

AGENDA

November 15, 2023

1. Call to Order.
2. Roll Call
3. Pledge of Allegiance
4. **Resolution # 1**

Resolution to accept the minutes from the October 18, 2023, IDA/IDC Board meeting.

5. **Resolution # 2**

Preliminary Inducement Resolution of the Town of Babylon Industrial Development Agency relating to the granting of Preliminary approval to D & F Development Group, LLC in connection with the potential grant of certain financial assistance.

6. **Resolution # 3**

Resolution authorizing an amendment to project documents relating to the West Babylon Gardens, LLC project to extend the required completion date and the sales tax exemption.

7. **Resolution # 4**

Resolution authorizing an amendment to project documents relating to the Life Storage LP f/k/a Sovran Acquisition of Life Storage LP f/k/a Sovran Acquisition limited partnership by Extra Space Storage, Inc. and certain other matters related to the foregoing.

8. **Resolution # 5**

Resolution authorizing an amendment to the authorizing resolution relating to the 550 Smith Street LLC, 480 Smith St LLC, Vogue Holding LLC and Vogue Group, Inc. Project to increase the maximum company sales tax savings amount.

9. **Resolution # 6**

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Resolution awarding a contract to B & L PC solutions, Inc. for three computer workstations and continuing cybersecurity and software services procured pursuant to the Town of Babylon Industrial Development Agency Policies.

10. Chief Executive Officer's report

11. Old Business

12. New Business

13. Adjournment

BABYLON INDUSTRIAL DEVELOPMENT AGENCY

IDA/IDC MEETING MINUTES

October 18, 2023

Present: Tom Gaulrapp, Chairman
Justin Belkin, Vice Chairman
Paulette LaBorne, Secretary
Marcus Duffin
Rosemarie Dearing
William Bogardt
William Celona
Vincent Piccoli

Absent: William Celona
Carol Quirk

Also Present: Thomas Dolan, TOBIDA Chief Executive Officer
Frank Dolan, TOBIDA Chief Operations Officer
Gregory Heilbrunn, Special Projects Manager
Alyson McDonough, Executive Assistant
William Wexler, Agency Counsel
Joseph Ninomiya, LDCII Chief Executive Officer
Antonio Martinez, TOB Deputy Supervisor

A quorum being present, the meeting was called to order at 8:20 A.M.

A motion was made by Paulette LaBorne and seconded by William Bogardt in favor of a resolution to accept the minutes from the September 20, 2023, IDA/IDC Board meeting. All in favor, motion carries.

A motion was made by Marcus Duffin and seconded by Rosemarie Dearing in favor of a Preliminary inducement resolution of the Town of Babylon Industrial Development Agency relating to the granting of preliminary approval to Visual Citi, Inc. and Kiyan Hasan LLC in connection with the potential grant of certain financial assistance. All in favor, motion carries.

A motion was made by Justin Belkin and seconded by Paulette LaBorne in favor of a resolution adopting the amendment to the Sexual Harassment Policy. All in favor, motion carries.

A motion was made by Rosemarie Dearing and seconded by Paulette LaBorne in favor of a resolution approving the 2024 Budget. All in favor, motion carries.

CEO Report

Mr. Dolan thanked the board members for their support during the year and especially thanked the Agency's CFO, Susan Hatalski, for putting together the budget for the Board. Mr. Dolan also explained why the meeting was held in the conference room rather than upstairs, which was due to the Town's model train exhibit being set up. Mr. Dolan expects the train exhibit to take up the space until the end of the year, and ended his report by suggesting future meetings be held at Town Hall.

Old Business

No old business.

New Business

No new business.

A motion was made by William Bogardt and seconded by Paulette LaBorne to adjourn the meeting. All in favor, motion carries.

