

**RESOLUTION OF THE BOARD OF DIRECTORS
OF THE
TOWN OF BABYLON INDUSTRIAL DEVELOPMENT AGENCY
("Agency")
Appointment of Chief Executive Officer**

WHEREAS, the Agency is a public authority of the State of New York governed by a Board of Directors (the "Board"); and

WHEREAS, the Board is authorized to appoint the Agency's chief executive officer/executive director and to delegate administrative and operational authority by resolution;

WHEREAS, the Board finds that it is in the best interests of the Agency to appoint Keith Davies to serve as Chief Executive Officer ("CEO") effective January 1, 2026, to ensure continuity of operations and management oversight; and

WHEREAS, the Board further finds it necessary and appropriate to designate the CEO as an authorized signatory to execute Agency documents and to act as an authorized signatory for the Agency's depository and banking relationships; and

WHEREAS, the Board has also considered a limited exception to the Agency's prevailing personnel policies to permit the CEO to be eligible for paternity leave immediately upon appointment, notwithstanding any waiting-period or tenure-based eligibility requirements that may otherwise apply;

NOW, THEREFORE, BE IT RESOLVED, by the Board of Directors of the Town of Babylon Industrial Development Agency, as follows:

Section 1. Appointment

The Board hereby appoints Keith Davies as Chief Executive Officer of the Agency, effective January 1, 2026, to serve at the pleasure of the Board and subject to the terms and conditions set forth in any applicable employment agreement and/or Board action.

Section 2. General Authority of the CEO

The CEO shall have general supervision over the administration of the business and affairs of the Agency and shall perform such duties as are customary for a chief executive officer/executive director of an industrial development agency and as may be assigned by the Board, consistent with applicable law and Agency governance documents.

Section 3. Authorized Signatory

A. Execution of Agency Documents. The CEO is hereby designated as an Authorized Signatory of the Agency and is authorized, for and on behalf of the Agency, to execute and deliver such contracts, agreements, certificates, requisitions, instruments, and other documents as may be necessary or appropriate to carry out the lawful purposes and operations of the Agency, subject to any approvals required by law, the Agency's bylaws, or prior Board resolutions.

B. Bank and Depository Signatory Authority. The CEO is hereby designated as an authorized signatory for all Agency bank and depository accounts and is authorized to execute bank signature cards, account agreements, treasury management forms, wire/ACH authorization forms, and other banking documents required by any financial institution maintaining accounts for the Agency, consistent with the Agency's internal controls and any dual-authorization procedures then in effect.

Section 4. Exception to Personnel Policy – Immediate Paternity Leave Eligibility

Notwithstanding any provision of the Agency's prevailing personnel policies that may impose a waiting period or minimum service requirement for paternity/parental leave eligibility, the Board hereby grants an exception to policy for Keith Davies such that he shall be eligible for paternity leave immediately upon commencement of employment (effective January 1, 2026), with the duration, notice requirements, documentation, coordination with other leave entitlements, and benefit continuation to be administered in accordance with the Agency's prevailing personnel policy and applicable law, except as expressly modified by this Section.

Section 5. Administrative Actions

The Chair, Treasurer, CEO, and Agency staff are hereby authorized and directed to take any and all actions and execute any and all documents necessary to implement this Resolution, including providing certified copies of this Resolution to the Agency's banks and other counterparties as needed.

Section 6. Effective Date

This Resolution shall take effect immediately upon adoption; provided that the appointment and signatory authority of the CEO shall be effective January 1, 2026.