

**WARREN COUNTY LOCAL DEVELOPMENT CORPORATION
Resolution No. 20250116-1
2025 Board and Committee Appointments**

Introduced by: Mark Smith

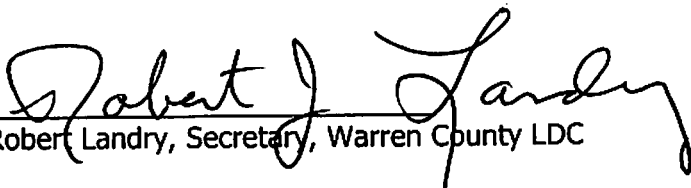
Seconded by: David Strainer

NOW THEREFORE BE IT RESOLVED, that the WCLDC Board has approved the attached list of Committee appointments to include – WCLDC Board Members; WCLDC Officers; Governance Committee Members; Audit & Finance Committee Members; Business Support Committee Members; Business Review Committee Members; Professional Relationships Retained. Members voting of the Board of Directors in the Affirmative

Nathan Etu	Y / N / Abstain / Absent	David Strainer	Yes/ N / Abstain / Absent
Robert Landry	Yes/ N / Abstain / Absent	Nancy Turner	Yes/ N / Abstain / Absent
Eugene Merlino	Y / N / Abstain / Absent	Mike Wild	Yes/ N / Abstain / Absent
Mark Smith	Yes/ N / Abstain / Absent		

I, Robert Landry Secretary of the Warren County Local Development Corporation (WCLDC) hereby certify that this resolution was duly adopted by the Board of Directors of said Corporation, at a meeting of said Board duly called and held on the 16th day of January 2025, at which a quorum of said Board was present, and that the same is true and correct transcript of said resolution, entered in the regular book of minutes of proceedings of WCLDC.

In witness where, I have hereunto set my hand on the 16th day of January 2025.


Robert Landry, Secretary, Warren County LDC



2025 BOARD MEMBERS

All WCLDC Board Members are appointed by the Chair of the Board of Supervisors of Warren County, who is also the sole member of the WCLDC

Nathan Etu

Robert Landry

Eugene Merlino

Mark Smith

David Strainer

Nancy Turner

Mike Wild

Officer Appointments

Chair – Mike Wild - appointed 1/1/25

As Proposed by the Chair:

Vice Chair – Nathan Etu - appointed 1/16/2025

Secretary – Robert Landry - appointed 1/16/2025

Treasurer – Eugene Merlino - appointed 1/16/2025 through March 2025

2025 GOVERNANCE COMMITTEE MEMBERS

As proposed by Chair

Nathan Etu

Nancy Turner

David Strainer

2025 AUDIT & FINANCE COMMITTEE MEMBERS

As proposed by Chair

Gene Merlino

Mark Smith

Robert Landry

2025 BUSINESS SUPPORT COMMITTEE

As established at the 1/16/2025 Board of Directors Meeting

Mark Smith
Mike Wild
Robert Landry – Advisory Role

2025 BUSINESS REVIEW COMMITTEE

Continue as indicated below:

Michael S. Borgos
Borgos & Del Signore P.C.

Time LaSaro
NBT Bank

Michael Murray
Adirondack Trust Company

Mark Yrsha
Arrow Bank

Jean Lapper
Anderson Advisory CPAs

2025 PROFESSIONALS RETAINED AND APPROVED RELATIONSHIPS

Certified Public Accountant/Auditor

EFPR Group
6390 Main Street
Suite 200
Williamsville, NY 14221

General Counsel

Fitzgerald Morris Baker Firth, P.C.
68 Warren Street
Glens Falls, NY 12801

Banking Institution

Arrow Bank
TD Bank



**WARREN COUNTY LDC RESOLUTION No. 20250116-2
Approval of Third and Final Disbursement to LuMaZu, LLC**

Introduced by: Mark Smith Seconded by: Nancy Turner

WHEREAS, a motion is made to extend a disbursement of \$50,000 to LuMaZu, LLC with conditions moving forward;

WHEREAS, the conditions are to provide monthly reporting by the 2nd Friday of every month. This reporting is to include: balance sheet; profit & loss; AR / AP reports; flowchart outlining the progress and actions with the packaging machine; and a production report fiscal year to last month charting each SKU, the # produced # sold and margins.