PRELIMINARY INDUCEMENT RESOLUTION DATED NOVEMBER 15, 2023

**PRELIMINARY INDUCEMENT RESOLUTION OF THE TOWN
OF BABYLON INDUSTRIAL DEVELOPMENT AGENCY
RELATING TO THE GRANTING OF PRELIMINARY
APPROVAL TO D & F DEVELOPMENT GROUP, LLC IN
CONNECTION WITH THE POTENTIAL GRANT OF CERTAIN
FINANCIAL ASSISTANCE**

WHEREAS, representatives of D & F Development Group, LLC (the “Applicant”) or any real estate holding entity formed by the principles of the Company (the “Owner”) have preliminarily informed officials of the Agency about, and have expressed the desire to enter into negotiations with, officials of the Agency with respect to a project (the “Project”) consisting of the (i) acquisition and demolition of an approximately 8,000 square foot existing building, (ii) the clearing of approximately 40,000 square feet of land thereon and (iii) the construction and equipping thereon of an 81 unit approximately 82,500 square foot 100% affordable commercial multi-family rental housing facility to be located on that certain approximately .92 acre lot, piece or parcel of land generally known as 309 Merritt Avenue & 23 North 16th Street, in Wyandanch, New York 11798 (the “Facility”), all for use by the Applicant in its commercial residential multi-family rental housing business; and

WHEREAS, the Applicant submitted a preliminary Project Application (the “Project Application”) to the Agency to initiate the accomplishment of the above; and

WHEREAS, pursuant to the Project Application, representatives of the Applicant have indicated that the Project and the Facility will result in the creation of additional affordable residential rental housing within the Town of Babylon; and

WHEREAS, based upon further review of the Project Application, the Agency intends to determine whether financial assistance shall be provided by the Agency in order to induce the Applicant and Owner to proceed with the proposed Project; and

WHEREAS, the Applicant and Owner are obtaining and compiling all information necessary to allow the Agency to make such determination;

NOW, THEREFORE, BE IT RESOLVED by the Agency as follows:

Section 1. The proposed Project and the Facility would, if approved by the Agency, be in furtherance of the policy of fostering economic development in the Town in accordance with the Article 18-A and Section 907-a of the General Municipal Law of the State of New York.

Section 2. The officers of the Agency and other appropriate officials of the Agency and its agents and employees are hereby authorized and directed to take whatever steps may be necessary to implement the provision of this resolution including compiling and reviewing requisite information to determine whether financial assistance shall be provided by the Agency for the proposed Project.

Section 3. Nothing herein shall be construed as committing the Agency to undertake or approve the Project or to provide financial assistance for the Project.

Section 4. Any expenses incurred by the Agency with respect to the proposed Project shall be paid by the Applicant. The Applicant will agree to pay such expenses and further will agree to indemnify the Agency, its members, directors, employees and agents and hold the Agency and such persons harmless against claims for losses, damage or injury or any expenses or damages incurred as a result of action taken by or on behalf of the Agency in good faith with respect to the proposed Project.

Section 5. This preliminary resolution shall take effect immediately.

**RESOLUTION AUTHORIZING AN AMENDMENT TO PROJECT DOCUMENTS
RELATING TO THE WEST BABYLON GARDENS, LLC PROJECT TO EXTEND THE
REQUIRED COMPLETION DATE AND THE SALES TAX EXEMPTION**

WHEREAS, pursuant to a resolution adopted on December 15, 2021 authorizing the undertaking of a Project, the Town of Babylon Industrial Development Agency (the “**Agency**”) entered into a straight lease transaction with West Babylon Gardens, LLC, a limited liability company organized and existing under the laws of the State of New York (the “**Company**”), pursuant to which the Agency granted the Company financial assistance in the form of among others, exemptions from real property taxes and state and local sales and use taxes in accordance with a Company Lease Agreement, between the Agency and the Company dated December 30, 2021 (the “**Company Lease**”) and a Lease and Project Agreement, between the Agency and the Company dated December 30, 2021 (the “**Lease Agreement**”), with respect to a project (the “**Project**”) consisting of the demolition by the Company of an approximately 23,617 square foot building located on that certain approximately 1.405 acre lot, piece or parcel of land generally known as 266-270 Farmingdale Road (Route 109), West Babylon, New York 11704, followed-by the acquisition, construction and equipping thereon of twenty-eight (28) commercial residential units for lease to the public and the acquisition and installation therein of certain equipment, furnishings and personal property (the “**Facility**”) of which six (6) units will be Affordable Workforce Housing units, consisting of a twenty percent (20%) Affordable Workforce Housing component in accordance with New York General Municipal Law Section 699-b; and

