



BOARD OF DIRECTORS **SPECIAL** MEETING
Minutes of September 10, 2024

The board of directors of the City of Newburgh IDA met on Tuesday September 10 at 6:10 pm on 83 Broadway 3rd Floor, Newburgh NY 12550.

Present:

Board Members: Marlon Ramos, Chairman
Gregory Nato, Secretary
Adam Pollick, Treasurer
Christina Amato, Vice Chair

Staff: Cherisse Vickers, Executive Director
Adriana Huaynalaya, Financial Administrator

Counsel: Robert J. McLaughlin, Esq., Whiteman Osterman & Hanna

Guests: None

1. **Roll Call:** Marlon Ramos, Chairman called the meeting to order at 6:10 pm. A quorum was met.

2. **Proof of Meeting Notice:** Marlon Ramos, Chairman. Notice Sent and Accepted.

3. **New Business:**

Resolution #2024-09-10-01 Authorizing the Executive Director to Approve Certain Agency Payments to Existing Vendors and Contractors

The Agency has determined that in order to maintain the services of the Existing Vendor(s), the Executive Director should be authorized to pay invoices submitted by an Existing Vendor in the normal course of its respective contract with the Agency, provided the actual payment checks are executed in accordance with the Agency's financial policies.

Ms. Amato: Motion to approve
Mr. Ramos: Motion seconded

A roll call was taken for the vote.

Mr. Ramos: Yes

Ms. Amato: Yes

Mr. Pollick: Yes

Mr. Nato: Yes

VOTE: Unanimously passed

Resolution #2024-09-10-02 Renewal of a Certain Existing Cell Tower Lease

The term of the Sublease expires on September 9, 2024 (the “Sublease Termination Date”); and the members of the Agency have determined that it is in the best interest of the Agency to extend the term of the Sublease Agreement.

Mr. Nato: Motion to approve

Ms. Amato: Motion seconded

A roll call was taken for the vote.

Mr. Ramos: Yes

Ms. Amato: Yes

Mr. Pollick: Yes

Mr. Nato: Yes

VOTE: Unanimously passed

Resolution #2024-09-10-03 Renewal of CD with Lakeland Bank Nunc Pro Tunc

The Agency maintains a certificate of deposit account (“CD Account”) with Lakeland Bank which matured on or about July 19, 2024; and the Agency renewed the CD Account with Lakeland Bank at maturity.

Ms. Amato: Motion to approve

Mr. Nato: Motion seconded

A roll call was taken for the vote.

Mr. Ramos: Yes

Ms. Amato: Yes

Mr. Pollick: Yes

Mr. Nato: Yes

VOTE: Unanimously passed

Resolution #2024-09-10-04 Authorizing the Issuance of a Request For Proposals

The Agency has determined a need for information regarding the current commercial business and employment opportunities available to the residents of the City of Newburgh; and the Agency now desires to issue a Request for Proposal (the “RFP”) seeking proposals from qualified consultants to determine the commercial business and employments needs and opportunities in the City of Newburgh.

Mr. Nato: Motion to approve

Ms. Amato: Motion seconded

A roll call was taken for the vote.

Mr. Ramos: Yes

Ms. Amato: Yes

Mr. Pollick: Yes

Mr. Nato: Yes

VOTE: Unanimously passed

Resolution #2024-09-10-06 2024 Appointments September 2024

Upon the resignation of one member of the current Board, the Board will have no authority to make appointments under the Public Authorities Law until additional members are appointed. The Agency hereby appoints the following members to the following positions: Christine Amato is hereby confirmed to be Vice Chair of the Agency until reappointed or replaced. Adam Pollick is hereby confirmed to be Treasurer and Vice Chair of the Agency until reappointed or replaced. Gregory Nato is hereby confirmed to be Secretary and Vice Chair of the Agency until reappointed or replaced.

Ms. Amato: Motion to approve

Mr. Pollick: Motion seconded

A roll call was taken for the vote.

Mr. Ramos: Yes

Ms. Amato: Yes

Mr. Pollick: Yes

Mr. Nato: Yes

VOTE: Unanimously passed

Motion to enter into Executive Session to discuss renewal of agency staff contracts.

Ms. Amato: Motion made

Mr. Nato: Motion seconded

Motion to exit Executive Session

Mr. Pollick: Motion made

Ms. Amato: Motion seconded

Agency staff were spoken to during Executive Session.

