

# UNAPPROVED MINUTES

MINUTES OF THE BOARD OF TRUSTEES MEETING HELD ON JANUARY 23, 2019 AT 1180 AVENUE OF THE AMERICAS, 8<sup>TH</sup> FLOOR, NEW YORK, NEW YORK AND VIA VIDEO/AUDIO LINK TO 104 NEPTUNE, SALTAIRE, NEW YORK, WITH REMOTE OBSERVATION VIA AN AUDIO/VIDEO CONNECTION TO THE INTERNET.

Mayor Zaccaro called the Board of Trustees meeting to order at 5:00 p.m. at 1180 Avenue of the Americas, New York, and the following were in attendance:

John A. Zaccaro Jr, Mayor  
Hillary Richard, Deputy Mayor  
Frank Wolf, Trustee  
Hugh O'Brien, Trustee  
Nat Oppenheimer, Trustee  
Scott Rosenblum, Counselor to the Board  
Joseph W. Prokop, Village Attorney  
Donna Lyudmer, Village Treasurer  
Mario Posillico, Administrator & Clerk  
And 0 other attendees  
And 0 observed through internet audio/video connection

## ADJOURN INTO EXECUTIVE SESSION

Trustee Richard made a motion at 5:00 p.m. that the Board adjourn into Executive Session to discuss litigation strategy, contract negotiations and personnel issues. The motion was seconded by Trustee Oppenheimer and on call it was approved according to the following vote:

Motion: Trustee Richard  
Seconded: Trustee Oppenheimer  
In Favor: Trustee Wolf, Trustee O'Brien, Trustee Richard, Trustee Oppenheimer  
Abstain: None  
Against: None

Trustee O'Brien left the executive session at 5:45 p.m. and returned at 5:55 p.m.

Mayor Zaccaro left the executive session at 5:55 p.m. and returned at 5:59 p.m.

## RE-ADJOURNMENT INTO PUBLIC SESSION

Trustee O'Brien made a motion to re-adjourn into public session at 6:03 p.m. The motion was seconded by Trustee Oppenheimer and on call it was approved according to the following vote:

Motion: Trustee O'Brien  
Seconded: Trustee Oppenheimer  
In Favor: Trustee Wolf, Trustee O'Brien, Trustee Richard, Trustee Oppenheimer  
Abstain: None  
Against: None

Mayor Zaccaro called the Board of Trustees meeting back to order at 1180 Avenue of the Americas, New York at 6:08 p.m. and the following were in attendance:

John A. Zaccaro Jr, Mayor  
Hillary Richard, Deputy Mayor  
Frank Wolf, Trustee  
Hugh O'Brien, Trustee  
Nat Oppenheimer, Trustee  
Scott Rosenblum, Counselor to the Board  
Joseph W. Prokop, Village Attorney  
Donna Lyudmer, Village Treasurer  
Mario Posillico, Administrator & Clerk  
And 10 other attendees  
And 14 observed through internet audio/video connection

#### PUBLIC HEARING: SUB-DIVISION APPLICATION PENNANT WALK AND BAY PROM

Mayor Zaccaro called the Public Hearing to order and turned it over to Village Attorney Joseph Prokop, who summarized the application. He stated that there had been a prior approval of a land transfer between the Village of Saltaire and the owners of 33 Bay Prom to correct encroachments onto public property, and that the deeds had been transferred and recorded with the Suffolk County Clerk. He further stated that the Suffolk County Department of Health subsequently required that a sub-division map be produced and filed to formalize the transfer. He stated that the map was being developed, and that he would update the Board at the next meeting after the map was complete. After discussion, and all having a chance to be heard, Trustee Richard made a motion to close the Public Hearing.

The motion was seconded by Trustee Oppenheimer, and the motion carried according to the following:

Motion: Trustee Richard

Seconded: Trustee Oppenheimer

In Favor: Trustee Wolf, Trustee O'Brien, Trustee Richard, Trustee Oppenheimer

Against: None

Abstain: None

#### CAPITAL PROJECT OVERVIEW

Mayor Zaccaro provided a brief overview and status report of the following capital projects:

- Lighthouse Promenade: He reported on the progress of the upgrade to the water system along Lighthouse Promenade. He stated that water main installation has been completed from East to Richards Walks, that pile installation from East to Crest Walks has been completed, and that once the first section of new water main became operational, the timber walk itself will begin.
- 14 Bay Promenade: Mayor Zaccaro stated that an application is pending with the Suffolk County Department of Health for an approximately 1,600 square foot, one story structure with storage under the building, and given the anticipated approval time and other off-season workload that this project would not likely start until the 2019 off-season.
- Village Hall: He reported on the progress of the reconstruction of Village Hall primarily through a digital pictorial presentation. He stated that the structure has been reposted two feet higher than it was, and that the exterior of the building should be closed-in sometime in February.