WHEREAS, pursuant to Section 3.6 of the Lease Agreement, the Company agreed to complete the Project Work (as defined in the Lease Agreement) and deliver a Certificate of Occupancy with respect to the Facility no later than December 30, 2023 (the “**Required Completion Date**”); and

WHEREAS, the Company has represented that due to supply chain issues, increased construction costs and the need for asbestos abatement with respect to the construction of the Facility, the completion date of the Project Work is expected to extend past the Required Completion Date and has requested that the Agency amend the Lease Agreement in order to grant the Company an extension to the Required Completion Date and an extension of the duration of the Sales Tax Exemption with respect to the Project Work from December 30, 2023 to December 31, 2024; and

WHEREAS, the Agency and the Company desire to amend the Lease Agreement to extend the Required Completion Date and the Sales Tax Exemption pursuant to a First Amendment to Project and Lease Agreement (the “**First Amendment**”); and

WHEREAS, the Agency desires to approve the First Amendment.

NOW, THEREFORE, BE IT DETERMINED, APPROVED AND RESOLVED by the members of the Agency as follows:

Section 1. The Agency hereby approves of the form and substance of the First Amendment and any other amendments to the Lease Agreement consistent with the foregoing.

Section 1. The Agency hereby approves of the form and substance of the First Amendment and any other amendments to the Lease Agreement consistent with the foregoing.

Section 2. Thomas E. Dolan as Chief Executive Officer (“**CEO**”) or any other Authorized Representative, is hereby authorized, on behalf of the Agency, to consent to final forms of the First Amendment, any other amendments to the Lease Agreement consistent with the foregoing and any other consents, agreements or certificates consistent herewith (hereinafter collectively called the “**Amended Documents**”), all in form acceptable to the Agency upon the advice of counsel to the Agency. The execution thereof by the CEO shall constitute conclusive evidence of the approval of the Amended Documents.

The CEO or any other Authorized Representatives are further hereby authorized, on behalf of the Agency, to designate any additional authorized representatives including the Chairman, the Secretary or Assistant Secretary of the Agency, to execute any Amended Documents or certificates of the Agency authorized pursuant to this Resolution and determine the terms of the Amended Documents.

The Secretary, Assistant Secretary or Counsel to the Agency is hereby authorized to attest to the CEO’s or any other Authorized Representative’s signature on the foregoing documents and to impress or affix the seal or facsimile seal of the Agency thereto.

Section 3. The CEO, the Chairman or the Secretary and any member of the Agency (as used in this resolution, the “**Authorized Representatives**”) are hereby designated the authorized representatives of the Agency and each of them is hereby authorized and directed to cause the transactions as described herein to be undertaken and in relation thereto, to execute and deliver any and all papers, instruments, agreements, opinions, certificates, affidavits and other documents, and to do and cause to be done any and all acts and things necessary or proper for carrying out this resolution, and the Amended Documents including such changes or revisions in the forms of such documents as may be requested by counsel to the Agency.

Section 4. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Amended Documents, and to execute and deliver all such additional certificates, instruments, agreements and documents, pay all such fees, charges and expenses and to do all such further acts and things as may be necessary, or in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Amended Documents binding upon the Agency.

Section 5. All covenants, stipulations, obligations and agreements of the Agency contained in this resolution, and the Amended 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 and upon any board or body to which any powers or duties, affecting such covenants, stipulations, obligations and agreements shall be transferred by or in accordance with law. Except as otherwise provided in this resolution, all rights, powers and privileges

conferred and duties and liabilities imposed upon the Agency or the members thereof by the provisions of this resolution, and the Amended Documents shall be exercised or performed by the Agency or by such members, officers, board or body as may be required by law to exercise such powers and to perform such duties.

Section 6. No covenant, stipulation, obligation or agreement contained in this resolution, or the Amended Documents shall be deemed to be a covenant, stipulation, obligation or agreement of any member, officer, agent or employee of the Agency or the Town of Babylon in his or their individual capacity and neither the members of the Agency nor any officer shall be liable personally on the Amended Documents or be subject to any personal liability or accountability by reason of the execution thereof.

