

**MINUTES OF THE BOARD MEETING  
RIVERHEAD INDUSTRIAL DEVELOPMENT AGENCY  
July 11, 2022**

Meeting was called to order at 5:03 PM by Chairman James Farley.

Present: James Farley, Chairman  
Lori Ann Pipczynski, Vice Chairwoman  
Lee Mendelson, Treasurer  
Anthony (Tony) Barresi, Secretary

Absent: Thomas (Tom) Cruso, Asst. Treasurer

Signifying a quorum.

Others in Attendance: Tracy Stark-James, Executive Director  
William Weir, Counsel

Lori Ann Pipczynski moved to adopt the proposed agenda. Lee Mendelson seconded. The agenda was adopted.

Lori Ann Pipczynski moved to recess the board meeting. Lee Mendelson seconded. The board meeting was recessed at 5:03pm

The Chairman then called to open a public hearing on 48 Kroemer, LLC at 5:03pm

**PUBLIC HEARING: 48 Kroemer, LLC**

As consultant for 48 Kroemer, Christine Kempner, noted that she will be presenting on behalf of her client Frank Fisher who is the sole owner of 48 Kroemer, LLC. She introduced Ray Dickhoff as an executive for 48 Kroemer as well. She described the businesses currently operating in Southampton and discussed the request to relocate existing businesses to the Town of Riverhead. She described the proposed project as a wholesale propane facility with small business offices and industrial shared space which will include a full service small business entrepreneurial space that has with logistics and infrastructure capacity support for businesses that move in.

She gave the history of Mr. Fisher's business and explained the need to expand 3 existing businesses. The liquid propane business cannot build or expand where it is currently located on property Mr. Fisher owns. 631 Propane cannot expand where it is headquartered since the zoning does not allow for it.

The project will consist of 6 tanks with a building estimated to be approximately 38,472 sq feet, 2 stories with a basement for parking and mini storage. It will include 15 offices, 12 work stations, shared operational meeting space and on site logistical support - attorney, call center, accountant, and marketing services. They are proposing fractional sharing of services for businesses that lease space to reduce costs for start-ups or expanding businesses. The shared services will be 1099's and are not included in the job projections.

There will be 9 rental commercial bays, 13,000 sq. ft. on the first floor, one of which will be occupied by 631 Propane. 13,000 sq. f. of parking and mini storage in the basement.

The immediate proposed uses include solely owned companies of Frank Fisher. 631 Propane LLC, Go Green Sanitation LLC and 48 Kroemer LLC. Four thousand one hundred and thirty five sq. ft. of the building will be committed to those 3 businesses. 1166 sq, ft, of industrial space and 1.5 acres of outdoor yard space will be occupied by 631 Propane. There will not be any retail sales of propane. The business offers 1000 gal tank sales and service. There will be no waste on site from Go Green Sanitation. Those operations are for service that picks up and delivers to transfer stations.

Ms. Kempner continued that the project is located in an Opportunity Zone, a federal designation of an area targeted for development due to disinvestment. 48 Kroemer LLC is requesting approximately \$848,000 in sales tax exemption, \$75,000 in mortgage recording tax exemption and a 10 year PILOT at \$30,000 annually. The current taxes on the property are approximately \$22,000.

The project will retain 17 jobs and estimates 38 new jobs over two years. They estimate 150 constructions jobs during the development phase.

Ms. Kempner made note of the benefit of local energy security. Additional benefits included the environmental restoration of 1 acre with DEC guidance and that the project will install new sidewalks on Kroemer Avenue. The applicant also donated 3 rail cars to the Rail Road Museum. She reminded the board that the site was underutilized and blighted and that there will be no impact to the school district. In response to safety, she noted that this is a highly regulated industry.

Mr Dickhoff explained that the projected construction costs were updated within the last 6 months and he addressed the potential supply chain issues anticipating some hurdles. He noted that the project has all its approvals other than the building permit. In response to Chairman Farley's inquiry as to the use of rail, Mr Dickhoff stated that the inclusion of rail service is not part of this application.

