

**RESOLUTION APPOINTING EBO USER  
NEW YORK STATE DEPARTMENT OF TRANSPORTATION GRANT  
SOUTH JUNCTION ENTERPRISES, LLC**

A regular meeting of County of Clinton Industrial Development Agency (the "Agency") was convened in public session in the Clinton County Government Center located at 137 Margaret Street, Suite 208 in the City of Plattsburgh, Clinton County, New York on January 13, 2025 at 12:00 o'clock p.m., local time.

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:**

Trent Trahan	Chairperson
David Hoover	Vice Chairperson
Michael E. Zurlo	Secretary
Keith Defayette	Treasurer
John VanNatten	Member

**ABSENT:**

Mark Leta	Assistant Secretary
Joey Trombley	Member

**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 D. Hoover, seconded by K. Defayette, to wit:

Resolution No. 01-25-03

**RESOLUTION APPOINTING THE EXECUTIVE DIRECTOR OF COUNTY OF CLINTON INDUSTRIAL DEVELOPMENT AGENCY AS THE AUTHORIZED USER OF A CERTAIN EQUITABLE BUSINESS OPPORTUNITIES (EBO) ACCOUNT IN CONNECTION WITH GRANT FUNDING FROM THE NEW YORK STATE DEPARTMENT OF TRANSPORTATION RELATING TO THE SOUTH JUNCTION ENTERPRISES, LLC PROJECT.**

WHEREAS, County of Clinton Industrial Development Agency (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") and Chapter 225 of the 1971 Laws of New York, as amended, constituting Section 895-f 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 commercial, manufacturing 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, to accomplish its stated purposes, the Agency is authorized and empowered under the Act to acquire, construct, reconstruct and install one or more "projects" (as defined in the Act), or to cause said projects to be acquired, constructed, reconstructed and installed, and to convey said projects or to lease said projects with the obligation to purchase; and

WHEREAS, South Junction Enterprises, LLC (the "Company") is undertaking a project (the "Project") consisting of (i) the construction of third rail siding for transloading spanning approximately 1,750 feet of railroad track to accommodate additional railcars, (ii) the construction of a storage silo and pit system, (iii) the construction of an additional storage garage and (iv) the undertaking of paving and asphalt improvements to the upper transload roadway at the Company's existing bulk transfer facility located on South Junction Road in the City of Plattsburgh, Clinton County, New York to expand rail capacity in order to meet increased demand for rail shipments in Clinton County and surrounding regions; and

WHEREAS, in connection with the Project, the Company wished to submit an application (the "Application") to the New York State Department of Transportation ("NYSDOT") for grant funding related to the Project as set forth in the Application, a copy of which is attached hereto as Exhibit A;

WHEREAS, by resolution adopted by the members of the Clinton Grant Facilitation Corporation (the "Corporation") on April 19, 2021, the members of the Corporation authorized the Application to be submitted to the NYSDOT (the "Submission Resolution"); and

WHEREAS, the Application was submitted by the Corporation on behalf of the Agency, and the Agency has been awarded a grant in the amount of \$1,406,070.89 from the NYSDOT for the Project (the "Grant"); and

WHEREAS, by resolution adopted by the members of the Agency on October 13, 2022 (the "Agency Grant Resolution"), the Agency authorized, among other things, the acceptance of the Grant and, in connection therewith, the execution and delivery by the Agency of a grant agreement by and between the Agency and the NYSDOT (the "Grant Agreement") and certain other related documents, which execution and delivery by the Agency was conditioned upon the execution and delivery by the Company of a certain grant and indemnification agreement by and between the Agency and the Company (the "Indemnification Agreement") pursuant to which the Company, among other things, agreed to comply with the Agency's obligations under the Grant Agreement; and

WHEREAS, in connection with the Grant Agreement, the Company is required to comply with certain equal opportunity hiring and reporting requirements; and

WHEREAS, the NYSDOT operates equitable business opportunities software (the "EBO Software") to facilitate the reporting requirements in connection with the Grant; and

WHEREAS, in order for the Company to comply with the reporting requirements, the NYSDOT requires the appointment by the Agency of an authorized user of the EBO Software (the "EBO User"); and

WHEREAS, under Section 858 of the Act, the Agency has the power to make certain appointments and approve certain administrative matters; and

WHEREAS, pursuant to the Act and the authorization contained in the Agency Grant Resolution, the Agency desires to appoint the Executive Director of the Agency as the EBO User in connection with the Grant; and

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

Section 1. The Agency hereby takes the following actions: Approves and confirms the appointment of Molly Ryan, Executive Director of the Agency as the EBO User in connection with the Grant.

Section 2. The Agency hereby authorizes the Chairperson, Vice Chairperson, and/or Executive Director to take all steps necessary to carry out the purpose of this resolution.

Section 3. The officers, employees and agents of the Agency continue to be authorized and directed for and in the name and on behalf of the Agency to do all acts and things required or provided for by the provisions of the Grant Documents, and to execute and deliver all such additional 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 resolution and to cause compliance by the Agency with all of the terms, covenants and provisions of the Grant Documents and related documents binding upon the Agency.

Section 4. 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	Yes
David Hoover	VOTING	Yes
Michael E. Zurlo	VOTING	Yes
Mark Leta	VOTING	Excused
Keith Defayette	VOTING	Yes
John VanNatten	VOTING	Yes
Joey Trombley	VOTING	Excused

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 County of Clinton Industrial Development Agency (the "Agency"), DO HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Agency, including the resolution contained therein, held on January 13, 2025 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 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 and affixed the seal of the Agency this 13<sup>th</sup> day of January, 2025.

  
(Assistant) Secretary

(SEAL)