

Motion By:  
Seconded By:

P. Smith  
D. BODKES

A regular meeting of the Monroe County Industrial Development Corporation (the “Issuer”), was held on December 14, 2022 at 12:00 p.m.

After the meeting had been duly called to order, the President announced that among the purposes of the meeting was to consider and take action on certain matters pertaining to the Project more particularly described below.

RESOLUTION TO AUTHORIZE THE USE OF  
VIDEOCONFERENCING FOR PUBLIC MEETINGS

WHEREAS, the Monroe County Industrial Development Corporation (the “Agency”) is a public body which falls within the scope of the Open Meetings Law; and

WHEREAS, Section 103 of the Public Officers Law has been revised to allow a public body to, in its discretion, conduct its meetings via videoconferencing provided that certain requirements found in the statute are satisfied;

WHEREAS, Section 103 of the Public Officers Law requires that the Agency pass a resolution, following a public hearing, authorizing the use of videoconferencing to conduct its meetings; now therefore be it

RESOLVED, that the members of the Agency find it in the best interest of the Agency and the public to use videoconferencing to conduct its meetings under certain “extraordinary circumstances”, as outlined under the written procedures; and further

RESOLVED, that “extraordinary circumstances”, as defined in the written procedures, include disability, illness, caregiving responsibilities, or any other significant or unexpected factor or event approved by the President which precludes a member’s physical attendance at any meeting.

RESOLVED, that Agency hereby authorizes, for itself and any committees and subcommittees, the use of videoconferencing, in the discretion of the Agency, to conduct its meetings; and further

RESOLVED, that the Agency shall establish written procedures governing member and public attendance consistent with the requirements of the Open Meetings Law and post such written procedures on the Agency’s official website; and further

RESOLVED, that 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:

	<i>Yea</i>	<i>Nay</i>	<i>Absent</i>	<i>Abstain</i>
Hanif Abdul-Wahid, President	X			
Christopher Johnston, Vice President			X	
Jeffrey Barker, Treasurer	X			
Lynn Ryan, Secretary			X	
David Brooks	X			
Timothy Brown			X	
Peter Hin	X			
Ella Krzanowicz			X	
Zack Phillips	X			
Joseph Rizzo			X	
Philip Smith	X			

The Resolution was thereupon duly adopted.

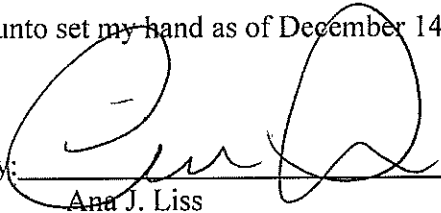
STATE OF NEW YORK    )  
  ) ss:  
COUNTY OF MONROE    )

I, the undersigned Executive Director of the Monroe County Industrial Development Corporation,  
DO HEREBY CERTIFY THAT:

That I have compared the annexed extract of the minutes of the meeting of the Monroe County Industrial Development Corporation (the “Agency”), including the resolutions contained therein, held on the 14th day of December, 2022, with the original thereof on file in the office of the Agency, and that the same is a true and correct copy of the proceedings of the Agency and of such resolutions set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

I FURTHER CERTIFY that public notice of the time and place of said meeting was duly given to the public and the news media in accordance with Sections 103 and 104 of the New York Public Officers Law (Open Meetings Law) that all members of said Issuer had due notice of said meeting and that the meeting was all respects duly held.

IN WITNESS WHEREOF, I have hereunto set my hand as of December 14, 2022.

By:   
\_\_\_\_\_  
Ana J. Liss  
Executive Director

### Written Procedures for Meetings Held Via Videoconferencing

The following procedures shall govern any public meetings of the Monroe County Industrial Development Corporation (the "Agency"), including all committee meetings, held via videoconferencing:

- A. In the case of a state disaster emergency declared by the State or a local state of emergency proclaimed by Monroe County, which impairs the ability of the Agency to hold an in-person meeting, a meeting of the Board of Directors of the Agency (the "Board") may be held solely via videoconferencing.
- B. In all other cases, at the discretion of the President of the Board, individual Board members may attend a meeting via videoconferencing due to "extraordinary circumstances" (as defined herein) provided, however, that such Board member's remote attendance shall comply with all relevant laws related to remote attendance and that all meetings shall have the minimum number of Board members physically present at a location where the public can attend in order to fulfil the Board's quorum requirement.
- C. "Extraordinary circumstances" include disability, illness, caregiving responsibilities, or any other significant or unexpected factor or event approved by the President which precludes a member's physical attendance at any meeting.
- D. Notice for any meeting that will be held via videoconference, other than for State or local emergency, shall inform the public (1) that videoconferencing will be used; (2) how to access and/or participate in the meeting; (3) where required documents and records will be posted or otherwise available; and (4) of the physical location of the meeting is to be held. The notice shall be posted on the Agency's official website.
- E. All members shall be seen and heard while the meeting is being conducted.
- F. In all instances where public comment or participation is permitted and/or required, members of the public shall be able to view and participate in the meeting via videoconferencing in real time. There shall be no difference in the level of participation for members of the public who chose to attend via videoconference as for members of the public who chose to attend the meeting in person.
- G. The minutes of any meetings held via videoconferencing shall include which Board members, if any, participated remotely and shall be available to the public.
- H. All meetings held via videoconferencing shall be recorded and the recordings shall be posted on the Agency's official website within five business days following the meeting. The recordings shall remain available on the Agency's official website for five years following the meeting and shall be transcribed upon request.