## CHANGE ORDER REQUESTS FOR VILLAGE HALL

Village Administrator Posillico stated that a number of modifications to the original design have been discussed by the engineer, the contractor, and the Village staff as the work is progressing on Village Hall, and discussion ensued on a variety of items regarding modification to the original design.

After discussion amongst the Board members, Village staff and those in attendance, and all having a chance to be heard, Trustee Richard made a motion to authorize the Village Administrator to implement the following design changes with the maximum associated cost adjustments to the contract as listed below:

- Complete Exterior Rot Repair as specified by the Village Engineer for a cost not to exceed \$10,000.00

The motion was seconded by Trustee Oppenheimer, and the motion carried according to the following:

Motion: Trustee Richard

Seconded: Trustee Oppenheimer

In Favor: Trustee Wolf, Trustee O'Brien, Trustee Richard, Trustee Oppenheimer

Against: None

Abstain: None

After discussion amongst the Board members, Village staff and those in attendance, and all having a chance to be heard, Trustee Oppenheimer made a motion to authorize the Village Administrator to implement the following design changes with the maximum associated cost adjustments to the contract as listed below:

- Replace Porcelain Tile in the Machine Room with Quarry as specified by the Village Engineer for a cost not to exceed \$300.00

The motion was seconded by Trustee Richard, and the motion carried according to the following:

Motion: Trustee Oppenheimer

Seconded: Trustee Richard

In Favor: Trustee Wolf, Trustee O'Brien, Trustee Richard, Trustee Oppenheimer

Against: None

Abstain: None

After discussion amongst the Board members, Village staff and those in attendance, and all having a chance to be heard, Trustee Oppenheimer made a motion to authorize the Village Administrator to implement the following design changes with the maximum associated cost adjustments to the contract as listed below:

- Replace Porcelain Floor and Cali Flooring on the first floor and the reception area of the second floor in locations as specified by the Village Engineer with LVWood engineered flooring or equivalent for a cost not to exceed \$15,000.00

The motion was seconded by Trustee Wolf, and the motion carried according to the following:

Motion: Trustee Oppenheimer

Seconded: Trustee Wolf

In Favor: Trustee Wolf, Trustee O'Brien, Trustee Richard, Trustee Oppenheimer

Against: None

Abstain: None

After discussion amongst the Board members, Village staff and those in attendance, and all having a chance to be heard, Trustee Wolf made a motion to authorize the Village Administrator to implement the following design changes with the maximum associated cost adjustments to the contract as listed below:

- Add Divided Lights in all NanaWall panels for a cost not to exceed \$15,000.00

The motion was seconded by Trustee Richard, and the motion carried according to the following:

Motion: Trustee Wolf

Seconded: Trustee Richard

In Favor: Trustee Wolf, Trustee O'Brien, Trustee Richard, Trustee Oppenheimer

Against: None

Abstain: None

After discussion amongst the Board members, Village staff and those in attendance, and all having a chance to be heard, Trustee Oppenheimer made a motion to authorize the Village Administrator to implement the following design changes with the maximum associated cost adjustments to the contract as listed below:

- Replace the Hardie Shingles on the exterior of the building with Hardie Artisan Plank Siding with Mitered Corners for a cost not to exceed \$1,500.00

The motion was seconded by Trustee O'Brien, and the motion carried according to the following:

Motion: Trustee Oppenheimer

Seconded: Trustee O'Brien

In Favor: Trustee Wolf, Trustee O'Brien, Trustee Richard, Trustee Oppenheimer

Against: None

Abstain: None

#### SETTING THE VALUE OF BOND VALUES AND SHORT TERM FINANCING

Mayor Zaccaro initiated discussion using a digital display regarding the optimal amount of the long term bond for the out-of-pocket capital project costs, and the amount of short term financing required to carry the various projects until receipt of reimbursement from various sources. After discussion, and all having a chance to be heard, Trustee Richard made a motion to authorize the Village Treasurer to set the following values for the financing package that has been previously authorized and is scheduled to be issued in February of 2019 for the various capital projects currently being undertaken or contemplated:

- Twenty (20) Year Bond for \$1,400,000.00 at market interest rates.
- One (1) year Short Term Note for \$3,100,000.00 at market interest rates.

