at December 31, 2024 or 2023.

(3) Cash, Cash Equivalents and Investments

Cash and cash equivalents consist of funds deposited in demand accounts and money market with original maturities of less than three months.

The Agency's investments are governed by a formal investment policy. The Agency's monies must be deposited in Federal Deposit Insurance Corporation (FDIC)-insured commercial banks or trust companies located within the State of New York (the State). The Agency is authorized to use certificates of deposit and money market deposit accounts. Permissible investments include certificates of deposit, obligations of the United States, obligations of the State, repurchase agreements, and obligations of agencies of the federal government where principal and interest are guaranteed by the United States.

NASSAU COUNTY INDUSTRIAL DEVELOPMENT AGENCY
(A Component Unit of the County of Nassau, New York)
Notes to Schedule of Cash and Investments, Continued

(3) Cash, Cash Equivalents and Investments, Continued

Collateral is required for demand deposit accounts and time deposit at 102% of all deposits not covered by federal deposit insurance. Obligations that may be pledged as collateral include obligations of the United States and its agencies and obligations of the State and its municipalities and school districts. The Agency's collateral agreements are based on the Agency's available balance.

Custodial Credit Risk - Deposits/Investments - Custodial credit risk for deposits exists when, in the event of the failure of a depository financial institution, a government may be unable to recover deposits or recover collateral securities that are in possession of an outside agency. Custodial credit risk for investments exists when, in the event of the failure of the counterparty, a government will not be able to recover the value of its investments or collateral securities that are in possession of an outside party.

Deposits are required to be disclosed as exposed to custodial risk if they are not covered by depository insurance, and the deposits are either:

- (A) Uncollateralized,
- (B) Collateralized with securities held by the pledging financial institution, or
- (C) Collateralized with securities held with by the pledging financial institution's trust department or agent, but not in the Agency's name.

At December 31, 2024, the carrying amount of the Agency's cash and cash equivalents totaled \$2,839,968, excluding petty cash of \$73. The bank balances totaled \$2,889,755, of which, \$429,445 was covered by FDIC and \$2,460,310 was collateralized by the Agency's agent, a third party financial institution. At December 31, 2023, the carrying amount of the Agency's cash and cash equivalents, excluding petty cash \$140, totaled \$3,439,895.

(4) Recapture of Benefits Payments

The Agency is empowered by its enabling legislation to grant various benefits in connection with qualifying projects it agrees to help finance, including granting exemptions from the imposition of sales and use taxes on purchases of materials and equipment for use in connection with a project. However, it is the policy of the Agency to grant benefits with respect to a qualifying project only in return for a commitment from the business receiving the Agency benefits to operate and maintain the project for a minimum of five to thirty years. Failure to do so results in financial penalties being imposed on the business in the form of a required recapture of benefits payment, the severity of which is dependent upon the length of time the project is, in fact, operated and maintained pursuant to the applicable project financing documentation.

NASSAU COUNTY INDUSTRIAL DEVELOPMENT AGENCY
(A Component Unit of the County of Nassau, New York)
Notes to Schedule of Cash and Investments, Continued

(4) Recapture of Benefits Payments, Continued

As required under the 2013 Budget Law, effective beginning in March 2013, the Agency remits any applicable sales and use taxes recaptured to New York State and other designated tax jurisdictions, including any real property tax and mortgage recording tax benefits recaptured. The Agency has imposed one recapture for the year ended December 31, 2024, in the amount of \$239,073, which was not yet received at year end. Upon receipt, the recapture will be paid to other governments. The Agency imposed two recaptures for the year ended December 31, 2023, in the amount of \$1,355,752, of which \$920,425 was paid to NYS Department of Taxation and \$435,327 was paid to the County.

REPORT ON INTERNAL CONTROL OVER FINANCIAL
REPORTING AND ON COMPLIANCE AND OTHER
MATTERS BASED ON AN AUDIT OF THE SCHEDULE OF
CASH AND INVESTMENTS PERFORMED IN ACCORDANCE
WITH GOVERNMENT AUDITING STANDARDS

The Board of Directors
Nassau County Industrial Development Agency
Mineola, New York:

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in Government Auditing Standards, issued by the Comptroller General of the United States, the schedule of cash and investments (the Schedule) of the Nassau County Industrial Development Agency (a component unit of the County of Nassau, New York) (the Agency) as of December 31, 2024 and the related notes to the schedule of cash and investments, and have issued our report thereon dated March 26, 2025.

Report on Internal Control Over Financial Reporting

In planning and performing our audit of the Schedule, we considered the Agency's internal control over financial reporting (internal control) as a basis for designing audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the Schedule, but not for the purpose of expressing an opinion on the effectiveness of the Agency's internal control. Accordingly, we do not express an opinion on the effectiveness of the Agency's internal control.

A deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A material weakness is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the Agency's Schedule will not be prevented, or detected and corrected, on a timely basis. A significant deficiency is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses or significant deficiencies may exist that were not identified.

Report on Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Agency's Schedule is free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, investment policies established by the Agency and the New York State Comptroller investment guideline requirements as presented in Section 201.3(c) of the Accounting, Reporting and Supervision Requirements for Public Authorities, noncompliance with which could have a direct and material effect on the Schedule. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under Government Auditing Standards.

Purpose of This Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Agency's internal control or on compliance. This report is an integral part of an audit performed in accordance with Government Auditing Standards in considering the Agency's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

EFPR Group, CPAs, PLLC

Williamsville, New York
March 26, 2025