The Chairman then opened the floor for public comment. Jonathon Brown, an attorney representing the fire department expressed increased costs to the fire department if there is a need to respond and additional necessary equipment if needed for this site. He requested the Agency consider eliminating the abatement. Member Tony Barresi asked what kind of costs the fire department anticipates. Mr. Brown responded that he was uncertain. He explained that the fire department has not planned for acquisition or material relative to fighting an incident at this location yet. He noted that the fire department did make comment on the site plan to the Town of Riverhead.

Quint Nigro spoke on behalf of the Nassau Suffolk Building and Construction Trades Council and advocated for the Agency to adopt the LI First Policy specifically to create a project labor agreement and encourage the developer to engage with the Building Trades Council to engage working toward a PLA.

Barbara Blass stated that the project record established by the Town Board, Planning Board nor SEQRA record is consistent and the project may not be consistent with Industrial A zoning. She insisted that the rail spur was not part of the discussions with the town and requested an adjournment by the Agency so that clarification can be made reference the rail spur.

Ray Dickhoff responded that there were discussions of rail spur activation in as much as they are needed for future planning. However, the rail is not a part of this application or this stage of project. IF the developer wishes to pursue rail in the future, a new site plan would be needed.

Brian Nigro, a business agent with Sheet Metal Workers Local 28 echoed his sons comments the LI First Policy.

Seeing no further comments, Lori Ann Pipczynski moved to close the hearing. Lee Mendelson seconded. The Chairman closed the hearing at 5:38pm

Anthony Barresi moved to reopen the regular board meeting. Lee Mendelson seconded. The board meeting was reopened at 5:40pm.

**MINUTES:**

The Board moved to dispense with the reading of and voted on the June 6th meeting minutes.

**#33-22 RESOLUTION APPROVES MINUTES OF REGULAR MEETINGS OF June 6, 2022.**  
Member Lori Pipczynski offered the following resolution, which was seconded by Member Anthony Barresi.

**RESOLVED**, the minutes of the meetings of June 6, 2022 as prepared and e-mailed be and are hereby approved, and

**BE IT FURTHER RESOLVED**, that the copies of said minutes be maintained in the files of the Agency and become a part of the record of the Agency.

**VOTE:** 4 Yes  
1 Absent

**CORRESPONDENCE:** None

**TREASURER'S REPORT:**

Cash Balance as of June 30th	\$22,010.00
Money Market	\$45,023.38
Revenue for June	\$60,220.37
Profit and Loss	\$44,408.28
Total Expenses Paid	\$15,812.09

**#34-22 RESOLUTION ACCEPTS REPORT OF EXPENSES AND AUTHORIZES PAYMENT OF BILLS AS OF June 30, 2022**

**WHEREAS**, Denise Cooper, CPA and Tracy Stark-James, Executive Director, submitted monthly financial reports, including a report of expenses, to the Riverhead Industrial Development Agency for the period of June 1, 2022 to June 30, 2022 **as attached**,

**NOW, THEREFORE, BE IT RESOLVED**, said monthly financial reports dated July 6, 2022 covering the month of June be and are hereby accepted and expenses as listed are authorized for payment.

Member Anthony Barresi made a motion to accept Treasurer's Report, which was seconded by Member Lori Ann Pipczynski. **Motion approved.**

**VOTE:** 4 Yes  
1 Absent

**COMMITTEE REPORTS:**

- Audit: None
- Governance Committee: None
- Finance Committee: None

**OLD BUSINESS:**

In casting votes for the below resolution, Lori Ann Pipczynski noted that this project is an extremely important project for the area and the Town of Riverhead has invested a lot of money and resources in developing a strategic plan for revitalizing it. The project removes blight that has plagued the area for years and years on a prominent corner. She also noted the quality of work by the developer on another project in downtown. Chairman James Farley echoed her comments and added that the project is a big factor in the TOD development.