Resolution #2024-09-10-05 Renewal of Agency Staff Contracts

The members of the Agency have determined that it is in the best interests of the Agency to renew the terms of the Employment Agreements with Cherisse Vickers and Adriana Huaynalaya.

Mr. Pollick: Motion to approve

Ms. Amato: Motion seconded

A roll call was taken for the vote.

Mr. Ramos: Yes

Ms. Amato: Yes

Mr. Pollick: Yes

Mr. Nato: Yes

VOTE: Unanimously passed

4. **Adjournment**

A motion to adjourn was made by Mr. Nato and seconded by Ms. Amato. Unanimously passed at 7:46 pm.

CITY OF NEWBURGH
INDUSTRIAL DEVELOPMENT AGENCY

Resolution No. 2024-09-10-01

**AUTHORIZING THE EXECUTIVE DIRECTOR TO APPROVE CERTAIN AGENCY
PAYMENTS TO EXISTING VENDORS AND CONTRACTORS**

A special meeting of City of Newburgh Industrial Development Agency (the "Agency") was convened in public session at City Hall, 83 Broadway, Newburgh, New York on September 10, 2024, at 6:00 o'clock p.m., local time.

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

PRESENT:

Marlon Ramos	Chairperson
Christina Amato	Vice Chairperson
Adam Pollick	Treasurer
Gregory Nato	Secretary

ABSENT:

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Cherisse Vickers	Executive Director
Robert J. McLaughlin, Esq.	Agency Counsel

The following resolution was offered by Christina Amato, seconded by Marlon Ramos, to wit:

WHEREAS, the City of Newburgh 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" or the "Act") and Chapter 577 of the 1982 Laws of New York, as amended, constituting Section 913 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 industrial, manufacturing, warehousing, commercial, and research and recreation 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, under Section 858 of the Act, the Agency is authorized and empowered to make contracts and leases, and to execute all instruments necessary or convenient to or with any person, firm, partnership or corporation, either public or private; and

WHEREAS, in accordance with the Agency's Procurement Policy, the Agency has, from time to time, solicited bids from, or otherwise engaged vendors and contractors for procured services of for the benefit of the Agency (each, an "Existing Vendor"); and

WHEREAS, due to a reduced number of members of the Agency, it has become difficult to timely pay the invoices of the Existing Vendor on a monthly basis; and

WHEREAS, the Agency has determined that in order to maintain the services of the Existing Vendor(s), the Executive Director should be authorized to pay invoices submitted by an Existing Vendor in the normal course of its respective contract with the Agency, provided the actual payment checks are executed in accordance with the Agency's financial policies.

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

Section 1. The Agency hereby authorizes the Agency's Executive Director to approve, on a month-to-month basis, up to a cumulative total of Twenty-Five Thousand Dollars (\$25,000.00) payment of an invoice submitted by any Existing Vendor of the Agency as of the date of this Resolution, for work performed pursuant to an existing contract or in the ordinary course of the vendor's business and directed by the Agency.

Section 2. The Chairperson and the Executive Director of the Agency are each hereby authorized to take all reasonable actions necessary to implement the provisions hereof.

Section 3. The authorized amount (\$25,000.00) is a cumulative total for all Existing Vendors submitting an invoice for any calendar month in which a meeting of the Agency does not occur. The total of all Existing Vendor payments in any one calendar month cannot exceed the authorized amount.

Section 3. This Resolution shall take effect immediately.

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

Marlon Ramos	VOTING	<u>YES</u>
Christina Amato	VOTING	<u>YES</u>
Adam Pollick	VOTING	<u>YES</u>
Gregory Nato	VOTING	<u>YES</u>

The foregoing resolution was thereupon declared duly adopted.

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

I, the undersigned Secretary of City of Newburgh Industrial Development Agency (the "Agency"), do hereby certify that I have compared the foregoing extract of the minutes of the meeting of the members of the Agency held on September 10, 2024 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of the whole of said original so far as the same relates to the subject matters therein referred to.

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

I FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

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

Secretary

(SEAL)

CITY OF NEWBURGH
INDUSTRIAL DEVELOPMENT AGENCY

Resolution No. 2024-09-10-02

RESOLUTION AUTHORIZING THE AGENCY
TO ENTER INTO A RENEWAL OF A LEASE AGREEMENT

A special meeting of City of Newburgh Industrial Development Agency (the "Agency") was convened in public session at City Hall, 83 Broadway, Newburgh, New York on September 10, 2024, at 6:00 o'clock p.m., local time.