Section 7. This resolution shall take effect immediately.

**RESOLUTION AUTHORIZING AN AMENDMENT TO PROJECT DOCUMENTS
RELATING TO THE LIFE STORAGE LP F/K/A SOVRAN ACQUISITION LIMITED
PARTNERSHIP PROJECT APPROVING THE ACQUISITION OF LIFE STORAGE LP
F/K/A SOVRAN ACQUISITION LIMITED PARTNERSHIP BY EXTRA SPACE
STORAGE, INC. AND CERTAIN OTHER MATTERS RELATED TO THE
FOREGOING**

WHEREAS, pursuant to a resolution adopted on March 19, 2013 authorizing the undertaking of a Project, the Town of Babylon Industrial Development Agency (the “**Agency**”) entered into a straight lease transaction with Self Storage Partners, LLC, a New York limited liability company (“**Self Storage**”), pursuant to which the Agency and Self Storage agreed that Self Storage would receive the benefit of certain sales and use tax exemptions, if any, certain mortgage recording tax exemptions, if any, and certain real property tax exemptions in accordance with (i) the Amended and Restated Lease and Project Agreement (the “**Lindenhurst Lease Agreement**”) by and between the Agency and Self Storage, dated March 22, 2013, and (ii) the Assignment and Assumption of Lease by and among the Agency, Self Storage and Life Storage LP f/k/a Sovran Acquisition Limited Partnership, a Delaware limited partnership (“**Life Storage LP**”), pursuant to which Self Storage assigned its interest in the Lindenhurst Lease Agreement to Life Storage LP and Life Storage LP assumed the interests of Self Storage under the Lindenhurst Lease Agreement, related to a certain commercial self-storage facility (the “**Lindenhurst Facility**”) located at 101 East Hoffman Street, Lindenhurst, New York for use by Life Storage LP as a commercial self-storage facility in its commercial self-storage business (the “**March 2013 Project**”); and

WHEREAS, pursuant to a resolution adopted on August 13, 2013 authorizing the undertaking of a Project, the Agency entered into a straight lease transaction with Life Storage LP pursuant to which the Agency and Life Storage LP agreed that Life Storage LP would receive the benefit of certain sales and use tax exemptions, if any, certain mortgage recording tax exemptions, if any, and certain real property tax exemptions in accordance with (i) the Lease Agreement (the “**Deer Park Lease Agreement**”) by and between the Agency and Life Storage LP, dated August 29, 2013, related to a certain commercial self-storage facility (the “**Deer Park Facility**”) located at 715 Grand Boulevard, Deer Park, New York and (ii) the Lease Agreement (the “**Amityville Lease Agreement**”) and, together with the Lindenhurst Lease Agreement and the Deer Park Lease Agreement, the “**Lease Agreements**”) by and between the Agency and Life Storage LP, dated August 29, 2013, related to a certain commercial self-storage facility (the “**Amityville Facility**”) and, together with the Lindenhurst Facility and the Deer Park Facility, the “**Facilities**”) located at 24 Sterling Place, Amityville, New York, all for use by Life Storage LP as commercial self-storage facilities in its commercial self-storage business (the “**August 2013 Project**” and, together with the March 2013 Project, the “**Project**”); and

WHEREAS, Life Storage Holdings, Inc., a Delaware corporation and a wholly owned subsidiary of Life Storage, Inc. (“**Life Storage Inc.**”), a Maryland corporation, is the sole general partner of Life Storage LP; and

WHEREAS, on July 20, 2023, Life Storage Inc. and Extra Space Storage Inc., a Maryland corporation (“**Extra Space**”) completed a merger in which Life Storage Inc. was acquired by Extra Space (the “**Merger**”); and

WHEREAS, in connection with the Merger, the Agency and Extra Space desire to amend the Lease Agreements to substitute Extra Space or an affiliate thereof for Life Storage LP and make certain other amendments pursuant to a First Amendment to Lease Agreement for each of the Lease Agreements with respect to the Facilities (collectively, the “**First Amendments**”); and

WHEREAS, the Agency desires to approve the First Amendments.