The following resolution was moved by Lori Ann Pipczynski and seconded by Anthony Barresi.

RESOLUTION OF THE TOWN OF RIVERHEAD INDUSTRIAL DEVELOPMENT AGENCY APPROVING THE ACQUISITION, DEMOLITION, CONSTRUCTION, RENOVATION, AND EQUIPPING OF A CERTAIN INDUSTRIAL DEVELOPMENT FACILITY, AND MAKING CERTAIN FINDINGS AND DETERMINATIONS WITH RESPECT TO THE FACILITY AND APPROVING THE FORM, SUBSTANCE AND EXECUTION OF RELATED DOCUMENTS

**RESOLUTION #35-22**

WHEREAS, by Title I of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 624 of the Laws of 1980 of the State of New York, as may be amended from time to time (collectively, the “**Act**”), the Town of Riverhead Industrial Development Agency (the “**Agency**”) was created with the authority and power to issue its special revenue bonds for the purpose of, among other things, acquiring certain industrial development facilities as authorized by the Act; and

WHEREAS, 205 Osborn Ave, LLC, a limited liability company organized and existing under the laws of the State of New York on behalf of itself and/or the principals and/or equity investors of 205 Osborn Ave, LLC and/or an entity formed or to be formed on behalf of any of the foregoing (collectively, the “**Company**”), has applied to the Agency for assistance in connection with: (a) the acquisition of an approximately 0.48-acre parcel of land located at 205 Osborn Avenue, Riverhead, New York 11901 (SCTM# 0600-128.00-02.00-021.001 & 022.000) (the “**Land**”), (b) the demolition of an approximately 13,000 square foot existing building and the construction thereupon of an approximately 41,867 square foot building, together with the acquisition, installation and equipping of improvements, structures and other related facilities attached to the Land (the “**Improvements**”), and the acquisition and installation therein of certain equipment and personal property (the “**Facility Equipment**”; and together with the Land and the Improvements, the “**Company Facility**”), which Company Facility will be leased by the Company to the Agency and will be subleased by the Agency back to the Company. The Facility will include a 37-unit apartment building comprised of highly-amenitized, market-rate, rental units, consisting of three (3) studio apartments, twenty-four (24) one-bedroom apartments and ten (10) two-bedroom units. The ground floor of the facility will include approximately 4,334 square feet of Worksmart Coworking Space offering a variety of business space and services to local entrepreneurs, freelancers, small businesses and remote workers. The Facility will be pet-friendly and feature a full gym, basement storage units, a rooftop entertainment space, a dedicated package room and a virtual doorman. The Facility will provide 35 parking spaces. (the “**Project**”); and

WHEREAS, the Agency will acquire a leasehold interest in the Land and the Improvements pursuant to a certain Company Lease Agreement, dated as of July 1, 2022 or such other date as the Chairman or Chief Executive Officer of the Agency and counsel to the Agency shall agree (the “**Company Lease**”), by and between the Company and the Agency; and

WHEREAS, the Agency will acquire title to the Facility Equipment pursuant to a certain Bill of Sale, dated the Closing Date (as defined in the hereinafter defined Lease Agreement) (the “**Bill of Sale**”), from the Company to the Agency; and

WHEREAS, the Agency will sublease and lease the Company Facility to the Company pursuant to a certain Lease and Project Agreement, dated as of July 1, 2022, or such other date as the Chairman or Chief Executive Officer of the Agency and counsel to the Agency shall agree (the “**Lease Agreement**”), by and between the Agency and the Company; and

WHEREAS, as security for a loan or loans, the Agency and the Company will execute and deliver to a lender or lenders not yet determined (collectively, the “**Lender**”), a mortgage or mortgages, and such other loan documents satisfactory to the Agency, upon advice of counsel, in both form and substance, as may be reasonably required by the Lender, to be dated a date to be determined, in connection with the financing, any refinancing or permanent financing of the costs of the acquisition, construction, renovation and equipping of the Facility (collectively, the “**Loan Documents**”); and

