

## Governance Resolution

A regular meeting of the Glen Cove Industrial Development Agency (the "Agency") was convened in public session on April 28, 2020, at 6:30 p.m., local time, and held remotely by conference call in compliance with Executive Order 220.1 issued by the Governor of the State of New York on March 12, 2020.

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

### PRESENT:

Timothy J. Tenke	Chairman
Vincent C. Hartley	Vice Chairman/Treasurer
Joseph Gioino	Member
James J. Cappiello	Member

### NOT PRESENT:

John Tetta	Member
------------	--------

### THE FOLLOWING ADDITIONAL PERSONS WERE PRESENT:

Ann Fangmann	Executive Director
Camille Byrne	Secretary
Margo Zoldessy	Finance Manager
Milan K. Tyler, Esq.	Transaction Counsel

The attached resolution no. 7(c) was TABLED by Chairman Tenke, seconded by Vincent Hartley:

Resolution No. 7(c)

RESOLUTION OF THE GLEN COVE INDUSTRIAL DEVELOPMENT  
AGENCY (THE “AGENCY”) AUTHORIZING CERTAIN  
ACTIONS AS A RESULT OF THE DECLARATION OF  
A DISASTER EMERGENCY IN THE STATE OF NEW YORK

WHEREAS, the Glen Cove 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 374 of the 1974 Laws of New York, as amended, constituting Section 919 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, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct, reconstruct and install one or more “projects” (as defined in the Act) or to cause said projects to be acquired, constructed, reconstructed and installed and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, on March 12, 2020, the Governor of the State of New York (the “Governor”) issued a State disaster emergency pursuant to Executive Order 202 (as amended, supplemented and extended to date, the “Executive Order”); and

WHEREAS, the Executive Order restricts meetings and gatherings throughout the State of New York; and

WHEREAS, despite such restrictions, the Agency must continue to operate and administer its projects; and

WHEREAS, in order to ensure the orderly and timely operation of the Agency, the Agency desires to delegate certain decisions and determinations to the Executive Director of the Agency as hereinafter set forth;

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE AGENCY TO  
TABLE THIS RESOLUTION:

Section 1. 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 §617.5(c)(20)) and therefore no Findings or determination of significance are required under SEQRA.

Section 2. Notwithstanding the provisions of the Agency’s by-laws or any policy or procedure heretofore adopted by the Agency, during the continuance of the state of emergency described in the Executive Order, the Agency hereby delegates to the Executive Director of the Agency the authority to extend the scheduled completion date, the sales tax exemption expiration date and any other dates set forth in the transaction documents with respect to the Agency’s projects, and to grant such other waivers with respect to the Agency’s projects as the Executive Director may deem reasonable and necessary in such officer’s discretion; provided, however, that in each instance the Executive Director shall consult with the Chair of the Agency and obtain the Chair’s prior written consent with respect thereto.

Section 3. 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 4. This Resolution shall take effect immediately.

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

	<u>VOTING</u>
Timothy J. Tenke	AYE
Vincent C. Hartley	AYE
Joseph Gioino	AYE
John Tetta	Absent
James J. Cappiello	AYE

The foregoing Resolution was thereupon declared duly TABLED.