NOW, THEREFORE, BE IT DETERMINED, APPROVED AND RESOLVED by the members of the Agency as follows:

Section 1. The Agency hereby approves of the form and substance of the First Amendments and any other amendments to the Lease Agreements consistent with the foregoing.

Section 2. Thomas E. Dolan as Chief Executive Officer (“**CEO**”) or any other Authorized Representative, is hereby authorized, on behalf of the Agency, to consent to final forms of the First Amendments, any other amendments to the Lease Agreements consistent with the foregoing and any other consents, agreements or certificates consistent herewith (hereinafter collectively called the “**Amended Documents**”), all in form acceptable to the Agency upon the advice of counsel to the Agency. The execution thereof by the CEO shall constitute conclusive evidence of the approval of the Amended Documents.

The CEO or any other Authorized Representatives are further hereby authorized, on behalf of the Agency, to designate any additional authorized representatives including the Chairman, the Secretary or Assistant Secretary of the Agency, to execute any Amended Documents or certificates of the Agency authorized pursuant to this resolution and determine the terms of the Amended Documents.

The Secretary, Assistant Secretary or Counsel to the Agency is hereby authorized to attest to the CEO’s or any other Authorized Representative’s signature on the foregoing documents and to impress or affix the seal or facsimile seal of the Agency thereto.

Section 3. The CEO, the Chairman or the Secretary and any member of the Agency (as used in this resolution, the “**Authorized Representatives**”) are hereby designated the authorized representatives of the Agency and each of them is hereby authorized and directed to cause the transactions as described herein to be undertaken and in relation thereto, to execute and deliver any and all papers, instruments, agreements, opinions, certificates, affidavits and other documents, and to do and cause to be done any and all acts and things necessary or proper for carrying out this resolution, and the Amended Documents including such changes or revisions in the forms of such documents as may be requested by counsel to the Agency.

Section 4. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Amended Documents, and to execute and deliver all such

additional certificates, instruments, agreements and documents, pay all such fees, charges and expenses and to do all such further acts and things as may be necessary, or in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Amended Documents binding upon the Agency.

Section 5. All covenants, stipulations, obligations and agreements of the Agency contained in this resolution, and the Amended 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 and upon any board or body to which any powers or duties, affecting such covenants, stipulations, obligations and agreements shall be transferred by or in accordance with law. Except as otherwise provided in this resolution, all rights, powers and privileges conferred and duties and liabilities imposed upon the Agency or the members thereof by the provisions of this resolution, and the Amended Documents shall be exercised or performed by the Agency or by such members, officers, board or body as may be required by law to exercise such powers and to perform such duties.

Section 6. No covenant, stipulation, obligation or agreement contained in this resolution, or the Amended Documents shall be deemed to be a covenant, stipulation, obligation or agreement of any member, officer, agent or employee of the Agency or the Town of Babylon in his or their individual capacity and neither the members of the Agency nor any officer shall be liable personally on the Amended Documents or be subject to any personal liability or accountability by reason of the execution thereof.

Section 7. This resolution shall take effect immediately.

**RESOLUTION AUTHORIZING AN AMENDMENT TO THE AUTHORIZING
RESOLUTION RELATING TO THE 550 SMITH STREET LLC, 480 SMITH ST LLC,
VOGUE HOLDING LLC AND VOGUE GROUP, INC. PROJECT TO INCREASE THE
MAXIMUM COMPANY SALES TAX SAVINGS AMOUNT**