WHEREAS, the Agency contemplates that it will provide financial assistance to the Company in the form of: (i) exemptions from mortgage recording taxes for one or more mortgages securing an amount presently estimated to be \$15,675,061.60 but not to exceed \$19,750,000, corresponding to mortgage recording tax exemptions presently estimated to be \$117,562.96 but not to exceed \$148,125, in connection with the financing of the acquisition, construction, renovation and equipping of the Facility and any future financing, refinancing or permanent financing of the costs of the acquisition, construction and equipping of the Facility, (ii) exemptions from sales and use taxes in an amount not to exceed \$702,294.01, in connection with the purchase or lease of equipment, building materials, services or other personal property with respect to the Facility, and (iii) abatement of real property taxes (as set forth in the PILOT Schedule attached as Exhibit C hereof); and

WHEREAS, in connection with the abatement of real property taxes as set forth in the PILOT Schedule on Exhibit C hereof, the current pro-rata allocation of estimated payments-in-lieu-of-taxes (the “**PILOT Payments**”) to each affected tax jurisdiction in accordance with Section 858(15) of the Act and the estimated difference between the real property taxes on the Facility and the PILOT Payments provided for on the PILOT Schedule on Exhibit C hereof are more fully described in the Cost Benefit Analysis (“**CBA**”) developed by the Agency in accordance with the provisions of Section 859-a(5)(b) of the Act, a copy of which CBA is attached hereto as Exhibit D; and

WHEREAS, the real property tax abatement for school, county, town and fire district taxes shall be subject to the payment of a PILOT Payments be distributed by the Agency to such taxing jurisdictions for a period of then (10) years effective for the 2023/2024 tax billing year, provided real property taxes attributable to special districts including but without limitation public parking, sewer, water, street lighting and business improvement district shall be paid separately to the Tax Receiver of the Town of Riverhead on duly issued tax bill on the assessed value as determined by the Riverhead Board of Assessors, and PILOT Payments shall be paid as set forth in the attached Exhibit C; and

WHEREAS, a public hearing (the “**Hearing**”) was held on December 6, 2021, so that all persons with views in favor of or opposed to either the financial assistance contemplated by the Agency or the location or nature of the Facility, could be heard; and

WHEREAS, notice of the Hearing was given on November 25, 2021 and such notice (together with proof of publication), was substantially in the form annexed hereto as Exhibit A; and

WHEREAS, the report of the Hearing is substantially in the form annexed hereto as Exhibit B; and

WHEREAS, the Agency has given due consideration to the application of the Applicant and to representations by the Applicant that the proposed Facility is either an inducement to the Applicant to maintain the competitive position of the Company in its industry; and

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively, the “**SEQR Act**” or “**SEQR**”), the Agency constitutes a “State Agency”; and

WHEREAS, to aid the Agency in determining whether the Facility may have a significant effect upon the environment, the Company has prepared and submitted to the Agency an Environmental Assessment Form (the “EAF”) and related documents (collectively, the “Questionnaire”) with respect to the Facility, a copy of which is on file at the office of the Agency; and

WHEREAS, the Agency constitutes an “Involved Agency” (as defined in SEQR); and

WHEREAS, the Town of Riverhead Planning Board (the “Lead Agency”), reviewed the Facility as Lead Agency following coordinated review, determined that the Facility would not have a significant impact on the environment, and adopted a Negative Declaration for the Facility pursuant to the provisions of SEQR; and

WHEREAS, pursuant to a resolution, dated July 7 2021, the Lead Agency determined that the Action in connection with the Facility (the “Action”), is a Type I Action for SEQR purposes; and

WHEREAS, this determination constitutes a negative declaration for purposes of SEQR and is binding on the Agency; and

