

Date: February 10, 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 February 10, 2022, at 10:00 AM in the Mayor's Conference Room, 1 Roosevelt Square, Mount Vernon, NY 10550, the following members of the Agency were:

Present: Shawyn Patterson-Howard  
Brian Johnson  
Darren Morton  
Stephanie Vanderpool

Absent: 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 pertaining to the waiver of \$5,118.20 in PILOT Payment late penalties to be paid by Ace Natural, Inc. provided certain local recruitment and retention efforts are met.

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

Voting Aye

Shawyn Patterson-Howard  
Brian Johnson  
Darren Morton  
Stephanie Vanderpool

Voting Nay

None

**RESOLUTION OF THE CITY OF MOUNT VERNON INDUSTRIAL DEVELOPMENT AGENCY APPROVING AND AUTHORIZING THE WAIVER OF \$5,118.20 IN PILOT PAYMENT LATE PENALTIES TO BE PAID BY ACE NATURAL, INC. PROVIDED CERTAIN LOCAL RECRUITMENT AND RETENTION EFFORTS ARE MET.**

WHEREAS, by Title I of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 786 of the Laws of 1976 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 Act authorizes the Agency (1) to promote the economic welfare, recreational opportunities and prosperity of the inhabitants of the City of Mount Vernon, and (2) to promote, attract, encourage and develop recreation and economically sound commerce and industry through governmental action for the purpose of preventing unemployment and economic deterioration; and

WHEREAS, in 2018, Ace Natural, Inc. (“Company”), requested “financial assistance” (as such term is defined in the Act) of the Agency with respect to a certain project (the “Project”) consisting of the renovation and equipping of an existing property (the “Facility Realty”) located at 249-257 East Sanford Boulevard, Mount Vernon, New York, owned at that time by Exit 8 Hutch LLC (“Exit 8”) and now owned by The Vierling Family, LLC (“Vierling”) and leased by Exit 8 (and now Vierling) to the Company, for use as an organic food distribution center, including offices, distribution facilities, and some food processing, packaging and cold storage (collectively, the “Improvements”, and together with Facility Realty, the “Project Facility”); and

WHEREAS, among the financial assistance provided to the Company was a partial real property abatement, memorialized in a certain Payment in Lieu of Taxes Agreement, dated as of April 30, 2018, by and between the Exit 8 (now Vierling) and the Agency (the “PILOT Agreement”); and

WHEREAS, the PILOT Agreement assesses certain late fees and penalties in the event PILOT payments are not timely made; and

WHEREAS, as a result of COVID-19 pandemic related difficulties, the Company was tardy in remitting the second half of its 2021 PILOT payment obligation; and

WHEREAS, the Company has petitioned the Agency for relief from the late payment, which is \$6,118.20; and

WHEREAS, the Company has exceeded its hiring requirements, with the exception of the goal of employing 30% of its Project Facility workforce from among City of Mount Vernon residents; and

WHEREAS, the Company has expressed its willingness to collaborate with the Agency to increase its recruitment and retention of Mount Vernon residents to work at the Project Facility; and

WHEREAS, the Agency shall waive \$5,118.20 of the late fees so long as the Company, for the balance of 2022, employs good faith, best efforts to collaborate with the Agency's Business Development Director in improving the recruitment and retention of Mount Vernon residents as employees at the Project Facility (the "Waiver"); and

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

Section 1. The Agency hereby approves and authorizes the Waiver under the terms set forth in the Recitals.

Section 2. That the Agency and the Company shall report to the Board of Directors of their efforts at the January 2023 Board of Directors meeting.

Section 3. The officers, employees 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 execute and deliver all such certificates, instruments and documents 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 the Agency with all of the terms, covenants and provisions of the documents executed for and on behalf of the Agency.

Section 4. This resolution shall take effect immediately.

**CERTIFICATION**

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

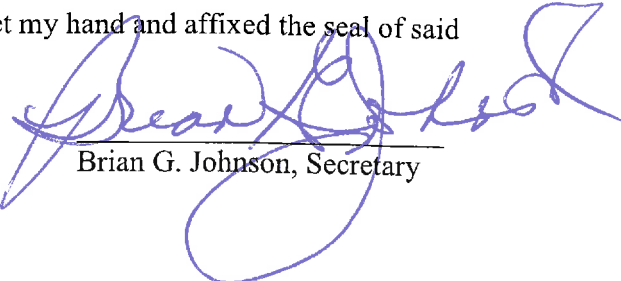
I, the undersigned, Secretary of the City of Mount Vernon Industrial Development Agency (the "Agency") DO HEREBY CERTIFY:

That I have compared the annexed extract of minutes of the meeting of the Agency including the resolution contained therein, held on February 10, 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.

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 10<sup>th</sup> day of February, 2022.

  
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Brian G. Johnson, Secretary