

**RESOLUTION CONFIRMING INDEPENDENCE  
OF AGENCY CERTIFIED AUDITOR  
AND APPROVING NON-AUDIT SERVICES**

A regular meeting of the Audit Committee (the "Committee") of the Albany County Industrial Development Agency (the "Agency") was convened in public session at the offices of the Agency located at 111 Washington Avenue, Suite 100 in the City of Albany, Albany County, New York on March 25, 2026 at 4:00 o'clock p.m., local time.

The meeting was called to order by the Chairperson of the Committee and, upon roll being called, the following members of the Committee were:

PRESENT:

William Murphy	Chairperson
Anton Dreslin	Member

ABSENT:

Hon. Wanda Willingham	Member
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AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Kevin O'Connor	Chief Executive Officer
Amy Thompson	Chief Financial Officer
Antionette Dukes-Hedge	Economic Development Coordinator
Sara Paulsen	Executive Assistant
Christopher C. Canada, Esq.	Agency Counsel

The following resolution was offered by William Murphy, seconded by Anton Dreslin, to wit:

Audit Committee Resolution No. 0326-01

**RESOLUTION CONFIRMING THE INDEPENDENCE OF THE INDEPENDENT  
AUDITOR OF THE ALBANY COUNTY INDUSTRIAL DEVELOPMENT AGENCY  
AND AUTHORIZING SUCH AUDITOR TO PERFORM NON-AUDIT SERVICES.**

WHEREAS, the Albany County Industrial Development Agency (the "Agency") is authorized and empowered by the provisions of Chapter 1030 of 1969 Laws of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the "Enabling Act") and Chapter 178 of the 1975 Laws of New York, as amended, constituting Section 903-b of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the "Act") to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of industrial, manufacturing, warehousing, commercial, research and recreation 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, pursuant to a requirement under Chapter 506 of the 2009 Laws of the State of New York (the "Public Authorities Reform Act"), the Audit Committee (the "Committee") of the Agency was formed to, among other things, appoint, compensate and oversee independent auditors retained by the Agency; review and approve the Agency's audited financial statements, associated management letter, report on internal controls and all other auditor communications; review significant accounting and reporting issues, including complex or unusual transactions and management decisions, and recent professional and regulatory pronouncements, and understand their impact on the financial statements; and

WHEREAS, the Agency has retained BST & Co. CPAs, LLP to act as the independent auditor of the Agency (the "Auditor"); and

WHEREAS, pursuant to Section 2802(4) of the Public Authorities Law of the State of New York (the "PAL"), the certified independent public accounting firm providing the Agency's annual independent audit will be prohibited in providing audit services to the Agency if the lead (or coordinating) audit partner (having primary responsibility for the audit), or the audit partner responsible for reviewing the audit, has performed audit services for the Agency in each of the five (5) previous fiscal years of the Agency; and

WHEREAS, further, pursuant to Section 2802(5) of the PAL, the certified independent public accounting firm performing the Agency's audit may not perform any non-audit services to the Agency contemporaneously with the Agency's independent audit, including: (a) bookkeeping or other services related to the accounting records or financial statements; (b) financial information systems design and implementation; (c) appraisal or valuation services, fairness opinions, or contribution-in-kind reports; (d) actuarial services; (e) internal audit outsourcing services; (f) management functions or human services; (g) broker or dealer, investment advisor, or investment banking services; and (h) legal services and expert services unrelated to the audit, unless such independent public accounting firm receives previous written approval from the Committee; and

WHEREAS, the Committee and Agency staff have reviewed the identity of the lead (or coordinating) audit partner of the Auditor and have confirmed that such lead (or coordinating) audit partner has not performed audit services for the Agency in each of the five (5) previous fiscal years of the Agency; and

WHEREAS, the members of the Committee desire to document the confirmation of the independence of the Agency's Auditor and provide approval for the Auditor to provide non-audit services to the Agency, if necessary;

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE AUDIT COMMITTEE OF ALBANY COUNTY INDUSTRIAL DEVELOPMENT AGENCY AS FOLLOWS:

Section 1. All action taken by the staff, counsel, and/or the members of the Committee with respect to (a) the confirmation of the independence of the Auditor and (b) the approval of the provision of non-audit services by the Auditor is hereby ratified and confirmed.

Section 2. Based on the information presented by the staff of the Agency, the members of the Committee hereby (a) find and confirm that the Auditor, is fully "independent" pursuant to, and in accordance with, the PAL, and (b) approve the provision of non-audit services by the Auditor, if necessary.

Section 3. This resolution shall take effect immediately.

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

William Murphy	VOTING	<u>YES</u>
Anton Dreslin	VOTING	<u>YES</u>
Hon. Wanda Willingham	VOTING	<u>ABSENT</u>

The foregoing resolution was thereupon declared duly adopted.

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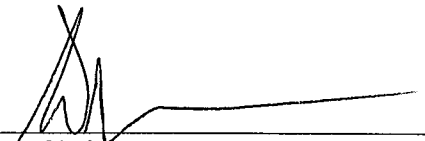
STATE OF NEW YORK                    )  
  ) SS.:  
COUNTY OF ALBANY                    )

I, the undersigned Chairperson of the Audit Committee (the “Committee”) of Albany County Industrial Development Agency (the “Agency”), DO HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Committee, including the resolution contained therein, held on March 25, 2026 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such resolution contained therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Committee had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the “Open Meetings Law”), said meeting was open to the general public, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Committee 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 rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand this 25<sup>th</sup> day of March, 2026.

  
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Chairperson