

RESOLUTION
(Governance Resolution)

A regular meeting of the City of Yonkers Industrial Development Agency was convened on October 31, 2022.

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

Resolution No. 10/2022-18

RESOLUTION OF THE CITY OF YONKERS INDUSTRIAL DEVELOPMENT AGENCY
ADOPTING CERTAIN POLICIES AND PROCEDURES AND ADDRESSING OTHER
MATTERS IN CONNECTION WITH GOVERNANCE

WHEREAS, by Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 83 of the Laws of 1982 of the State of New York, as amended (hereinafter collectively called the “Act”), the **CITY OF YONKERS INDUSTRIAL DEVELOPMENT AGENCY** (the “Agency”) was created to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of manufacturing, industrial and commercial 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 wishes to amend and restate and/or adopt certain policies and procedures to ensure continued compliance with current best practices in governance and applicable law, including, without limitation, the Public Authorities Accountability Act of 2005 and the Public Authorities Reform Act of 2009, and the Act (including, without limitation, certain amendments to Sections 859-a and 874 thereof) (collectively, “Applicable Laws”); and

WHEREAS, the Agency desires to amend the Personnel Policies and Procedures (the “Personnel Policies”): to (i) create a prorated calendar for allotment of personal days, (ii) create a staff tuition reimbursement benefit policy, (iii) adopt a Family and Medical Leave Act policy, (iv) amend by adding the holiday schedule to include Juneteenth, (v) amend the bereavement policy, (vi) adopt a sexual harassment policy, and (viii) adopt a social media policy; and

WHEREAS, these revisions will advance qualified staff recruitment and retention efforts; and

WHEREAS, except for the changes described above, the Agency shall otherwise readopt the Personnel Policies in substantially the same form as previously approved; and

WHEREAS, the Agency amends the Agency Guidelines and Procedures (the “Guidelines”) to (i) amend the Code of Ethics in accordance with the Authorities Budget Office model policy, (ii) amend the Whistleblower Policy in accordance with the Authorities Budget

Office model policy, (iii) adopt a fixed asset depreciation policy, and (iv) adopt a discretionary funds policy; and

WHEREAS, except for the changes described above, the Agency shall otherwise readopt the Guidelines in substantially the same form as previously approved; and

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE AGENCY AS FOLLOWS:

Section 1. The Agency hereby adopts, as a formal policy of the Agency, the Personnel Policies annexed hereto as Exhibit A as part of the Agency's Policy Manual. The Personnel Policies and Procedures hereby supersede any and all policies heretofore adopted by the Agency with respect to the subject matter thereof.

Section 2. The Agency hereby adopts, as a formal policy of the Agency, the Guidelines annexed hereto as Exhibit B as part of the Agency's Policy Manual. The Guidelines hereby supersede any and all policies heretofore adopted by the Agency with respect to the subject matter thereof.

Section 3. This Resolution shall not preclude the Agency from adopting other or further policies relating to governance and activities of the Agency as determined from time to time by the members of the Agency.

Section 4. The policy changes adopted pursuant to this Resolution shall take effect as of October 31, 2022, and the members of the Agency hereby ratify and confirm any actions taken by staff of the Agency prior to the adoption of this resolution with respect to the subject matter hereof.

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

	<i>Yea</i>		<i>Nay</i>		<i>Abstain</i>		<i>Absent</i>	
Mayor Mike Spano	[✓]	[]	[]	[]
Marlyn Anderson	[✓]	[]	[]	[]
Melissa Nacerino	[✓]	[]	[]	[]
Hon. Cecile D. Singer	[✓]	[]	[]	[]
Henry Djonbalaj	[✓]	[]	[]	[]
Robert Espiritu	[✓]	[]	[]	[]
Victor Gjonaj	[✓]	[]	[]	[]

The Resolution was thereupon duly adopted.

CERTIFICATION
(Governance Resolution)

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

I, MARLYN ANDERSON, the undersigned Secretary of the City of Yonkers Industrial Development Agency DO HEREBY CERTIFY:

That I have compared the annexed extract of minutes of the meeting of the City of Yonkers Industrial Development Agency (the "Agency"), including the resolution contained therein, held October 31, 2022 with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of such resolution set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

I FURTHER CERTIFY, that all members of said Agency had due notice of said meeting, that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public, and that public notice of the time and place of said meeting was duly given in accordance with such Article 7.

I FURTHER CERTIFY, that 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 modified.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said Agency this 31st day of October, 2022.



Marlyn Anderson, Secretary

[SEAL]

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Resolution: Governance
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TC: Harris Beach PLLC

EXHIBIT A

**Personnel Policies and Procedures Manual
(Attached)**

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EXHIBIT B

**Agency Guidelines and Procedures
(Attached)**