WHEREAS, the Agency has reviewed the Questionnaire and such other documents as the Agency felt it necessary or appropriate to examine to adequately review the proposed Action; and

WHEREAS, the Agency finds that the negative declaration of the Town Board accurately and adequately examines environmental issues presented by the Action; and

WHEREAS, the Applicant has agreed to indemnify the Agency against certain losses, claims, expenses, damages and liabilities that may arise in connection with the transaction contemplated by the leasing of the Facility by the Agency to the Applicant;

NOW, THEREFORE, BE IT RESOLVED by the Agency (a majority of the members thereof affirmatively concurring) as follows:

NOW, THEREFORE, BE IT RESOLVED by the Town of Riverhead Industrial Development Agency (a majority of the members thereof affirmatively concurring) that:

Section 1. The Agency hereby finds and determines:

(a) By virtue of the Act, the Agency has been vested with all powers necessary and convenient to carry out and effectuate the purposes and provisions of the Act and to exercise all powers granted to it under the Act; and

(b) A study conducted in 2021 by Camoin Associates found that there is high demand for rental units in the Town of Riverhead, particularly those designed to appeal to the growing number of households in higher income groups, as well as the Town of Riverhead’s workforce that commutes from the New York City area. It is estimated that construction of 205 Osborn Avenue will result in thirty-four (34) full time equivalent construction jobs and an additional two (2) jobs in supporting businesses. Direct construction earnings are estimated to be nearly \$3,200,000. Annual operations plus the spending of new households is estimated to support

twelve (12) new jobs in the Town of Riverhead, and nearly \$256,000 of earnings annually. The study has found that the economic impact in the Town totals, annually, approximately \$1,700,000.

(c) The Facility constitutes a “project”, as such term is defined in the Act; and

(d) The Project is located within the Rail Road Avenue Urban Renewal Area as so designated by the Riverhead Town Board and a Federally Designated Opportunity Zone Area and has been granted site plan approval and special permit approval to construct the project by Resolution adopted at its regularly scheduled meeting of July 6, 2022; and

(e) The Project site had been vacant and blighted for approximately 10 years and was identified by the Town to be revitalized consistent with the newly adopted Transit Oriented Development Zoning, and

(f) The acquisition, demolition, construction, renovation and equipping of the Facility and the leasing of the Facility to the Applicant, will promote and maintain the job opportunities, health, general prosperity and economic welfare of the citizens of the Town of Riverhead, and the State of New York and improve their standard of living and thereby serve the public purposes of the Act; and

(g) The acquisition, demolition, construction, renovation and equipping of the Facility is reasonably necessary to induce the Applicant to maintain and expand its business operations in the State of New York; and

(h) Based upon representations of the Company and counsel to the Company, the Facility conforms with the local zoning laws and planning regulations of the Town of Riverhead, Suffolk County and all regional and local land use plans for the area in which the Facility is located; and

(i) G2D Development Corp., an affiliate of the Company who will be developing the Project, has demonstrated ability and experience in the construction, maintenance and operation of Projects similar in nature to the Project.

(j) It is desirable and in the public interest for the Agency to sublease the Land and the Improvements and to lease the Facility Equipment to the Company; and

(k) The Company Lease will be an effective instrument whereby the Agency leases the Land and the Improvements from the Company; and

(l) The Lease Agreement will be an effective instrument whereby the Agency leases and subleases the Company Facility to the Company, the Agency and the Company set forth the terms and conditions of their agreement regarding payments-in-lieu of taxes, the Company agrees to comply with all Environmental Laws (as defined therein) applicable to the Facility and will describe the circumstances in which the Agreement may recapture some or all of the benefits granted to the Company; and

(m) The Loan Documents to which the Agency is a party will be effective instruments whereby the Agency and the Company agree to secure the Loan made to the Company by the Lender.



