

RESOLUTION TO AUTHORIZE THE USE OF
VIDEOCONFERENCING FOR PUBLIC MEETINGS

August 17, 2022

WHEREAS, the Town of Brookhaven Industrial Development Agency (the "Agency") is a public body which falls within the scope of the Open Meetings Law; and

WHEREAS, Section 103 of the Public Officers Law has been revised to allow a public body to, in its discretion, conduct its meetings via videoconferencing provided that certain requirements found in the statute are satisfied;

WHEREAS, Section 103 of the Public Officers Law requires that the Agency pass a resolution, following a public hearing, authorizing the use of videoconferencing to conduct its meetings; now therefore be it

RESOLVED, that the members of the Agency find it in the best interest of the Agency and the public to use videoconferencing to conduct its meetings under certain "extraordinary circumstances", as outlined under the written procedures; and further

RESOLVED, that "extraordinary circumstances", as defined in the written procedures, include disability, illness or quarantine, caregiving responsibilities, if the member is out of state, or any other significant or unexpected factor or event approved by the board chair which precludes a member's physical attendance at any meeting.

RESOLVED, that the Agency hereby authorizes, for itself and any committees and subcommittees, the use of videoconferencing, in the discretion of the Agency, to conduct its meetings; and further

RESOLVED, that the Agency shall establish written procedures governing member and public attendance consistent with the requirements of the Open Meetings Law and post such written procedures on the Agency's official website; and further

RESOLVED, that this Resolution shall take effect immediately.

CERTIFICATION

STATE OF NEW YORK)

) ss.:

COUNTY OF SUFFOLK)

I, the undersigned Chief Executive Officer of the Town of Brookhaven Industrial Development Agency, certifies under penalty of perjury as follows:

1. I have compared the foregoing copy of the Resolution of the Town of Brookhaven Industrial Development Agency (the "Agency") with the original thereof on file in the office of the Agency.

2. The aforesaid copy is a true and correct copy of such Resolution and of the proceedings of the Agency in connection with such matter.

3. Such Resolution was adopted at a regularly scheduled public meeting of the Agency occurring on August 17, 2022, at 12:30 p.m. at Brookhaven Town Hall, Second Floor Media Room, One Independence Hill, Farmingville, New York 11738, at which the following members were:

Present: Frederick C. Braun, Felix J. Grucci, Martin Callahan, Ann-Marie Scheidt, Gary Pollakusky & Frank C. Trotta

Absent:

Also Present: Lisa M. G. Mulligan, CEO, Lori LaPonte, CFO, Annette Eaderesto, IDA Counsel, Barry Carrigan, Nixon Peabody, Jocelyn Linse, Executive Assistant, Amy Illardo, Director of Marketing & Project Development

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

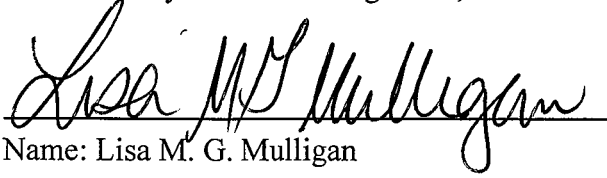
| <u>YEA</u> | <u>NEA</u> | <u>ABSTAIN</u> | <u>ABSENT</u> |
|------------|------------|----------------|---------------|
| Braun | | | |
| Grucci | | | |
| Callahan | | | |
| Scheidt | | | |
| Pollakusky | | | |
| Trotta | | | |

The Resolution was thereupon duly adopted.

4. That the Agency Documents, to which the Agency is a party contained in this transcript of proceedings, are each in substantially the form presented to the Agency and/or approved by said meeting.

I FURTHER CERTIFY that public notice of the time and place of said meeting was duly given to the public and the news media in accordance with the New York Open Meetings Law, constituting Chapter 132 of the Laws of 1973 of the State of New York, that all members of said Agency had due notice of said meeting and that the meeting was in all respects duly held.

IN WITNESS WHEREOF, I have hereunto set my hand as of August 17, 2022.

A handwritten signature in black ink, reading "Lisa M. G. Mulligan", written over a horizontal line.

Name: Lisa M. G. Mulligan

Title: Chief Executive Officer

Exhibit C

Form Written Procedures

Written Procedures for Meetings Held Via Videoconferencing

The following procedures shall govern any public meetings of the Town of Brookhaven Industrial Development Agency (the "Agency"), including all committee meetings, held via videoconferencing:

- A. In the case of a state disaster emergency declared by the State or a local state of emergency proclaimed by Suffolk County or the Town of Brookhaven, which impairs the ability of the Agency to hold an in-person meeting, a meeting of the Board of Directors of the Agency (the "Board") may be held solely via videoconferencing.
- B. In all other cases, at the discretion of the Chair of the Board, individual Board members may attend a meeting via videoconferencing due to "extraordinary circumstances" (as defined herein) provided, however, that such Board member's remote attendance shall comply with all relevant laws related to remote attendance and that all meetings shall have the minimum number of Board members physically present at a location where the public can attend in order to fulfil the Board's quorum requirement.
- C. "Extraordinary circumstances" include disability, illness or quarantine, caregiving responsibilities, if a member is out of the state, or any other significant or unexpected factor or event approved by the board chair which precludes a member's physical attendance at any meeting.
- D. Notice for any meeting that will be held via videoconference, other than for State or local emergency, shall inform the public (1) that videoconferencing will be used; (2) how to access and/or participate in the meeting; (3) where required documents and records will be posted or otherwise available; and (4) of the physical location of the meeting is to be held. The notice shall be posted on the Agency's official website.
- E. All members shall be seen and heard while the meeting is being conducted.
- F. In all instances where public comment or participation is permitted and/or required, members of the public shall be able to view and participate in the meeting via videoconferencing in real time. There shall be no difference in the level of participation for members of the public who chose to attend via videoconference as for members of the public who chose to attend the meeting in person.
- G. The minutes of any meetings held via videoconferencing shall include which Board members, if any, participated remotely and shall be available to the public.
- H. All meetings held via videoconferencing shall be recorded and the recordings shall be posted on the Agency's official website within five business days following the meeting. The recordings shall remain available on the Agency's official website for five years following the meeting and shall be transcribed upon request.