WHEREAS, the Town of Babylon Industrial Development Agency (the “**Agency**”) adopted a resolution on April 26, 2023 (the “**Authorizing Resolution**”) authorizing the undertaking of a Project (the “**Project**”) consisting of (i) the renovation and equipping of an approximately 20,000 square foot manufacturing, warehouse and distribution facility to be located on that certain approximately 1 acre lot, piece or parcel of land located at 550 Smith Street in Farmingdale, New York (the “**550 Smith Street Facility**”) (ii) the acquisition, renovation and equipping of an approximately 15,000 square foot manufacturing, warehouse and distribution facility, to be located on that certain approximately 1 acre lot, piece or parcel of land located at 480 Smith Street in Farmingdale, New York (the “**480 Smith Street Facility**”) and (iii) the acquisition, construction and equipping of an approximately 40,000 square foot, manufacturing, warehouse and distribution facility, to be located on that certain approximately 2.26 acre lot, piece or parcel of land located at 2015 New Highway in Farmingdale, New York (the “**2015 New Highway Facility**” and, collectively with the 550 Smith Street Facility and the 480 Smith Street Facility, the “**Facilities**”), all for use by Vogue Group, Inc., a corporation organized and existing under the laws of the State of New York (the “**Company**”), in its business of manufacture, warehousing and distribution of fabric table covers, curtains, on-demand printed dye sublimation fabrics, fabrics for upholstery, crafts, apparel and fashion, backpacks; and

WHEREAS, the Agency entered into a straight lease transaction with 480 Smith St LLC, a limited liability company organized and existing under the laws of the State of New York (the “**480 Smith Street Owner**”), for the benefit of the Company, pursuant to which the Agency granted the Company financial assistance in the form of among others, exemptions from real property taxes and state and local sales and use taxes in accordance with a Company Lease Agreement, between the Agency and the 480 Smith Street Owner, dated May 25, 2023, and a Lease and Project Agreement, between the Agency and the 480 Smith Street Owner, dated May 25, 2023, with respect to the Project at the 480 Smith Street Facility; and

WHEREAS, Vogue Holding LLC, a limited liability company organized and existing under the laws of the State of New York or any other real estate holding entity formed by the principals of the Company (the “**2015 New Highway Owner**”), for the benefit of the Company, desires to enter into a new straight lease transaction with the Agency pursuant to which the Agency will grant the Company financial assistance in the form of among others, exemptions from real property taxes and state and local sales and use taxes in accordance with a Company Lease Agreement, between the Agency and the 2015 New Highway Owner and a Lease and Project Agreement, between the Agency and the 2015 New Highway Owner, with respect to the Project at the 2015 New Highway Facility; and

WHEREAS, pursuant to Section 2(c) of the Authorizing Resolution, the Agency granted exemption from sales and use taxes to the Company, the 480 Smith Street Owner, the 2015 New Highway Owner and 550 Smith Street LLC, a limited liability company organized and existing

under the laws of the State of New York, for an aggregate principal amount not to exceed \$207,000 or such greater amount as approved by the Agency in its sole and absolute discretion, in connection with the financing of the Project; and

WHEREAS, due to increased construction costs, the Company has requested that the Agency amend the Authorizing Resolution in order to grant the 2015 New Highway Owner and the Company additional exemptions from state and local sales and use tax with respect to the Project Work at the Facilities for an aggregate principal amount not to exceed \$254,438 pursuant to Section 2(c) of the Authorizing Resolution; and

WHEREAS, the Agency desires to amend the Authorizing Resolution to increase the maximum aggregate principal amount of exemptions from state and local sales and use tax with respect to the Project Work at the Facilities pursuant to Section 2(c) of the Authorizing Resolution from \$207,000 to \$254,438 pursuant to this Amendatory Resolution (this "**Amendatory Resolution**"); and

WHEREAS, the Agency desires to amend the Authorizing Resolution and adopt this Amendatory Resolution to address the granting of additional state and local sales and use tax exemption; and

WHEREAS, the Agency desires to adopt this Amendatory Resolution.

NOW, THEREFORE, BE IT DETERMINED, APPROVED AND RESOLVED by the members of the Agency as follows:

Section 1. The Agency hereby adopts this Amendatory Resolution and Section 2(c) of the Authorizing Resolution is hereby amended and replaced with the following:

(c) The Agency shall grant Financial Assistance to the Company and the Owners in the form of New York State and local Sales and Use Tax abatements in a maximum amount not to exceed \$254,438 as provided in Section 5.2 of the applicable Lease Agreement and in the event of the occurrence of a recapture event under the applicable Lease Agreement the Agency will pursue recapture of the Financial Assistance as provided in Section 5.4 of the applicable Lease Agreement.