Section 2. The Agency has assessed all material information included in connection with the Company's application for financial assistance, including but not limited to, the cost-benefit analysis prepared by the Agency and such information has provided the Agency a reasonable basis for its decision to provide the financial assistance described herein to the Company.

Section 3. In consequence of the foregoing, the Agency hereby determines to: (i) lease the Land and the Improvements from the Company pursuant to the Company Lease, (ii) execute, deliver and perform the Company Lease, (iii) sublease and lease the Facility to the Company pursuant to the Lease Agreement, and (iv) execute, deliver and perform the Lease Agreement.

Section 4. The Agency is hereby authorized to acquire the real property and personal property described in Exhibit A and Exhibit B, respectively, to the Lease Agreement, and to do all things necessary or appropriate for the accomplishment thereof, and all acts heretofore taken by the Agency with respect to such acquisition are hereby approved, ratified and confirmed.

Section 5. The Agency hereby authorizes and approves the following economic benefits to be granted to the Company in connection with the acquisition, demolition, construction and equipping of the Facility in the form of: (i) exemptions from mortgage recording taxes for one or more mortgages securing an amount presently estimated to be \$15,675,061.60 but not to exceed \$19,750,000, corresponding to mortgage recording tax exemptions presently estimated to be \$117,562.96 but not to exceed \$148,125, in connection with the financing of the acquisition, demolition, construction and equipping of the Facility and any future financing, refinancing or permanent financing of the costs of the acquisition, demolition, construction and equipping of the Facility, (ii) the provision of an exemption from sales and compensating use taxes in an amount not to exceed \$702,294.01 in connection with the purchase or lease of equipment, building materials, services or other personal property with respect to the Facility, and (iii) abatement of real property taxes. In connection with the phase-in of real property taxes as set forth in the PILOT Schedule on Exhibit C hereof, the current pro-rata allocation of PILOT payments to each affected tax jurisdiction (i.e., the school district, county, town and fire district) in accordance with Section 858(15) of the Act. Real property taxes attributable to special districts including but without limitation public parking, sewer, ambulance, water, street lighting (or other subsequently created taxing jurisdiction not affected by an exemption) shall be paid separately to the Tax Receiver of the Town of Riverhead on duly issued tax bill on the assessed value as determined by the Riverhead Board of Assessors. The estimated difference between the real property taxes on the Facility and the PILOT payments set forth on the PILOT Schedule on Exhibit C hereof are more fully described in the CBA developed by the Agency in accordance with the provisions of Section 859-a(5)(b) of the Act, a copy of which CBA is attached hereto as Exhibit D.

Section 6. Subject to the provisions of this resolution, the Company is herewith and hereby appointed the agent of the Agency to acquire, construct, renovate and equip the Facility. The Company is hereby empowered to delegate its status as agent of the Agency to its agents, subagents, contractors, subcontractors, materialmen, suppliers, vendors and such other parties as the Company may choose in order to acquire, construct, renovate and equip the Facility. The Agency hereby appoints the agents, subagents, contractors, subcontractors, materialmen, vendors and suppliers of the Company as agents of the Agency solely for purposes of making sales or leases of goods, services and supplies to the Facility, and any such transaction between any agent, subagent, contractor, subcontractor, materialmen, vendor or supplier, and the Company, as agent of the Agency, shall be deemed to be on behalf of the Agency and for the benefit of the Facility.

This agency appointment expressly excludes the purchase by the Company of any motor vehicles, including any cars, trucks, vans or buses which are licensed by the Department of Motor Vehicles for use on public highways or streets. The Company shall indemnify the Agency with respect to any transaction of any kind between and among the agents, subagents, contractors, subcontractors, materialmen, vendors and/or suppliers and the Company as agent of the Agency. The aforesaid appointment of the Company as agent of the Agency to acquire, construct, renovate and equip the Facility shall expire at the earlier of (a) the completion of such activities and improvements, (b) a date which the Agency designates, or (c) the date on which the Company has received exemptions from sales and use taxes in an amount not to exceed \$702,294.01, in connection with the purchase or lease of equipment, building materials, services or other personal property; provided however, such appointment may be extended at the discretion of the Agency, upon the written request of the Company if such activities and improvements are not completed by such time. The aforesaid appointment of the Company is subject to the completion of the transaction and the execution of the documents contemplated by this resolution.

