

Meeting Date: 05/23/2022
Resolution #: 05/09/2022

**RESOLUTION OF THE SLEEPY HOLLOW LOCAL DEVELOPMENT CORPORATION
AUTHORIZING ESTABLISHMENT OF A REDEVELOPMENT COMPANY FOR 193
BEEKMAN AVENUE AND THE APPLICATION FOR FINANCIAL ASSISTANCE TO
THE TOWN OF MOUNT PLEASANT INDUSTRIAL DEVELOPMENT AGENCY**

A regular meeting of the Directors of the Sleepy Hollow Local Development Corporation was convened on May 23, 2022 at 7:00 p.m.

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

WHEREAS, pursuant to Sections 402 and 1411 of the Not-For-Profit Corporation Law (“N-PCL”) of the State of New York, the Sleepy Hollow Local Development Corporation (“Corporation”) was established as a domestic, not-for-profit local development corporation pursuant to a Certificate of Incorporation (the “Certificate”) to undertake certain charitable and public purposes, among other things, including relieving and reducing unemployment, promoting and providing for additional and maximum employment, bettering and maintaining job opportunities, instructing or training individuals to improve or develop their capabilities for such jobs, carrying on scientific research for the purpose of aiding the Village of Sleepy Hollow, New York (the “Village”) by attracting new industry to the City or by encouraging the development of, or retention of, an industry in the Village, and lessening the burdens of government and acting in the public interest; and

WHEREAS, the Corporation owns real property located at 193 Beekman Avenue (the “Property”) and is undertaking the process of pre-permitting, zoning, assemblage, and marketing to allow for the sale and redevelopment of the Property into a mixed-use residential apartment and commercial facility (herein, the “Project”), which will include the demolition and removal of the adjacent Corporation-owned viaduct (the “Viaduct”), assemblage of adjacent property interests and the construction of roadway and other infrastructure improvements to establish an extension of Clinton Street through the Property and connecting with the Corporation-owned East Parcel (the “Roadway Extension”); and

WHEREAS, in advance of selecting a preferred developer to acquire the Property and undertake the Project, the Corporation desires to undertake the following: (i) establish a special purpose limited liability company (the “LLC”, for which the Corporation will initially be sole member) to serve as the lead developer for the Project, (ii) provide the LLC with an exclusive option to acquire the Property from the Corporation and joinder to apply for certain permits and financial assistance for the Project (the “Option Agreement”), (iii) utilize the LLC to apply to the Town of Mount Pleasant Industrial Development Agency (“MPIDA”) for financial assistance to support the Project, including a request for assistance in the form of qualifying project expenditures in connection with the demolition and removal of the Viaduct and construction of the Roadway Extension, and (iv) related development matters associated with the Property and Project.

NOW, THEREFORE, BE IT RESOLVED BY THE DIRECTORS OF THE SLEEPY HOLLOW LOCAL DEVELOPMENT CORPORATION AS FOLLOWS:

Section 1. The Corporation hereby authorizes (i) establishment of a special purpose limited liability company (the “LLC”, for which the Corporation will initially be sole member) to serve as the lead developer for the Project, (ii) providing the LLC, once established, with an exclusive option to acquire the Property from the Corporation and joinder to apply for certain permits and financial assistance for the Project (the “Option Agreement”), (iii) utilizing the LLC to apply to the Town of Mount Pleasant Industrial Development Agency (“MPIDA”) for financial assistance to support the Project, including a request for assistance in the form of qualifying project expenditures in connection with the demolition and removal of the Viaduct and construction of the Roadway Extension. The Chairman, Vice Chairman and Executive Director of the Corporation are authorized to execute and deliver such documents and agreements as necessary to effectuate the foregoing, including the organizational materials for the LLC and submission of an Application for Financial Assistance to the MPIDA.

Section 2. The officers, 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 checks, certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, 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. These Resolutions 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:

On motion duly made by Director Wray and seconded by Director Scarpati, the forgoing resolution was placed before the Board of Directors of the Corporation and voted:

	Aye	Nay	Abstain	Absent
Kenneth Wray	X			
Anthony Scarpati	X			
Michael Dawley	X			
Teresa Oeste-Villavieja				X

STATE OF NEW YORK)
COUNTY OF WESTCHESTER) SS:

I, the undersigned [Acting Secretary] of the Sleepy Hollow Local Development Corporation, DO HEREBY CERTIFY:

That I have compared the annexed extract of minutes of the meeting of the Sleepy Hollow Local Development Corporation (the "Corporation"), including the resolution contained therein, held on May 23, 2022, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Corporation and of such resolution 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 all members of said Corporation had due notice of said meeting, that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public, and that public notice of the time and place of said meeting was duly given in accordance with such Article 7.

I FURTHER CERTIFY, that there was a quorum of the members of the Corporation 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 modified.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said Corporation this ____ day of _____, 2022.

[Acting Secretary]

[SEAL]