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

PRESENT:

Marlon Ramos
Christina Amato
Adam Pollick
Gregory Nato

Chairperson
Vice Chairperson
Treasurer
Secretary

ABSENT:

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Cherisse Vickers
Robert J. McLaughlin, Esq.

Executive Director
Agency Counsel

The following resolution was offered by Gregory Nato, seconded by Christina Amato, to wit:

WHEREAS, the City of Newburgh 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" or the "Act") and Chapter 577 of the 1982 Laws of New York, as amended, constituting Section 913 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 industrial, manufacturing, warehousing, commercial, and research and recreation 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, under Section 858(9) of the Act, the Agency is authorized and empowered to make contracts and leases, and to execute all instruments necessary or convenient to or with any person, firm, partnership or corporation, either public or private; and

WHEREAS, the Agency, as tenant, entered into a lease agreement dated December 31, 1997 (the "City Lease") with the City of Newburgh, as landlord and owner of that certain real property in the City of Newburgh, Orange County, State of New York, shown on the City of Newburgh Tax Maps as Section 50, Block 1, Lot 5, also being Lot No. 1 as shown on a map entitled "City of Newburgh Industrial Development Agency Final Plan Minor Subdivision", said map having been filed in the Orange County Clerk's Office on September 27, 1996 as Map No. 201-96 (the "Property"); and

WHEREAS, the Agency entered into a sublease, as amended, for the Property with Orange County-Poughkeepsie MSA Limited Partnership, a Delaware limited partnership ("ORP"), as subtenant, on or about February 1999 (the "Sublease"); and

WHEREAS, ORP, as the subtenant, constructed, or caused the construction of, a cell tower for use by the City and others; and

WHEREAS, pursuant to that certain assignment and assumption agreement dated December 6, 1999, by and between ORP and Crown Atlantic Company LLC, a Delaware limited liability company ("Crown Castle"), ORP assigned to Crown Castle all of its right, title and interest in and to the Sublease and the Property.

WHEREAS, the term of the Sublease expires on September 9, 2024 (the "Sublease Termination Date"); and

WHEREAS, the members of the Agency have determined that is it in the best interest of the Agency to extend the term of the Sublease Agreement.

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

Section 1. The Agency hereby approves the extension of the Sublease agreement for a renewal term of twenty (20) years subject to the following terms and conditions: the Sublease shall be subject to early termination by the landlord or any successor upon one year's written notice at the expiration of each five (5) year period of the twenty (20) year term; within sixty days of the execution of the extension of the Sublease, the subtenant shall pay to the Agency a renewal fee of \$20,000; all equipment utilized by the City of Newburgh on the cell tower shall continue to be provided free of charge; such other and further terms as the Executive Director and Agency Counsel deem advisable.

Section 2. The Chairperson or the Executive Director of the Agency is hereby authorized, on behalf of the Agency, to execute and deliver the extension of the Sublease.

Section 3. The Chairperson and the Executive Director of the Agency are each hereby authorized to take all reasonable actions necessary to implement the provisions hereof.

Section 4. This Resolution shall take effect immediately.

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

Marlon Ramos	VOTING	<u>YES</u>
Christina Amato	VOTING	<u>YES</u>
Adam Pollick	VOTING	<u>YES</u>
Gregory Nato	VOTING	<u>YES</u>

The foregoing resolution was thereupon declared duly adopted.

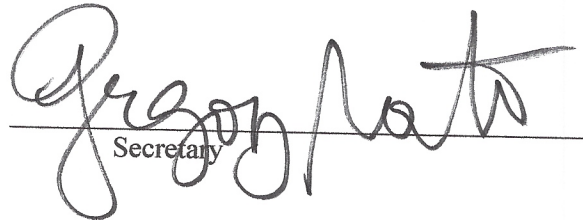
STATE OF NEW YORK)
) SS.:
COUNTY OF ORANGE)

I, the undersigned Secretary of City of Newburgh Industrial Development Agency (the "Agency"), do hereby certify that I have compared the foregoing extract of the minutes of the meeting of the members of the Agency held on September 10, 2024 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of the whole of said original so far as the same relates to the subject matters therein referred to.