The motion was seconded by Trustee Oppenheimer, and the motion carried according to the following:

Motion: Trustee Richard  
Seconded: Trustee Oppenheimer  
In Favor: Trustee Wolf, Trustee O'Brien, Trustee Richard, Trustee Oppenheimer  
Against: None  
Abstain: None

#### AUTHORIZATION FOR PUBLIC HEARING ON LOCAL LAW TO WAIVE OUT OF NEW YORK STATE MAXIMUM TAX CAP

Mayor Zaccaro stated that the Board will shortly undertake the budget review and adoption process for the 2019/20 fiscal year, and it was undetermined at this point if the budget will require a tax increase and if so to what extent. The Board has the option to waive the State mandated tax cap limit, which is likely to be approximately 1.5%. The waiver can only be accomplished by adoption of a local law each year. The adoption of such a local law would not require that the Board adopt a tax increase above the State minimum increase, but rather would provide the flexibility to do so if necessary to balance the budget. After discussion, Trustee O'Brien made a motion to consider the amendment of Chapter 48 of the Village Code at a public hearing scheduled for the same date as the next scheduled Board of Trustees meeting. The motion was seconded by Trustee Richard and the motion was carried according to the following:

Motion: Trustee O'Brien  
Seconded: Trustee Richard  
In Favor: Trustee Wolf, Trustee O'Brien, Trustee Richard, Trustee Oppenheimer  
Abstain: None  
Against: None

#### CONSIDERATION OF AWARDING A CONTRACT FOR THE REPOSTING AND RENOVATION OF 109A NEPTUNE WALK

Village Administrator Posillico reported that he had received public bids for the Reposting and Renovation of 109A Neptune Walk, which has been included in the approved capital project plan and will be partly funded by a New York State Legislative Grant administered by DASNY. He further reported that Blue Bay Contracting was the sole and therefore lowest bidder for the project.

After further discussion, and all having a chance to be heard, Trustee O'Brien then made the following motion:

WHEREAS the Village of Saltaire solicited bids according to its procurement policy for public works and to be in compliance with the procurement policies of the Village of Saltaire for the reposting and renovation 109A Neptune Walk pursuant to the plans and specifications of Butler Engineering, and

WHEREAS sealed bids were publicly opened at 11:00 a.m. EST on January 14, 2019, and Blue Bay Contracting Inc. has been qualified by the Village Engineer and the Village Administrator as meeting all of the requirements of the bidding documents, and is therefore the certified low bidder as specified in the bid documents and met all the requirements stipulated in the bid;

BE IT RESOLVED that the Board of Trustees of the Village of Saltaire hereby authorizes the Village Administrator to declare Blue Bay Contracting Inc. as the certified low bidder for the reposting and renovation 109A Neptune Walk pursuant to the plans and specifications of Butler Engineering, and further

BE IT RESOLVED that the Board of Trustees of the Village of Saltaire hereby authorizes the Village Administrator to execute the necessary contract documents, pursuant to all regulatory approvals, with Blue Bay Contracting Inc. for the reposting and renovation 109A Neptune Walk pursuant to the plans and specifications of Butler Engineering for the lump sum and unit prices specified therein, for the contract amount pursuant to the unit bid amounts multiplied by the actual measured quantities, if any, for the base bid for a projected total contract amount of \$239,660.00 plus the cost of any necessary change orders that the Mayor deems necessary and reasonable, and further,

Be it resolved that the funding for the project shall initially be made from the general reserves, with the general reserves to be repaid in whole or in part from the proceeds of DASNY reimbursement, and any remainder to be repaid in whole or in part out of the of the issuance of Bonds or Bond or Revenue Anticipation Notes, as previously authorized or to be authorized in the future.

The motion was seconded by Trustee Wolf, and the motion carried according to the following:

Motion: Trustee O'Brien

Seconded: Trustee Wolf

In Favor: Trustee Wolf, Trustee O'Brien, Trustee Richard, Trustee Oppenheimer

Against: None

Abstain: None

#### SURPLUS EQUIPMENT

Administrator Posillico reported that the Saltaire Volunteer Fire Company has advised the Village that it has identified the 1997 Ambulance as being surplus to its needs. He also stated that since the Village has no alternate uses for the vehicle, or room to house it, that it is therefore also surplus to the Village's needs.

