

A regular meeting of the Town of Babylon Industrial Development Agency (the “Agency”) was convened in public session on January 4, 2024 at 8:00 o’clock A.M., at Town Hall, 200 East Sunrise Highway, Lindenhurst, New York.

The foregoing meeting was called to order by the Chief Executive Officer, with the following members being:

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

ABSENT: Carol Quirk

ALSO PRESENT: Thomas Dolan, TOBIDA Chief Executive Officer
Frank Dolan, TOBIDA Chief Operations Officer
Andrew Berger, Special Projects Advisor
Gregory Heilbrunn, Special Projects Manager
Alyson McDonough, Executive Assistant
William Wexler, Agency Counsel

Upon motion duly made and seconded, the following resolution was placed before the members of the Agency:

RESOLUTION CONSENTING TO THE AMENDMENT OF PROJECT DOCUMENTS
RELATING TO THE POSILICO CONKLIN PROJECT

WHEREAS, pursuant to a resolution adopted on February 7, 2017, authorizing and undertaking of the Project, the Town of Babylon Industrial Agency (the “Agency”) entered into a straight lease transaction for the benefit of Conklin Street Partners, LLC pursuant to which the Agency granted the Company financial assistance in the form of, among others, exemptions from the real property taxes and state and local sales and use taxes in accordance with a Company Lease Agreement between the Company and the Agency dated September 4, 2019, relating to a certain facility located at a parcel identified in the Suffolk County Tax Map 0100 050.00 01.00 005.015; and

WHEREAS, Conklin Street Partners, LLC, a New York limited liability company, in its application to the Agency for Financial Assistance that stated that six (6), not twelve (12), employees would be associated with the project; and

WHEREAS, the Company requests the documents be appropriately amended and the Company shall maintain its corporate existence and will continue to comply with the Lease Agreements; and

WHEREAS, due to a scrivener's error the employment number was incorrect and the Agency will amend such documents to reflect the correct number of six (6) employees; and

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

Section 1. The Agency hereby consents to the Amendment.

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

The Chief Executive Officer or any other Authorized Representatives are further hereby authorized, on behalf of the Agency to designate any additional authorized representatives including the Chairman or the Secretary, to execute any Consent Documents.

The Secretary or Counsel to the Agency is hereby authorized to attest to the Chief Executive Officer'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 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 Consent 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 Consent Documents binding upon the Agency.

Section 4. All covenants, stipulations, obligations, and agreements of the Agency contained in this resolution and the Consent Documents shall be deemed to be the covenants, stipulations, obligations, and agreements of the Agency to the full extent authorized or permitted by law, and such covenants, stipulations, obligations, and agreements shall be binding upon the Agency and its successors from time to time and upon any board or body to which any powers or duties, affecting such covenants, stipulations, and 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 resolutions, and the Consent Documents shall be exercised or performed by the Agency or by such members, officers, board of body as may be required by law to exercise such powers and to perform such duties.

Section 5. No covenant, stipulation, obligation, or agreements contained in this resolution or the Consent 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 Consent Documents or be subject to any personal liability or accountability by reason of the execution thereof.

Section 6. This resolution shall take effect immediately.

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

	<i>Yea</i>	<i>Nea</i>	<i>Absent</i>	<i>Abstain</i>
Tom Gaulrapp	[X]	[]	[]	[]
Justin Belkin	[X]	[]	[]	[]
William Bogart	[X]	[]	[]	[]
Bill Celona	[X]	[]	[]	[]
Rosemarie Dearing	[X]	[]	[]	[]
Marcus Duffin	[X]	[]	[]	[]
Paulette LaBorne	[X]	[]	[]	[]
Vincent Piccoli	[X]	[]	[]	[]
Carol Quirk	[]	[]	[X]	[]

The resolution was thereupon declared duly adopted.

Adopted: January 4, 2024

STATE OF NEW YORK)

) ss.:

COUNTY OF SUFFOLK)

I, Paulella LaBorne, the duly elected, qualified Secretary of the Town of Babylon

Industrial Development Agency (the "Agency"), hereby certify that:

1. The foregoing is a true, correct and complete copy of the record of proceedings of the Agency had and taken at a lawful meeting of the Agency held at Town Hall, 200 East Sunrise Highway, Lindenhurst, New York on January 4, 2024, commencing at the hour of 8:00 A.M., as recorded in the regular official book, of the proceedings of the Agency, those proceedings were duly had and taken as shown therein the meeting shown therein was duly held, and the persons named therein were present at that meeting as shown therein.

2. All members of the Agency and the public were duly notified of that meeting pursuant to law.

IN WITNESS WHEREOF, I have signed this certificate and affixed the seal of the Agency
the 4th day of January, 2024.



Secretary, Town of Babylon Industrial Development
Agency

(SEAL)