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

I FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

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


Secretary

(SEAL)

CITY OF NEWBURGH
INDUSTRIAL DEVELOPMENT AGENCY

Resolution No. 2024-09-10-03

**RESOLUTION AUTHORIZING
RENEWAL OF CERTIFICATE OF DEPOSIT
WITH LAKE LAND BANK, NUNC PRO TUNC**

A special meeting of City of Newburgh Industrial Development Agency (the "Agency") was convened in public session at City Hall, 83 Broadway, Newburgh, New York on September 10, 2024, at 6:00 o'clock p.m., local time.

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

PRESENT:

Marlon Ramos	Chairperson
Christina Amato	Vice Chairperson
Adam Pollick	Treasurer
Gregory Nato	Secretary

ABSENT:

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Cherisse Vickers	Executive Director
Robert J. McLaughlin, Esq.	Agency Counsel

The following resolution was offered by Christine Amato, seconded by Gregory Nato, to wit:

WHEREAS, the City of Newburgh 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" or the "Act") and Chapter 577 of the 1982 Laws of New York, as amended, constituting Section 913 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 industrial, manufacturing, warehousing, commercial, and research and recreation 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, Section 858 of the New York General Municipal Law authorizes the Agency to designate the depositories of its money either within or without the state; and

WHEREAS, on or about September of 2023, the Agency approved the appointment of Lakeland Bank for some of its commercial banking services; and

WHEREAS, the Agency maintains a certificate of deposit account (“CD Account”) with Lakeland Bank which matured on or about July 19, 2024; and

WHEREAS, the Agency renewed the CD Account with Lakeland Bank at maturity.

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

Section 1. The Agency hereby approves the renewal of the CD Account with Lakeland Bank, nunc pro tunc to July 19, 2024.

Section 2. The Chairperson or Executive Director is hereby authorized to take all reasonable actions necessary to implement the provisions thereof.

Section 3. This Resolution shall become effective upon the date so adopted.

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

Marlon Ramos	VOTING	<u>YES</u>
Christina Amato	VOTING	<u>YES</u>
Adam Pollick	VOTING	<u>YES</u>
Gregory Nato	VOTING	<u>YES</u>

The foregoing resolution was thereupon declared duly adopted this 10th day of September, 2024, nunc pro tunc to the 19th day of July 2024.

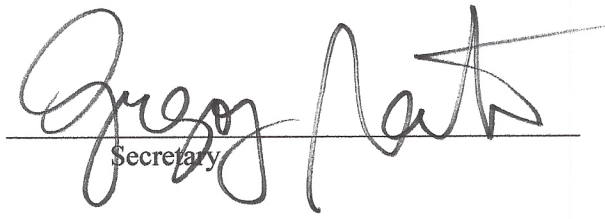
STATE OF NEW YORK)
) SS.:
COUNTY OF ORANGE)

I, the undersigned Secretary of City of Newburgh Industrial Development Agency (the “Agency”), do hereby certify that I have compared the foregoing extract of the minutes of the meeting of the members of the Agency held on September 10, 2024 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of the whole of said original so far as the same relates to the subject matters therein referred to.

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

I FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

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


Secretary

(SEAL)

CITY OF NEWBURGH
INDUSTRIAL DEVELOPMENT AGENCY

Resolution No. 2024-09-10-04

RESOLUTION AUTHORIZING THE AGENCY
TO ISSUE A REQUEST FOR PROPOSAL

A special meeting of City of Newburgh Industrial Development Agency (the “Agency”) was convened in public session at City Hall, 83 Broadway, Newburgh, New York on September 10, 2024, at 6:00 o'clock p.m., local time.

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

PRESENT:

Marlon Ramos	Chairperson
Christina Amato	First Vice Chairperson
Adam Pollick	Treasurer
Gregory Nato	Secretary

ABSENT:

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Cherisse Vickers	Executive Director
Robert J. McLaughlin, Esq.	Agency Counsel

The following resolution was offered by Gregory Nato, seconded by Christine Amato, to wit:

WHEREAS, the City of Newburgh 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” or the “Act”) and Chapter 577 of the 1982 Laws of New York, as amended, constituting Section 913 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 industrial, manufacturing, warehousing, commercial, and research and recreation 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, Section 858 of the New York General Municipal Law authorizes the Agency to enter into certain contracts in furtherance of its general purposes; and

WHEREAS, the mission of the Agency is to help attract and contribute to: the City of Newburgh's job opportunities, a diverse and net positive tax base to provide long term economic prosperity and sustainability, and advance the general welfare and standard of living for the city and its residents through the promotion, development, encouragement and assistance of commercial, technology, tourism initiatives, recreational facilities, warehousing, manufacturing and industrial facilities, utilizing Green practices and adaptive re-use where available; and

WHEREAS, the Agency has determined a need for information regarding the current commercial business and employment opportunities available to the residents of the City of Newburgh; and

WHEREAS, the Agency now desires to issue a Request for Proposal (the "RFP") seeking proposals from qualified consultants to determine the commercial business and employments needs and opportunities in the City of Newburgh.

