

Meeting Date: 08/14/2023
Resolution #: 08/11/2023

**RESOLUTION OF THE SLEEPY HOLLOW LOCAL DEVELOPMENT CORPORATION
(THE “CORPORATION”) AUTHORIZING THE RETENTION OF EFPR GROUP CPAS,
PLLC AND EXECUTION OF A CONTRACT RELATING TO THE SAME**

A regular meeting of the Directors of the Sleepy Hollow Local Development Corporation was convened on August 14, 2023 at 7:00 p.m.

The following resolution was duly offered and seconded, to wit:

WHEREAS, the Corporation was established by the Village of Sleepy Hollow (the “Village”) as a not-for-profit local development corporation with purposes and powers that include constructing, acquiring, rehabilitating for use by others, assisting financially with the construction, acquisition, rehabilitation and improvement, and maintaining and/or leasing facilities on its behalf or for others within the Village; and

WHEREAS, the Corporation is required by applicable law, including, without limitation, the Public Authorities Accountability Act of 2005 (as amended, the “PAAA”), to retain a certified public accounting firm to prepare an annual independent audit report in accordance with generally accepted auditing standards; and

WHEREAS, EFPR GROUP CPAs, LLC (the “Audit Firm”) has provided the Corporation with a proposal dated August 1, 2023 (the “Proposal”), attached hereto as Exhibit A, to prepare the annual independent audit report of the Corporation and to provide related services (the “Work”); and

WHEREAS, the former Chair of the Audit Committee, Paragon-on-Hudson, LLC, has reviewed the Proposal and has determined it is reasonable based on discussions with potential other vendors, and has recommended the engagement of the Audit Firm to perform the Work; and

NOW, THEREFORE, BE IT RESOLVED, by the Directors of the Corporation as follows:

Section 1. The Corporation hereby approves the Proposal and authorizes the Corporation’s legal counsel to negotiate an agreement with the Audit Firm for the Work with such changes and revisions as may be authorized by the Chairman, Vice Chairman and/or Chief Executive Officer and authorizes an expenditure of Corporation funds towards the Work in an amount not to exceed \$12,00.00.

Section 2. The officers, attorneys, employees and agents of the Corporation are hereby authorized and directed for and in the name and on behalf of the Corporation to do all acts and things required and to execute and deliver all such certificates, instruments and documents, including, but not limited to executing any agreement to reflect the Work, to pay all such fees, charges and expenses related to the Work or the Proposal and to do all such further acts and things as may be necessary or,

in the opinion of the officer, attorney, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolutions and to cause compliance by the Corporation with all of the terms, covenants and provisions of the documents executed for and on behalf of the Corporation.

Section 3. This resolution shall take effect immediately.

On motion duly made by Director Oeste-Villavieja and seconded by Director Connell, the forgoing resolution was placed before the Board of Directors of the Corporation and voted:

	Aye	Nay	Abstain	Absent
Michael Dawley	X			
Teresa Oeste-Villavieja	X			
Lauren Connell	X			
Paul Baffico	X			
Benjamin Sirota	X			

Motion carried 5-0.