

RESOLUTION

A regular meeting of the Onondaga County Industrial Development Agency (the “Agency”) convened in public session on March 14, 2024, at 8:30 a.m., local time at 335 Montgomery Street, 2nd Floor, Syracuse, New York.

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

PRESENT: Patrick Hogan
Janice Herzog
Susan Stanczyk
Kevin Ryan
Fanny Villarreal
Elizabeth Dreyfuss

ABSENT: Cydney Johnson

ALSO PRESENT: Robert M. Petrovich, Executive Director
Jeffrey W. Davis, Esq., Agency Counsel
Amanda M. Fitzgerald, Esq., Agency Counsel

The following resolution was offered by Janice Herzog, seconded by Susan Stanczyk, to wit:

RESOLUTION SELECTING FIRMS TO ASSIST WITH AUDIT SERVICES

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”), Chapter 435 of the Laws of 1970 of the State of New York and Chapter 676 of the Laws of 1975 of the State of New York, as amended, constituting Section 895 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, the Agency desires to engage qualified firms to provide professional audit services to the Agency, including but not limited to accounting and audit services relating to the financial activities of the Agency (collectively, the “Audit Services”); and

WHEREAS, the Agency issued a request for proposals (the “RFP”) from qualified firms to provide the Audit Services; and

WHEREAS, the Agency received proposals (the "Proposals") from Bonadio & Co. LLP and Grossman St. Amour Certified Public Accountants PLLC (collectively, the "Responding Firms"); and

WHEREAS, the Executive Director and Agency staff have reviewed the proposals and have recommended to the members of the board of the Agency that the Agency appoint Grossman St. Amour Certified Public Accountants PLLC as the primary auditor to the Agency (the "Primary Auditor") and Bonadio & Co. LLP as the conflict auditor to the Agency (the "Conflict Auditor"); and

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

Section 1. The Agency hereby appoints the Primary Auditor to serve as the primary auditor to the Agency and appoints the Conflict Auditor to serve as the conflict auditor to the Agency. The Executive Director is authorized to enter into retainer agreements with the Primary Auditor and the Conflict Auditor pursuant to which the Primary Auditor and the Conflict Auditor will provide the Audit Services on an as-needed basis for a three (3) year term with up to three (3) automatic one (1) year extensions.

Section 2. This Resolution shall take effect immediately upon adoption.

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

	<u>AYE</u>	<u>NAY</u>	<u>ABSENT</u>
Patrick Hogan	X		
Janice Herzog	X		
Elizabeth Dreyfuss	X		
Cydney Johnson			X
Susan Stanczyk	X		
Kevin Ryan	X		
Fanny Villarreal	X		

The Resolution was thereupon declared duly adopted.

STATE OF NEW YORK)
) ss.:
COUNTY OF ONONDAGA)

I, the undersigned Secretary of the Onondaga County Industrial Development Agency, DO HEREBY CERTIFY that I have compared the foregoing extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on March 14, 2024, with the original thereof on file in my office, and that the same is a true and correct copy of such proceedings of the Agency and of such Resolution set forth therein and of the whole of said original so far as the same relates to the subject matter 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 this 14th day of March, 2024.



Executive Director

(SEAL)