Section 7. The Company is hereby notified that it will be required to comply with Section 875 of the Act. The Company shall be required to agree to the terms of Section 875 pursuant to the Lease Agreement. The Company is further notified that the tax exemptions and abatements provided pursuant to the Act and the appointment of the Company as agent of the Agency pursuant to this Authorizing Resolution are subject to termination and recapture of benefits pursuant to Sections 859-a and 875 of the Act and the recapture provisions of the Lease Agreement

Section 8. All commercial tenants and leases must be approved by the Agency. Approved tenants must file all required annual agency compliance reports. The Project shall allow commercial use of the property which promotes the development of the downtown and Transit Oriented Development Plan Area of Riverhead in conformance with the goals of urban renewal and revitalization. Therefore, no use shall be permitted for tattoo parlor, massage parlor, check cashing center, calling center, tobacconist or other uses associated with urban blight.

Section 9. The form and substance of the Company Lease, the Lease Agreement, the Agency Compliance Agreement, and the Loan Documents to which the Agency is a party (each in substantially the forms presented to or approved by the Agency and which, prior to the execution and delivery thereof, may be redated and renamed) are hereby approved

Section 10.

(a) The Chairman, Vice Chairman or any member of the Agency are hereby authorized, on behalf of the Agency, to execute and deliver the Company Lease, the Lease Agreement, the Agency Compliance Agreement, and the Loan Documents to which the Agency is a party, all in substantially the forms thereof presented to this meeting with such changes, variations, omissions and insertions as the Chairman, Vice Chairman or any member of the Agency shall approve, and such other related documents as may be, in the judgment of the Chairman and counsel to the Agency, necessary or appropriate to effect the transactions contemplated by this resolution (hereinafter collectively called the "Agency Documents"). The execution thereof by the Chairman, Vice Chairman or any member of the Agency shall constitute conclusive evidence of such approval.

(b) The Chairman, the Vice Chairman of the Agency or any member of the Agency are further hereby authorized, on behalf of the Agency, to designate any additional Authorized Representatives of the Agency (as defined in and pursuant to the Lease Agreement).

Section 11. 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 Agency Documents, and to execute and deliver all such additional certificates, instruments 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 Agency Documents binding upon the Agency.

Section 12. Any expenses incurred by the Agency with respect to the Facility shall be paid by the Company. The Company agrees to pay such expenses and further agrees 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 Facility.

Section 13. The provisions of this resolution shall continue to be effective for one year from the date hereof, whereupon the Agency may, at its option, terminate the effectiveness of this Resolution (except with respect to the matters contained in Section 12 hereof).

Section 14. This resolution shall take effect immediately.

Vote: 4 Yes  
1 Absent

**NEW BUSINESS:  
#36-22 RESOLUTION AUTHORIZING CHAIRPERSON TO NEGOTIATE AND  
EXECUTE LEASE FOR 542 East Main Street**

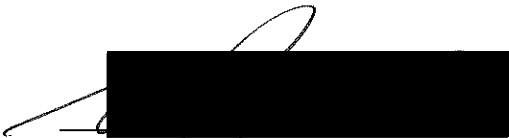
Lee Mendelson offered the following resolution, which was seconded by Lori Ann Pipczynski

**RESOLVED**, that the Chairman be and is hereby authorized to negotiate and execute a lease of office space located at 542 East Main Street, Riverhead, New York after circulation and review by the board.

Vote: 4 Yes  
1 Absent

Seeing no further business, the Chairman moved to adjourn the meeting. The meeting adjourned at 5:46pm

Dated: 8/1/2022

  
Secretary/Chairman