Section 2. The CEO, the Chairman or the Secretary and any member of the Agency (as used in this Amendatory Resolution, the "**Authorized Representatives**") are hereby designated the authorized representatives of the Agency and each of them is hereby authorized and directed to cause the transactions as described herein to be undertaken and in relation thereto, to execute and deliver any and all papers, instruments, agreements, opinions, certificates, affidavits and other documents, and to do and cause to be done any and all acts and things necessary or proper for carrying out this Amendatory Resolution, including such changes or revisions in the forms of such documents as may be requested by counsel to the Agency.

Section 3. The officers, employees and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of this Amendatory Resolution, and to execute and deliver all such additional certificates, instruments, agreements and documents, pay all such fees, charges and

expenses and to do all such further acts and things as may be necessary, or in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of this Amendatory Resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of this Amendatory Resolution binding upon the Agency.

Section 4. All covenants, stipulations, obligations and agreements of the Agency contained in this Amendatory Resolution 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 and upon any board or body to which any powers or duties, affecting such covenants, stipulations, obligations and agreements shall be transferred by or in accordance with law. Except as otherwise provided in this Amendatory Resolution, all rights, powers and privileges conferred and duties and liabilities imposed upon the Agency or the members thereof by the provisions of this Amendatory Resolution shall be exercised or performed by the Agency or by such members, officers, board or body as may be required by law to exercise such powers and to perform such duties.

Section 6. No covenant, stipulation, obligation or agreement contained in this Amendatory Resolution shall be deemed to be a covenant, stipulation, obligation or agreement of any member, officer, agent or employee of the Agency or the Town of Babylon in his or their individual capacity and neither the members of the Agency nor any officer shall be liable personally or be subject to any personal liability or accountability by reason of the adoption hereof.

Section 7. This Amendatory Resolution shall take effect immediately.

RESOLUTION NO. 6 NOVEMBER 15, 2023
AWARDING A CONTRACT TO B & L PC SOLUTIONS, INC.
FOR THREE (3) COMPUTER WORKSTATIONS AND CONTINUING CYBERSECURITY AND SOFTWARE
SERVICES PROCURED PURSUANT TO THE
TOWN OF BABYLON INDUSTRIAL DEVELOPMENT AGENCY POLICIES

The following resolution was offered by
and seconded by

WHEREAS, the following proposals were received by the Agency, for three computer workstations and continuing cybersecurity and software services pursuant to the Agency's Procurement Policy:

| PROPOSER | TOTAL PRICE |
|------------------------------|-----------------------------|
| B & L PC SOLUTIONS, Inc. | \$4,907.43 |
| Island Tech Service (ITS) | \$5,955.75 |
| Teamlogic IT of West Babylon | \$4,871.56 |
| PROPOSER | TOTAL PRICE |
| B & L PC SOLUTIONS, Inc. | \$905.00-\$1,073.00 Monthly |
| Island Tech Service (ITS) | \$968.00 Monthly |
| Teamlogic IT of West Babylon | \$1,465.00 Monthly |

WHEREAS, pursuant to the policy the procurement officer reviewed the bids and called a meeting; and

WHEREAS, the Chief Executive Officer, Chief Financial Officer, Chief Operating Officer, Executive Assistant, and Special Projects Managers met on October 17, 2023, and reviewed all proposals; and

WHEREAS, it is the group recommendation to select B & L PC Solutions, Inc. and sent their findings to the Board; and

WHEREAS, after a thorough review of all proposals and interviews and the groups recommendation an award to B & L Solutions, Inc.; and

NOW, THEREFORE, be it

RESOLVED, that based upon the recommendation of the group, the Chief Executive Officer be and he is hereby authorized to execute a contract with B & L Solutions, Inc. for a total contract amount not to exceed FOUR THOUSAND NINE HUNDRED SEVEN 43/100 DOLLARS (\$4,907.43) plus the cost of monthly service not to exceed ONE THOUSAND SEVENTY THREE 00/100 DOLLARS (\$1,073.00), if necessary, subject to Agency Counsel as to form and content.