Trustee Oppenheimer made a motion to adopt the following resolution:

WHEREAS, the Village of Saltaire owns and is in possession of the following equipment:

- 1997 Ambulance

WHEREAS, the aforementioned equipment is surplus to the Village's municipal needs and the Village is desirous of selling property that is surplus to its needs;

NOW, THEREFORE, BE IT RESOLVED that the Village hereby declares the aforementioned equipment no longer of use to the Village for municipal purposes and declared as surplus to the Village's municipal needs, and it is further;

RESOLVED that the Village Administrator is authorized to sell the surplus and may utilize any reasonable method to realize the fair-market value for the property, or to donate or otherwise dispose of any portion that cannot be sold in whole or in part.

The motion was seconded by Trustee Richard and the motion was carried according to the following:

Motion: Trustee Oppenheimer

Seconded: Trustee Richard

In Favor: Trustee Wolf, Trustee O'Brien, Trustee Richard, Trustee Oppenheimer

Against: None

Abstain: None

## APPROVAL OF FIRE COMPANY OFFICERS AND CAPTAINS

Trustee Oppenheimer reported on the election of the following officers by the Saltaire Volunteer Fire Company, thanked all outgoing and incoming officers for their service, and made a motion to approve the following slate of appointed officers and captains:

Chief	Vacant
1 <sup>st</sup> Asst & Acting Chief	Josh Raeben
2 <sup>nd</sup> Asst Chief	Ted Weinrib
3 <sup>rd</sup> Asst Chief	Jarrold Bernstein
President	James Rieger
Secretary	Hugh O'Brien
Treasurer	Caroline Wise
Fire Captain	Douglas Kunreuther
Rescue Captain	Georgine Posillico

The motion was seconded by Trustee Richard, and the motion was carried according to the following vote:

Motion: Trustee Oppenheimer

Seconded: Trustee Richard

In Favor: Trustee Wolf, Trustee Richard, Trustee Oppenheimer

Against: None

Abstain: Trustee O'Brien

Mayor Zaccaro left the meeting at 8:45 pm.

## UTILITY EASEMENT AS PART OF LIGHTHOUSE PROMENADE WATER MAIN PROJECT

Deputy Mayor Richard reported that the Village's Engineers had developed as part of the Lighthouse Prom water main project a plan that removed all domestic service connections from the new Lighthouse trunk line and to install new branch lines for the homes north on Lighthouse Prom between East and Pilot Walks, and asked Village Administrator Posillico to more fully describe the plan. He stated that he had worked with the Village Engineers to develop the best water distribution plan that would protect the new Lighthouse water main, provide more reliable access to domestic water service connections for home on the Cove-side of Lighthouse Prom, and provide better fire protection where feasible. The plan was reviewed and approved by the Board, was part of the bid documents, and the contract awarded on that plan. The new branch lines have been installed pursuant to the engineering plans along all of the public right-of-ways in the Clam Pond Cove area. He also stated that there are two locations, specifically in the Richards Walk and Pennant Walk locations, where there are no public right of ways. He stated that in those areas without public Rights-of-Way, the Village has approached the private property owners in those locations to request permission for the Village to install the branch lines on their properties in order to complete that master plan. Specifically, the Village People LLC, owners of the Sailor's Cove property, has agreed in principal to do that pursuant to an easement agreement without compensation for use of the property. The Village Attorney detailed the terms of that agreement that he drafted and negotiated with the Village People, which he stated was standard for these matters. Deputy Mayor Richard opened the floor for discussion, and a question was raised from the audience whether proper notice was given to the Board about the possible involvement of elected officials as private citizens in this agreement with the Village.

After discussion, and all having a chance to be heard, Trustee O'Brien moved adoption of the following resolution:

RESOLUTION ADOPTING LEAD AGENCY STATUS, TYPING A PROJECT AS AN UNLISTED ACTION AND ADOPTION OF A NEGATIVE DECLARATION FOR PURPOSES OF SEQRA WITH REGARD TO THE POTENTIAL EASEMENT AGREEMENT WITH A PRIVATE PROPERTY OWNER.

