

**CHAUTAUQUA REGION ECONOMIC DEVELOPMENT CORPORATION**

**RESOLUTION 02-27-24-05**

A regular meeting of the Chautauqua Region Economic Development Corporation was convened on February 27, 2024, at 12:00 p.m.

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

RESOLUTION OF THE CHAUTAUQUA REGION ECONOMIC DEVELOPMENT CORPORATION (“CREDC”) AUTHORIZING THE NEGOTIATION AND EXECUTION OF A MANAGEMENT AND ADMINISTRATIVE SERVICES AGREEMENT BY AND BETWEEN CREDC AND THE COUNTY OF CHAUTAUQUA INDUSTRIAL DEVELOPMENT AGENCY (THE “AGENCY”) FOR THE PROVISION OF CERTAIN MANAGEMENT AND ADMINISTRATIVE SERVICES BY THE AGENCY TO CREDC, AS DESCRIBED HEREIN

WHEREAS, the Chautauqua Region Economic Development Corporation (the “CREDC”) was incorporated in 1986 pursuant to the New York State Not-For-Profit Corporation Law (the “NFP Law”) with the mission to relieve and reduce unemployment, promote, and provide for additional employment for the citizen of the County of Chautauqua; and

WHEREAS, the County of Chautauqua Industrial Development Agency (the “Agency”) is experienced and skilled in the performance of general management, business advisory, program performance, real estate matters, lending, bonding, tax abatement matters, grant application submission, compliance matters, marketing and promotional activities supporting investment and job retention and creation initiatives, administrative, fiscal, and accounting and tax functions for economic development organizations (collectively, the “Management and Administrative Services”); and

WHEREAS, CREDC is an affiliate of the Agency with interlocking members of their respective boards of directors and members, and provides economic development services for the benefit of the residents of Chautauqua County, New York, and each entity engages in its activities on a county-wide basis; and

WHEREAS, the CREDC is in need of such Management and Administrative Services to be performed on its behalf; and

WHEREAS, the Agency desires to provide such Management and Administrative Services to CREDC, and in furtherance thereof, CREDC desires to enter into a Management and Administrative Services Agreement in the form attached hereto as **Exhibit A** (the “Shared Services Agreement”), with the Agency.

NOW, THEREFORE, BE IT RESOLVED BY CREDC AS FOLLOWS:

Section 1. As required under Article 8 of the New York State Environmental Conservation Law, and the regulations promulgated therein at 6 N.Y.C.R.R. Part 617 (collectively referred to as “SEQR”), the CREDC has reviewed the Shared Services Agreement and hereby determines that no further SEQR compliance is required pursuant to 6 N.Y.C.R.R. Section 617.5(c)(26) because the contemplated execution of the Shared Services Agreement and provision of Management and Administration Services thereunder is a Type II Action and is considered routine or continuing agency administration and management.

Section 2. CREDC hereby approves of the Shared Services Agreement and authorizes the Chief Executive Officer (the “Authorized Officer”), on behalf of CREDC, to negotiate, execute and deliver the Shared Services Agreement and any other related documents, required to accomplish the purposes of this resolution, with such changes, variations, omissions and insertions as authorized by the Authorized Officer, in consultation with CREDC’s general counsel, the execution thereof by the Authorized Officer to constitute conclusive evidence of such approval.

Section 3. The Authorized Officer, employees and agents of CREDC are hereby authorized and directed for and in the name and on behalf of CREDC to do all acts and things required and to execute and deliver all such 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 CREDC with all of the terms, covenants and provisions of the documents executed for and on behalf of CREDC.

Section 4. Any and all actions heretofore taken or authorized by CREDC and/or its officers, employees and agents with respect to the foregoing resolutions are hereby ratified, approved and confirmed in all aspects.

Section 5. These resolutions shall take effect immediately.

Dated: February 27, 2024

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By   
Chairman

Date 2/27/24

**EXHIBIT A**

**FORM OF SHARED SERVICES AGREEMENT**

[Attached]