RESOLUTION CONFIRMING, APPOINTING AND RE-APPOINTING MEMBERS OF THE HERKIMER LOCAL DEVELOPMENT CORPORATION

A regular meeting of Herkimer County Industrial Development Agency (the "Agency") was convened in public session at the Herkimer County Chamber of Commerce Conference Room located at 420 E. German Street, in the Village and Town of Herkimer, Herkimer County, New York, on October 27, 2026 at 8:00 a.m., local time.

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

PRESENT:

Vincent Jim Bono	Chairperson
Ann Gaworecki	Treasurer
Robert Davenport	Secretary
Peter J. Campione	Member
Dr. Terri Grates Day	Member
Frank Mendl	Member

ABSENT:

Cory Albrecht	Vice Chairperson

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

John J. Piseck, Jr.	Chief Executive Officer
Victoria Adams	Operations Manager
Nicole Farber	Administrative Assistant
Anthony Hallak, Esq,	Agency Counsel
Shannon E. Wagner, Esq.	Special Agency Counsel

The following resolution was offered by Robert Davenport, seconded by Ann Gaworecki, to wit:

Resolution No. 102726-01

RESOLUTION CONFIRMING, APPOINTING AND RE-APPOINTING MEMBERS OF THE HERKIMER LOCAL DEVELOPMENT CORPORATION.

WHEREAS, the Agency is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York, constituting Title 1 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 410 of the 1970 Laws of New York, as amended, constituting Section 898 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, warehousing, research, commercial and industrial 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: (a) acquire by purchase, grant, lease, gift, pursuant to the provisions of the eminent domain procedure law, or otherwise and to use, real property or rights or easements therein necessary for its corporate purposes; (b) make contracts and leases, and to execute all instruments necessary or convenient to or with any person, firm, partnership or corporation, either public or private; (c) acquire, construct, reconstruct, lease, improve, maintain, equip or furnish one or more projects; (d) accept gifts, grants, loans, or contributions from, and enter into contracts or other transactions with, the United States and the state or any agency of either of them, any municipality, any public or private corporation or any other legal entity; and (e) do all things necessary or convenient to carry out its purposes and exercise the powers expressly given; and

WHEREAS, under Section 858 of the Act, the Agency also has the power to approve certain administrative matters; and

WHEREAS, the Agency, in exercising its powers to acquire real property, to make contracts, and to enter into projects, identified a need and desire to structure transactions appropriately to mitigate risk to the Agency; and

WHEREAS, in connection therewith, the Agency requested pursuant to Section 1411(a) of the Not-for-Profit Corporation Law of the State of New York (the "NFPCL"), that the County Legislature of Herkimer County, New York (the "Legislature") adopt a resolution (a) directing the Agency to form a local development corporation and (b) consenting to the same; and

WHEREAS, pursuant to the provisions of Section 1411 of the NFPCL, (A) the Legislature adopted a resolution on October 25, 2023 (the "Sponsor Resolution") (1) authorizing the incorporation of the Herkimer Local Development Corporation (the "Corporation") and (2) approving the proposed certificate of incorporation of the Corporation (the "Certificate of Incorporation"), and (B) in January, 2024, the Certificate of Incorporation was filed with the New York Secretary of State's Office creating the Corporation; and

WHEREAS, the Certificate of Incorporation provides that the Agency is the sole member of the Corporation and that the board of directors of the Corporation shall be appointed from the members of the Agency and shall serve at the pleasure of the Agency; and

WHEREAS, the Agency desires to confirm, appoint and re-appoint the following members of the Agency as members of the board of directors of the Corporation:

Vincent Jim Bono	Chairperson
Cory Albrecht	Vice Chairperson
Ann Gaworecki	Treasurer
Robert Davenport	Secretary
Peter J. Campione	Member
Dr. Terri Grates Day	Member
Frank Mendl	Member

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE HERKIMER COUNTY INDUSTRIAL DEVELOPMENT AGENCY, AS FOLLOWS:

Section 1. The Agency hereby finds and determines that:

(A) By virtue of the Act, the NFPCL, the Sponsor Resolution and the Certificate of Incorporation, 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;

(B) The Agency has been vested with the Authority to appoint the members of the board of directors of the Corporation from the members of the Agency; and

(C) It is desirable and in the public interest for the Agency to confirm, appoint and re-appoint the members of the board of directors of the Corporation.

Section 2. In consequence of the foregoing, the Agency hereby confirms, appoints and re-appoints the following members of the Agency as members of the board of directors of the Corporation:

Vincent Jim Bono	Chairperson
Cory Albrecht	Vice Chairperson
Ann Gaworecki	Treasurer
Robert Davenport	Secretary
Peter J. Campione	Member
Dr. Terri Grates Day	Member
Frank Mendl	Member

Section 3. All action taken by the Chairperson, Vice Chairperson, Chief Executive Officer, counsel to the Agency, or staff of the Agency with respect to the above appointments and actions of the Corporation is hereby ratified and confirmed.

Section 4. 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:

Vincent Jim Bono	VOTING	YES
Cory Albrecht	VOTING	ABSENT
Ann Gaworecki	VOTING	YES
Robert Davenport	VOTING	YES
Peter J. Campione	VOTING	YES
Dr. Terri Grates Day	VOTING	YES
Frank Mendl	VOTING	YES

The foregoing resolution was thereupon declared duly adopted.

STATE OF NEW YORK)
) SS.:
COUNTY OF HERKIMER)

I, the undersigned Assistant Secretary of Herkimer County Industrial Development Agency (the "Agency"), do hereby certify that I have compared the foregoing extract of the minutes of the meeting of the members of the Agency, held on October 27, 2026 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Agency had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law"), said meeting was open to the general public, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Agency present throughout said meeting.

I FURTHER CERTIFY that, as of the date hereof, the attached resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Agency this 27th day of October, 2026.



(SEAL)

Victoria Adams, Assistant Secretary