THE SULLIVAN COUNTY INFRASTRUCTURE LOCAL DEVELOPMENT CORPORATION

ORGANIZATIONAL MEETING

of the

INITIAL

BOARD OF DIRECTORS

May 9, 2016

The initial meeting of the Board of Directors of The Sullivan County Infrastructure Local Development Corporation (the "Corporation"), a local development corporation organized pursuant to Section 1411 of the Not-For-Profit Corporation Law of the State of New York, was convened in public session in the Legislative Committee Room, at the Sullivan County Government Center, 100 North Street, Village of Monticello, Sullivan County, New York on May 9, 2016 at 10:30 a.m. local time.

The meeting was called to order by Chairman Ira Steingart, and, upon roll being called, the following members of the Corporation were:

	PRESENT	ABSENT
Ira Steingart Joseph Perrello Charles Barbuti, Jr. Suzanne Loughlin Sean Rieber Scott Smith Carol Roig Howard Siegel Paul Guenther		
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The following persons were also present: Edward T. Sykes Steve White Walter F. Garigliano

Jennifer M. Flad

Julio Garaicoechea

The following resolution was duly offered by Howard Siegel, and seconded by Suzanne Loughlin, to wit:

Resolution No. 01 - 2016

RESOLUTION ACCEPTING THE CERTIFICATE OF INCORPORATION, AS AMENDED AND ADOPTING THE BY-LAWS

1. Acceptance of Certificate of Incorporation as amended.

RESOLVED, that a copy of the Certificate of Incorporation of the Corporation, as filed by the Department of State on February 10, 2016, together with the filing receipt therefore, in the form of Exhibit A, be filed in the minute book of the Corporation.

RESOLVED, that the copy of the Certificate of Amendment of the Certificate of Incorporation as filed by the Department of State on May 6, 2016, together with the filing receipt therefore, in the form of Exhibit B, be filed in the minute book of the Corporation.

2. Adoption of By-laws.

RESOLVED, that the By-Laws in the form of <u>Exhibit C</u>, are adopted as and for the By-laws of the Corporation and that a copy of the By-laws be filed in the minute book of the Corporation.

3. Ratification of Acts

RESOLVED, that all acts and transactions of any initial director that were taken or made prior to and including the date of the creation of the Corporation and all acts and transactions (if any) of any initial director that were taken or made from the date of creation of the Corporation to the date of this resolution are ratified and approved.

4. Waiver of Notice

RESOLVED, that the undersigned, being the Initial Directors of the Corporation, hereby waive notice of the meeting at which the foregoing resolutions were adopted.

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5. <u>Effective Date</u>

RESOLVED, that these resolutions shall take effect immediately.

Dated: May 9, 2016

Ira Steingart Joseph Perrello Charles Barbuti Jr. Suzanne Loughlin Sean Rieber Carol Roig Howard Siegel

Paul Guenther