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

Section 1. The Agency hereby approves and issues the Request for Proposals from qualified consultants to determine the commercial business and employments needs and opportunities in the City of Newburgh in a form to be developed by the Executive Director and approved by the Finance Committee.

Section 2. The Chairperson or Vice Chairperson is hereby authorized to take all reasonable actions necessary to implement the provisions hereof.

Section 3. This Resolution shall take effect immediately.

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

Marlon Ramos	VOTING	<u>YES</u>
Christina Amato	VOTING	<u>YES</u>
Adam Pollick	VOTING	<u>YES</u>
Gregory Nato	VOTING	<u>YES</u>

The foregoing resolution was thereupon declared duly adopted.

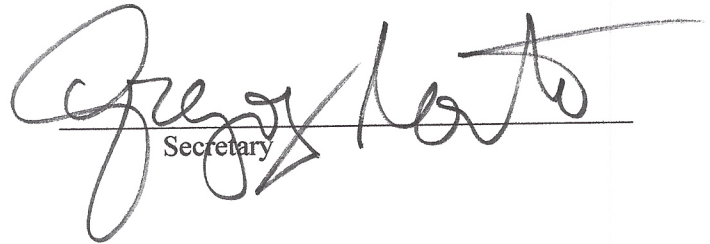
STATE OF NEW YORK)
) SS.:
COUNTY OF ORANGE)

I, the undersigned Secretary of City of Newburgh Industrial Development Agency (the "Agency"), do hereby certify that I have compared the foregoing extract of the minutes of the meeting of the members of the Agency held on September 10, 2024 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of the whole of said original so far as the same relates to the subject matters therein referred to.

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

I FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

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


Secretary

(SEAL)

CITY OF NEWBURGH
INDUSTRIAL DEVELOPMENT AGENCY

Resolution No. 2024-09-10-05

**RESOLUTION AUTHORIZING THE RENEWAL OF
EMPLOYMENT AGREEMENTS
WITH AGENCY STAFF**

A special meeting of City of Newburgh Industrial Development Agency (the "Agency") was convened in public session at City Hall, 83 Broadway, Newburgh, New York on September 10, 2024 at 6:00 o'clock p.m., local time.

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

PRESENT:

Marlon Ramos	Chairperson
Christina Amato	Vice Chairperson
Adam Pollick	Treasurer
Gregory Nato	Secretary

ABSENT:

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Cherisse Vickers	Executive Director
Robert J. McLaughlin, Esq.	Agency Counsel

The following resolution was offered by Adam Pollick, seconded by Christine Amato, to wit:

WHEREAS, the City of Newburgh 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" or the "Act") and Chapter 577 of the 1982 Laws of New York, as amended, constituting Section 913 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 industrial, manufacturing, warehousing, commercial, and research and recreation 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, under Section 858(7) of the Act, the Agency is authorized and empowered to appoint officers, agents and employees, to prescribe their qualifications and to fix their compensation and to pay the same out of funds of the Agency; and

WHEREAS, the Agency previously authorized entering an at will employment agreement with Cherisse Vickers as the full-time Executive Director (“Executive Director Employment Agreement”) and to provide, among other things, the salary and benefits to the Executive Director; and

WHEREAS, the Agency previously authorized entering an at will employment agreement with Adriana Huaynalaya as the Financial Administrator (the “Financial Administrator Employment Agreement” and, together with the Executive Director Employment Agreement, hereinafter, collectively referred to as the “Employment Agreements”) and to provide, among other things, the wages and benefits to the Financial Administrator; and

WHEREAS, the term of the Employment Agreements has or is set to expire; and

WHEREAS, the members of the Agency have determined that Cherisse Vickers and Adriana Huaynalaya have satisfactorily fulfilled the duties and responsibilities of the Executive Director and Financial Administrator, respectively, as set forth in their respective Employment Agreements; and

WHEREAS, the members of the Agency have determined that it is in the best interests of the Agency to renew the terms of the Employment Agreements with Cherisse Vickers and Adriana Huaynalaya.

