

Date: December 21, 2022

At a scheduled meeting of the City of Mount Vernon Industrial Development Agency (the "Agency") duly convened by the Chair of the Agency and held on December 21, 2022, at 11:00 AM in the Mayor's Conference Room, 1 Roosevelt Square, Mount Vernon, NY 10550, the following members of the Agency were:

Present: Mayor Shawyn Patterson-Howard
Darren Morton, EdD.
Brian Johnson, Esq.
Stephanie Vanderpool

Absent: None

Excused: None

After the meeting had been duly called to order, the Chair announced that among the purposes of the meeting was to consider and take action on that aspect of the City of Mount Vernon Industrial Development Agency project with Blue Rio, LLC that concerns the Duck Soup (Retail) PILOT agreement by initiating litigation against Blue Rio.

The following resolution was duly moved and seconded, discussed and adopted with the following members voting:

Voting Aye

Mayor Shawyn Patterson-Howard
Darren Morton, EdD.
Brian Johnson, Esq.
Stephanie Vanderpool

Voting Nay

None

RESOLUTION OF THE CITY OF MOUNT VERNON INDUSTRIAL DEVELOPMENT AGENCY AUTHORIZING THE INITIATION OF LITIGATION AGAINST BLUE RIO, LLC PERTAINING TO THE DUCK SOUP (RETAIL) PILOT AGREEMENT

WHEREAS, by Title I of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 304 of the Laws of 1974 of the State of New York, as the same may be amended from time to time (collectively, the “Act”), the **CITY OF MOUNT VERNON INDUSTRIAL DEVELOPMENT AGENCY** (the “Agency”), was created with the authority and power among other things, to assist with the acquisition of certain industrial development projects as authorized by the Act; and

WHEREAS, the Agency entered into a Payment in Lieu of Taxes Agreement with Blue Rio, LLC (“Blue Rio”) dated as of November 13, 2014 related to the retail space portion of the proposed project as described therein, to be sub-subleased by Blue Rio to Duck Soup Enterprises, LLC (hereafter the “Agreement”); and

WHEREAS, Blue Rio is not in compliance with and in default of its obligations under the Agreement including as a result of Blue Rio’s failure to timely make the payments in lieu of taxes and associated penalties and interest pursuant to the Agreement; and

WHEREAS, counsel to the Agency has recommended that the Agency initiate litigation against Blue Rio in order to recover the payments due and owing the Agency pursuant to the Agreement as being in the best interest of the Agency; and

WHEREAS, counsel to the Agency requests authorization to initiate such litigation; and

WHEREAS, based on the recommendation of counsel, the Agency believes it is in its best interest to authorize and approve the initiation of litigation against Blue Rio;

NOW, THEREFORE BE IT RESOLVED BY THE Agency (a majority of the members thereof affirmatively concurring) as follows:

Section 1. The Agency hereby approves the initiation of litigation against Blue Rio as set forth herein.

Section 2. The members, officers, employees, counsel, and agents of the Agency are hereby authorized and directed for and in the name and on behalf of the Agency to do all acts and things required, and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee, counsel, or agent acting, desirable and proper, to effect the purposes of the foregoing resolution.

Section 3. This resolution shall take effect immediately.

CERTIFICATION

STATE OF NEW YORK)

ss.:

COUNTY OF WESTCHESTER)

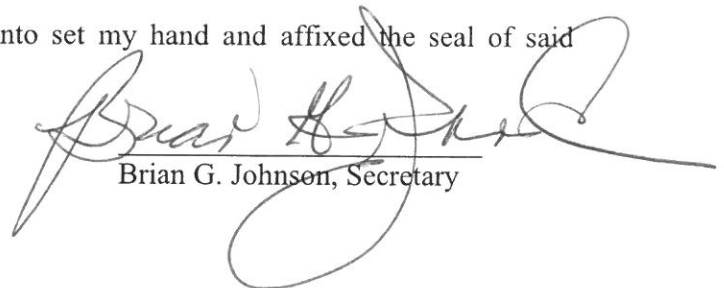
I, the undersigned, Secretary of the City of Mount Vernon Industrial Development Agency (the "Agency") DO HEREBY CERTIFY:

That I have compared the annexed extract of minutes of the meeting of the Agency including the resolution contained therein, held on December 21, 2022 with the original thereof on file in the office of the Agency, 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.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of said Agency this 21st day of December, 2022.


Brian G. Johnson, Secretary