WHEREAS the Village of Saltaire is desirous of installing branch lines pursuant to its plans as part of the replacement of the water main that runs adjacent to and underneath Lighthouse Promenade as a 12-inch water main, which requires that it enters into an easement agreement with the Village People LLC to implement that plan near the Richards Walk area, and

WHEREAS the Board of Trustees has reviewed the plan and the agreement and completed the short form EAF and accompanying materials for the required SEQRA review with respect to the contracts and the contract work; it is therefore

RESOLVED that the Board of Trustees adopts Lead Agency status for purposes of SEQRA with respect to the easement agreement with the Village People, and further be it

RESOLVED that the Board of Trustees hereby determines that the potential easement with the Village People LLC is an Unlisted Action for purposes of SEQRA.

The motion was seconded by Trustee Oppenheimer, and the motion was carried according to the following:

Motion: Trustee O'Brien

Seconded: Trustee Oppenheimer

In Favor: Trustee Wolf, Trustee O'Brien, Trustee Richard, Trustee Oppenheimer

Recused: Mayor Zaccaro

Against: None

Abstain: None

After further discussion, Trustee Wolf made the following motion.

WHEREAS, the Board of Trustees has determined that the potential easement with the Village People LLC is an Unlisted Action for purposes of SEQRA,

BE IT RESOLVED that the Board of Trustees of the Village of Saltaire hereby determines that the potential easement agreement with the Village People LLC:

- Will not create a material conflict with an adopted land-use plan or zoning regulations; and
- Will not result in a change in the use or intensity of the use of land; and
- Will not impair the character or quality of the existing community; and
- Will not have an impact on the environmental characteristics that caused the establishment of a Critical Environmental Area; and
- Will not result in an adverse change in the existing level of traffic or affect existing infrastructure for mass transit, biking, or walkways; and
- Will not cause an increase in the use of energy or fail to incorporate reasonably available energy conservation or renewable-energy alternatives; and
- Will not impact existing public or private water supplies; and

Will not impact existing public or private wastewater treatment facilities; and  
Will not impair the character or quality of important historic, archaeological, architectural or aesthetic resources; and  
Will not result in an adverse change to natural resources such as wetlands, water bodies, groundwater, air quality, flora and fauna; and  
Will not result in an increase in the potential for erosion, flooding or drainage problems; and  
Will not create a hazard to environmental resources or human health; and that it is therefore

RESOLVED that a Negative Declaration is hereby adopted for purposes of SEQRA.

The motion was seconded by Trustee Oppenheimer, and the motion was carried according to the following:

Motion: Trustee Wolf

Seconded: Trustee Oppenheimer

In Favor: Trustee Wolf, Trustee O'Brien, Trustee Richard, Trustee Oppenheimer

Recused: Mayor Zaccaro

Against: None

Abstain: None

After further discussion, Deputy Mayor Richard instructed the Village Attorney to research the notice requirements that might be applicable to this agreement regarding the possible involvement of one of the members of the Board of Trustees, to be present his findings at the next Board meeting.

#### EXTENSION OF TIME FOR SUB-DIVISION APPLICATION

Deputy Mayor Richard reported that the legal representative of the Village People LLC has requested an additional ninety-day period to submit all required documentation and approvals as conditioned by the Board of Trustees's approval of their application. Village Attorney Prokop stated that the delay in delivery was in large part due to matters out of the applicant's control regarding other agency regulatory approvals, and that the granting of one or more time extensions is common practice due to the time necessary to complete all filings. After discussion, and all having chance to be heard, Trustee Oppenheimer made a motion to grant the ninety-day extension as requested by the Village People LLC, and to consider the application to be current for the remainder of the extension period. The motion was seconded by Trustee Wolf, and the motion was carried according to the following vote:

Motion: Trustee Oppenheimer

Seconded: Trustee Wolf

In Favor: Trustee Wolf, Trustee O'Brien, Trustee Richard, Trustee Oppenheimer

Recused: Mayor Zaccaro

Abstain: None

Against: None

Mayor Zaccaro returned to the meeting at 9:15 p.m.

#### CONTRACT FOR PUBLIC RESTROOM FACILITIES

Village Administrator Posillico stated that he has come to a tentative agreement with the Maple Avenue Marina for a contract extension to continue the use of their restroom facilities for an increase of \$500 per annum over the base contract and an additional increase of \$500 per annum for the

following three years, after which annual CPI increase will prevail. After discussion, and all having a chance to be heard, Trustee Wolf made a motion to authorize Village Administrator Posillico to execute a contract with Maple Avenue Marina under the previously described terms along with an annual opt-out for both parties.

