

**RESOLUTION RELATING TO REVISED RATE  
IN FOREIGN TRADE ZONE NUMBER 54**

A regular meeting of Clinton County Capital Resource Corporation (the "Corporation") was convened in public session in the offices of the Corporation located at 137 Margaret Street, Suite 209 in the City of Plattsburgh, Clinton County, New York on February 12, 2024 at 12:00 o'clock p.m., local time.

The meeting was called to order by the (Vice) Chairperson of the Corporation and, upon roll being called, the following members of the board of directors of the Corporation (the "Board of Directors") were:

PRESENT:

David Hoover	Vice Chairperson
Mark Leta	Assistant Secretary
John VanNatten	Member
Joey Trombley	Member

ABSENT:

Trent Trahan	Chairperson
Michael E. Zurlo	Secretary
Keith Defayette	Treasurer

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Molly Ryan	Executive Director
Toni Moffat	Executive Assistant
Dorothy Brunell	Administrative Assistant
Christopher C. Canada, Esq.	Agency Counsel
Shannon E. Wagner, Esq.	Agency Counsel

The following resolution was offered by J. Trombley, seconded by J. VanNatten, to wit:

Resolution No. 02-24-01

**RESOLUTION AUTHORIZING CLINTON COUNTY CAPITAL RESOURCE  
CORPORATION, AS ADMINISTRATOR OF FOREIGN-TRADE ZONE NUMBER 54,  
TO APPROVE AND IMPLEMENT REVISE RATES CHARGED TO OPERATORS.**

WHEREAS, Clinton County Capital Resource Corporation (the "Corporation") was created pursuant to Section 1411 of the Not-For-Profit Corporation Law of the State of New York, as amended (the "Enabling Act"). Pursuant to the provisions of the Enabling Act and Revenue Ruling 57-187 and Private Letter Ruling 200936012, the County Legislature of Clinton County, New York (the "County") adopted a resolution on November 10, 2010 (the "Sponsor Resolution") (A) authorizing the incorporation of the Corporation under the Enabling Act and (B) appointing the initial members of the board of directors of the Corporation (the "Board of Directors"); and

WHEREAS, in December, 2010, a certificate of incorporation was filed with the New York Secretary of State's Office (the "Certificate of Incorporation") creating the Corporation as a public instrumentality of the County; and

WHEREAS, to accomplish its stated purposes, the Corporation is authorized and empowered under the Enabling Act to acquire real and personal property; to borrow money and issue negotiable bonds, notes and other obligations therefore; to lease, sell, mortgage or otherwise dispose of or encumber any of its real or personal property upon such terms as it may determine; and otherwise to carry out its corporate purposes in the territory in which the operations of the Corporation are principally to be conducted; and

WHEREAS, pursuant to an agreement dated as of August 6, 1980 (the "Original Foreign-Trade Zone Agreement") by and between Clinton County, New York (the "County") and the Clinton County Area Development Corporation ("TDC"), TDC previously acted as administrator of Foreign-Trade Zone Number 54 located in Clinton County, New York ("Foreign-Trade Zone No. 54") collectively comprised of five (5) separate locations in Clinton County, New York as follows: (a) Site 1 located in the Town of Plattsburgh; (b) Site 2 located in the Village of Champlain; (c) Site 3 located in the Village of Champlain; (d) Site 4 located in the City/Town of Plattsburgh; and (e) Site 5 located in the Village of Champlain, respectively; and

WHEREAS, the Corporation and the County in 2019 were notified by TDC that it wished to resign as administrator of Foreign-Trade Zone Number 54; and

WHEREAS, pursuant to a resolution adopted by the members of the board of directors of the Corporation (the "Board of Directors") on March 25, 2019, the Board of Directors authorized (i) the Chairperson, Vice Chairperson and/or the Executive Director of the Corporation to enter into a new foreign trade zone agreement (the "New Agreement") and documents related thereto and (ii) the Corporation to act as administrator of Foreign-Trade Zone Number 54 in replacement of TDC; and

WHEREAS, upon subsequent approval of the Clinton County Legislature by resolution adopted on March 29, 2019, the Corporation and the County entered into the New Agreement, pursuant to which the Corporation, among other things, agreed to act as administrator of Foreign-Trade Zone Number 54; and

WHEREAS, the Corporation has been advised by its special foreign trade zone counsel that the current fee schedule does not reflect (1) the costs incurred by the Corporation in acting as administrator of Foreign-Trade Zone Number 54 or (2) the fees charged by administrators of other foreign-trade zones, and as a result the rates currently charged to operators in Foreign-Trade Zone Number 54 should be revised to reflect an annual fee equal to \$5,000.00 (the "Revised Rate"); and

WHEREAS, as administrator of Foreign-Trade Zone Number 54, the Corporation wishes to approve, and authorize the implementation of, the Revised Rate;

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE BOARD OF DIRECTORS OF THE CLINTON COUNTY CAPITAL RESOURCE CORPORATION AS FOLLOWS:

Section 1. The Corporation hereby approves the Revised Rate.

Section 2. The Corporation hereby authorizes the Chairperson, Vice Chairperson and Executive Director of the Corporation to take all necessary steps to implement the Revised Rate.

Section 3. This resolution 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:

Trent Trahan	VOTING	EXCUSED
David Hoover	VOTING	Yes
Michael E. Zurlo	VOTING	EXCUSED
Mark Leta	VOTING	Yes
Keith Defayette	VOTING	EXCUSED
John VanNatten	VOTING	Yes
Joey Trombley	VOTING	Yes

The foregoing resolution was thereupon declared duly adopted.

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

I, the undersigned (Assistant) Secretary of Clinton County Capital Resource Corporation (the "Corporation"), DO HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the board of directors of the Corporation (the "Board of Directors"), including the resolution contained therein, held on February 12, 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 such resolution contained therein 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 Corporation 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 Board of Directors 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 Corporation this 13<sup>th</sup> day of February, 2024.

  
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Assistant Secretary

(SEAL)