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

Section 1. The Agency hereby approves the renewal of the Employment Agreements with, respectively, Cherisse Vickers, as Executive Director, and Adriana Huaynalaya, as Financial Director, under the terms set forth therein.

Section 2. The Chairperson or Vice Chairperson is hereby authorized to execute the Employment Agreements and take all reasonable actions necessary to implement the provisions thereof.

Section 3. This Resolution shall take effect immediately.

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

Marlon Ramos	VOTING	<u>YES</u>
Christina Amato	VOTING	<u>YES</u>
Gregory Nato	VOTING	<u>YES</u>
Adam Pollick	VOTING	<u>YES</u>

The foregoing resolution was thereupon declared duly adopted.

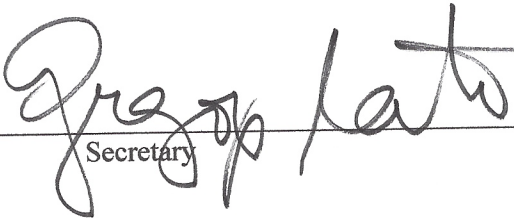
STATE OF NEW YORK)
) SS.:
COUNTY OF ORANGE)

I, the undersigned Secretary of City of Newburgh Industrial Development Agency (the “Agency”), do hereby certify that I have compared the foregoing extract of the minutes of the meeting of the members of the Agency held on September 10, 2024 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of the whole of said original so far as the same relates to the subject matters therein referred to.

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

I FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed, or rescinded.

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


Secretary

(SEAL)

CITY OF NEWBURGH
INDUSTRIAL DEVELOPMENT AGENCY

Resolution No. 2024-09-10-06

A special meeting of City of Newburgh Industrial Development Agency (the “Agency”) was convened in public session at City Hall, 83 Broadway, Newburgh, New York on September 10, 2024, at 6:00 o'clock p.m., local time.

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

PRESENT:

Marlon Ramos	Chairperson
Christina Amato	Vice Chairperson
Adam Pollick	Treasurer
Gregory Nato	Secretary

ABSENT:

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Cherisse Vickers	Executive Director
Robert J. McLaughlin, Esq.	Agency Counsel

The following resolution was offered by Christine Amato, seconded by Adam Pollick, to wit:

WHEREAS, the City of Newburgh 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” or the “Act”) and Chapter 577 of the 1982 Laws of New York, as amended, constituting Section 913 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 industrial, manufacturing, warehousing, commercial, and research and recreation 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, under Section 858 of the Act, the Agency has the power to make certain appointments and approve certain administrative matters; and

WHEREAS, under Section 856 of the Act, the members of the Agency shall elect the officers of the Agency; and

WHEREAS, upon the resignation of one member of the current Board, the Board will have no authority to make appointments under the Public Authorities Law until additional members are appointed.

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

Section 1. The Agency hereby appoints the following members to the following positions:

(A) Christine Amato is hereby confirmed to be Vice Chair of the Agency until reappointed or replaced.

(B) Adam Pollick is hereby confirmed to be Treasurer and Vice Chair of the Agency until reappointed or replaced.

(C) Gregory Nato is hereby confirmed to be Secretary and Vice Chair of the Agency until reappointed or replaced.

Section 2. This Resolution shall take effect immediately.

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

Marlon Ramos	VOTING	<u>YES</u>
Christina Amato	VOTING	<u>YES</u>
Adam Pollick	VOTING	<u>YES</u>
Gregory Nato	VOTING	<u>YES</u>

The foregoing resolution was thereupon declared duly adopted.

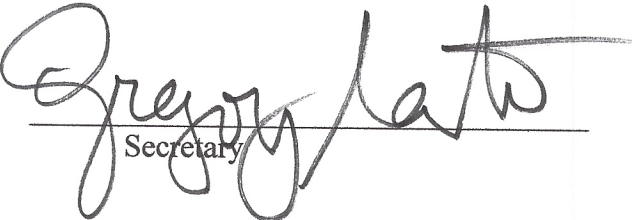
STATE OF NEW YORK)
) SS.:
COUNTY OF ORANGE)

I, the undersigned Secretary of City of Newburgh Industrial Development Agency (the "Agency"), do hereby certify that I have compared the foregoing extract of the minutes of the meeting of the members of the Agency held on September 10, 2024 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of the whole of said original so far as the same relates to the subject matters therein referred to.

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

I FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

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


Secretary

(SEAL)