The motion was seconded by Trustee Oppenheimer, and the motion was carried according to the following vote:

Motion: Trustee Wolf

Seconded: Trustee Oppenheimer

In Favor: Trustee Wolf, Trustee O'Brien, Trustee Richard, Trustee Oppenheimer

Abstain: None

Against: None

#### APPROVAL OF MINUTES

Draft copies of the minutes of the meetings December 11, 2018 had previously been presented to the Board and posted in draft form on the Village website. Following discussion, Trustee O'Brien made a motion to adopt the minutes as presented with minor non-substantive corrections. The motion was seconded by Trustee Oppenheimer and on call it was carried according to the following action:

Motion: Trustee O'Brien

Seconded: Trustee Oppenheimer

In Favor: Trustee Wolf, Trustee O'Brien, Trustee Richard, Trustee Oppenheimer

Abstain: None

Against: None

#### ABSTRACT AUDIT

Mayor Zaccaro stated that the following Abstracts, having been distributed to all in attendance and posted on the Village website, were presented for approval by the Village Administrator and the Village Treasurer:

General Checking No. 7B in the amount of	\$52,601.43
Capital Fund Checking No. 7B in the amount of	\$285,927.57
General Checking No.8A in the amount of	\$43,926.39
Capital Fund Checking No. 8A in the amount of	\$326,027.37

After discussion and opportunity for questions, Trustee O'Brien made a motion that the above-listed abstracts be approved as presented and that the Mayor be authorized to execute the warrants. The motion was seconded by Trustee Oppenheimer, and on call it carried according to the following vote:

Motion: Trustee O'Brien

Seconded: Trustee Oppenheimer

In Favor: Trustee Wolf, Trustee O'Brien, Trustee Richard, Trustee Oppenheimer

Abstain: None

Against: None

#### ADJOURN INTO EXECUTIVE SESSION

Trustee Oppenheimer made a motion that the Board adjourn into Executive Session to discuss litigation strategy, contract negotiations and personnel issues. The motion was seconded by Trustee O'Brien and on call it was approved at 9:21 p.m. according to the following vote:

Motion: Trustee Oppenheimer

Seconded: Trustee O'Brien

In Favor: Trustee Wolf, Trustee O'Brien, Trustee Richard, Trustee Oppenheimer

Abstain: None

Against: None

#### RE-ADJOURNMENT INTO PUBLIC SESSION

Trustee Oppenheimer made a motion to re-adjourn into public session at 9:52 p.m. The motion was seconded by Trustee O'Brien and on call it was approved according to the following vote:

Motion: Trustee Oppenheimer

Seconded: Trustee O'Brien

In Favor: Trustee Wolf, Trustee O'Brien, Trustee Richard, Trustee Oppenheimer

Abstain: None

Against: None

The public meeting was called back into session by Mayor Zaccaro at 9:52 p.m. and the following were in attendance:

John A. Zaccaro Jr, Mayor

Hillary Richard, Deputy Mayor

Frank Wolf, Trustee

Hugh O'Brien, Trustee

Nat Oppenheimer, Trustee

Scott Rosenblum, Counselor to the Board

Joseph W. Prokop, Village Attorney

Donna Lyudmer, Village Treasurer

Mario Posillico, Administrator & Clerk

And 0 other attendees

And 0 observed through internet audio/video connection.

#### CLOSE OF MEETING AND SCHEDULE OF NEXT MEETINGS

After all having had a chance to be heard, and there being no further business before the Board, Trustee Oppenheimer made a motion at 9:52 p.m. to close the meeting and to hold the next Board of Trustees meetings according to the following schedule:

- 5:00 p.m. on February 27, 2019, at 1180 Avenue of the Americas, New York.
- 5:00 p.m. on March 13, 2019, at 32 Old Slip, 10<sup>th</sup> Floor, New York

The motion was seconded by Trustee O'Brien and on call it was approved according to the following vote:

Motion: Trustee Oppenheimer

Seconded: Trustee O'Brien

In Favor: Trustee Wolf, Trustee O'Brien, Trustee Richard, Trustee Oppenheimer

Abstain: None

Against: None