

**ANNUAL HOUSEKEEPING RESOLUTION  
FOR CALENDAR YEAR 2024**

A regular meeting of the Town of Montgomery Industrial Development Agency (the “Agency”) was convened in public session in the Town Government Center located at 110 Bracken Road, Second Floor Meeting Room, in the Town of Montgomery, Orange County, New York on January 9, 2024 at 1:00 o’clock p.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:

John W. Dickson	Chairperson
J. Thomas Jones	First Vice Chairperson
George DeClue	Second Vice Chairperson
Matthew P. Stoddard	Treasurer
Robert Santo	Member
Stacey Hillman	Member
Jose Hernandez	Member

ABSENT:

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Felicia Kalan	Executive Director
Lauren Rowley	Secretary

ALSO PRESENT:

Ashley N. Torre	Agency Counsel
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The following resolution was offered by Member Robert Santo, seconded by Member George DeClue, to wit:

Resolution No. 0124-1

**RESOLUTION APPROVING CERTAIN APPOINTMENTS AND ADMINISTRATIVE  
MATTERS OF THE AGENCY.**

WHEREAS, the Town of Montgomery Industrial Development Agency (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 527 of the 1971 Laws of New York, as

amended, constituting Section 911-c 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, under Section 858 of the Act, the Agency has the power to approve certain administrative matters; and

WHEREAS, under the Agency’s Policy Manual, the Agency shall review its policies and by-laws on an annual basis;

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

Section 1. The Agency hereby takes the following actions:

- (A) Approves and confirms the existing policies and procedures of the Agency described on Schedule A, as the same may have been amended previously to or at this meeting.
- (B) The Agency hereby approves the regular meeting schedule for the Agency for calendar year 2024 as set forth in Schedule B. Nothing shall preclude the Agency from scheduling special meetings as provided in its By Laws.
- (C) The Agency hereby appoints the members of the Board and staff of the Agency identified in Schedule A as the Officers of the Agency for the year 2024, such person to hold such positions until their resignation or their replacement by further vote of the Agency Board.
- (D) The Agency hereby appoints the Accounting Firm as identified in Schedule A.
- (E) The Agency hereby appoints Agency Counsel, Bond Counsel and Conflicts Counsel as identified in Schedule A.
- (F) In connection with the Agency’s appointment of the Agency’s Depository Banking Institutions, the Agency hereby authorizes its officers and/or members to execute any depository agreement, signature cards, and any related documents required to be executed before such officer and/or member will be authorized to make deposits and execute checks on behalf of the Agency.

Section 2. The Agency hereby authorizes the Chairperson and Agency Counsel to take all steps necessary to implement the matters described in Schedule A attached.

Section 3. This Resolution shall take effect immediately.

The question of the adoption of the foregoing resolution was duly put to vote on roll call, which resulted as follows:

John W. Dickson	VOTING	AYE
Matthew P. Stoddard	VOTING	AYE
Robert Santo	VOTING	AYE
J. Thomas Jones	VOTING	AYE
George DeClue	VOTING	AYE
Stacey Hillman	VOTING	AYE
Jose Hernandez	VOTING	AYE

The foregoing resolution was thereupon declared duly adopted.

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

I, the undersigned Authorized Officer of Town of Montgomery 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 January 9, 2024 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 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 \_\_\_ day of January, 2024.

\_\_\_\_\_  
Authorized Officer

(SEAL)

SCHEDULE A

TOWN OF MONTGOMERY INDUSTRIAL DEVELOPMENT AGENCY

HOUSEKEEPING MATTERS

1. Approval and Confirmation of Agency Policies and Procedures for Calendar Year 2024:

- Code of Ethics
- Conflicts of Interest
- FOIL Policy
- Investment Policy
- Local Labor Policy
- Procurement Policy
- Property Acquisition Policy
- Property Disposition Policy
- Retaliatory Action Policy (Whistleblower)
- Uniform Criteria for the Evaluation of Projects Policy
- Minority and Women-Owned Business Enterprises & Veteran Owned Businesses Policy
- Mission Statement and Performance Measurements
- Debit Card Policy
- Travel and Discretionary Funds Policy
- Fee Schedule

2. Confirmation of Regular Agency Meeting Schedule for Calendar Year 2024:

SEE ATTACHED SCHEDULE B

3. Appointment of Executive Director and Staff to the Agency

- Felicia Kalan Executive Director
- Lauren Rowley Clerical and Recording Secretary

4. Appointment of Agency Officers for Calendar Year 2024:

<u>TITLE</u>	<u>NAME</u>
Chair	John W. Dickson
First Vice Chair	J. Thomas Jones
Second Vice Chair	George DeClue
Treasurer	Matthew P. Stoddard
Secretary	Robert Santo
Assistant Treasurer	Stacey Hillman
Assistant Secretary	Jose Hernandez

5. Appointment of Committee Assignments for Calendar Year 2024:

<b>AUDIT COMMITTEE</b>
John W. Dickson
Matthew P. Stoddard
Stacey Hillman

<b>FINANCE COMMITTEE</b>
Mathew P. Stoddard
John W. Dickson
J. Thomas Jones

<b>GOVERNANCE COMMITTEE</b>
Robert Santo
George DeClue
Jose Hernandez

6. Appointment of Accounting Firm of the Agency

PKF O'Connor Davies

7. Appointment of Agency Counsel and Bond Counsel to the Agency:

**From Naughton & Torre, LLP:**

Ashley N. Torre, Esq. Agency Counsel

**From Whiteman Osterman & Hanna LLP:**

Robert J. McLaughlin, Esq. Bond Counsel and Conflicts Counsel

**From Blustein, Shapiro, Frank & Barone, LLP:**

William A. Frank, Esq. Conflicts Counsel

8. Appointment of Bank of the Agency and Accounts

\_\_\_\_\_ Orange Bank and Trust \_\_\_\_\_

SCHEDULE B

TENTATIVE MEETING SCHEDULE

*Town of Montgomery  
Industrial Development Agency  
110 Bracken Road  
Montgomery, New York 12549*

Scheduled Regular Meetings for 2024 - Second Tuesday of every month at  
1:00 PM

- Tuesday, January 9, 2024
- Tuesday, February 13, 2024
- Tuesday, March 12, 2024
- Tuesday, April 9, 2024
- Tuesday, May 14, 2024
- Tuesday, June 11, 2024
- Tuesday, July 9, 2024
- Tuesday, August 13, 2024
- Tuesday, September 10, 2024
- Tuesday, October 8, 2024
- Tuesday, November 12, 2024
- Tuesday, December 10, 2024

Scheduled Committee Meetings for 2024

*Governance Committee* – Tuesday, April 9, 2024 at 12:30 p.m.

*Finance Committee* – Tuesday, August 13, 2024 at 12:30 p.m.

*Audit Committee* – Tuesday, January 9, 2024 at 12:30 p.m., Tuesday, December 10, 2024 at 12:30 p.m.