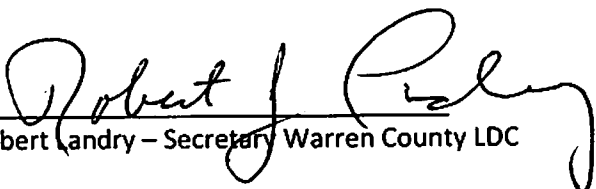
WHEREAS, this is the third and final disbursement for this loan. As per the terms of the Loan Agreement, dated 05/09/2024, Borrower shall make principal and interest payments in the amount of \$3,386.86 commencing on the thirtieth (30) day after full disbursement of the loan.

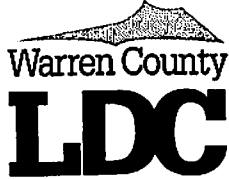
NOW THEREFORE BE IT RESOLVED, that the WCLDC Board has approved a third and final disbursement of \$50,000 to LuMaZu, LLC. Members of the Board of Directors voting as indicated below:

Michael Wild	Yes/ No / Absent	Robert Landry	Yes/ No / Absent
Nathan Etu	Yes/ No / Absent	Mark Smith	Yes/ No / Absent
David Strainer	Yes/ No / Absent	Gene Merlino	Yes/ No / Absent
Nancy Turner	Yes/ No / Absent		

I, Robert Landry Secretary of the Warren County Local Development Corp, (WCLDC) hereby certify that this resolution was duly adopted by the Board of Directors of said Corporation, at a meeting of said Board duly called and held on the 22nd day of January 2025, at which a quorum of said Board was present, and that the same is true and correct of the transcript of said resolution, entered in the regular book of minutes of proceedings of WCLDC.

In witness where, I have hereunto set my hand on the ____ day of January 2025.


Robert Landry – Secretary Warren County LDC



WARREN COUNTY LDC RESOLUTION No. 20250116-3
Approval for a Loan Modification for Kirsh Helmets Inc.

Introduced by: Nancy Turner Seconded by: David Strainer

WHEREAS, Kirsh Helmets Inc has an active loan agreement with the WCLDC; that loan entered a default status effective September 2024.

WHEREAS, a motion is made to prepare an amendment to the existing note with the proposed terms, Kirsh Helmets, Inc:

Agree to make reduced monthly payment of principal and interest in the amount of FIVE HUNDRED DOLLARS (\$500) for a term of 15 months and commencing monthly payments of THREE THOUSAND TWO HUNDRED DOLLARS (\$3,200) of principal and interest payments through and including February 10th, 2027 at which time all remaining outstanding principal, interest, penalties, costs and fees shall be due and payable as a balloon payment.

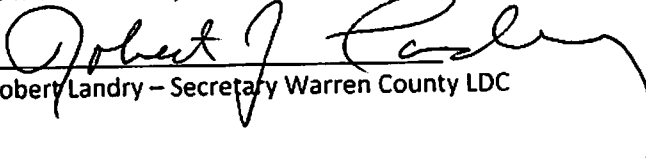
- The requirement for a Warren County Business location will not be enforced during the 15-month reduced payment period. Agree to commit to hiring only Warren County residents, except as may otherwise be consented to in advance by Warren County LDC.
- Agrees to provide quarterly financial reports, to include: balance sheet, profit and loss statement and NYS-45s.
- Agree to guarantee access to collateral items: Liner Injection Machine and CADEX Testing Equipment.

NOW THEREFORE BE IT RESOLVED, The WCLDC Board hereby approves of the above -referenced loan modifications contingent upon Kirsh Helmets, Inc. executing an amended and restated note and any other loan documents that may be required to effectuate the modifications referred to herein. Members of the Board of Directors voting as indicated below:

Michael Wild	Yes/ No / Absent	Robert Landry	Yes / No / Absent /Opposed
Nathan Etu	Yes / No / Absent	Mark Smith	Yes/ No / Absent
David Strainer	Yes/ No / Absent	Gene Merlino	Yes / No / Absent
Nancy Turner	Yes/ No / Absent		

I, Robert Landry Secretary of the Warren County Local Development Corp, (WCLDC) hereby certify that this resolution was duly adopted by the Board of Directors of said Corporation, at a meeting of said Board duly called and held on the 16th day of January 2025, at which a quorum of said Board was present, and that the same is true and correct of the transcript of said resolution, entered in the regular book of minutes of proceedings of WCLDC.

In witness where, I have hereunto set my hand on the ____ day of January 2025.


Robert Landry – Secretary Warren County LDC