PRELIMINARY RESOLUTION OF THE TOWN OF HEMPSTEAD INDUSTRIAL DEVELOPMENT AGENCY ACCEPTING THE APPLICATION FOR FINANCIAL ASSISTANCE FROM AVALONBAY COMMUNITIES, INC. A NEW YORK BUSINESS CORPORATION, ON BEHALF OF ITSELF AND/OR THE PRINCIPALS OF AVALONBAY COMMUNITIES, INC. AND/OR AN ENTITY FORMED OR TO BE FORMED ON BEHALF OF ANY OF THE FOREGOING WITH RESPECT TO THE FACILITY DESCRIBED BELOW.

WHEREAS, AvalonBay Communities, Inc., a New York business corporation, on behalf of itself and/or the principals of AvalonBay Communities, Inc. and/or an entity formed or to be formed on behalf of the foregoing (the "**Company**"), has applied to the Town of Hempstead Industrial Development Agency (the "**Agency**") to enter into a transaction in which the Agency will assist in the acquisition of an approximately 11.6 acre parcel of land located at Sheridan Place and Island Parkway South in the Village of Island Park, Town of Hempstead, Nassau County, New York (the "**Land**"), the construction and equipping of an approximately 266,267 square foot apartment complex containing approximately 172 units (to be a mixture of 1-bedroom, 2-bedroom and 3-bedroom luxury apartments located thereon (the "**Improvements**" and "**Equipment**"; and, together with the Land, the "**Facility**"), to be used by the Company as a waterfront, rental community; and

WHEREAS, the Agency, subject to the provisions of this resolution, will consider the acquisition of title to or a leasehold interest in the Facility and will lease or sublease the Facility to the Company, all pursuant to Title 1 of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 529 of the Laws of 1971 of the State of New York, as the same may be amended from time to time (collectively, the "**Act**");

WHEREAS, subject to the Company's providing the Agency with evidence that the Company has received all necessary site plan approvals, architectural review, zoning approvals, permits, with respect to the Facility, the Agency will consider the inducement of the project; and

WHEREAS, the Act authorizes and empowers the Agency to promote, develop, encourage and assist projects such as the Facility and to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York;

WHEREAS, pursuant to Article 8 of the Environmental Conservation Law and the regulations adopted pursuant thereto by the Department of Environmental Conservation of the State of New York (collectively, the "**SEQR Act**" or "**SEQR**"), the Agency constitutes a "State Agency";

WHEREAS, to aid the Agency in determining whether the Facility may have a significant effect upon the environment, the Company prepared and submitted to the Agency an Environmental Assessment Form and related documents (the "**Questionnaire**") with respect to the Facility; and

WHEREAS, as of the date of this resolution, no determination for the Facility been made under SEQR

NOW, THEREFORE, BE IT RESOLVED by the Town of Hempstead Industrial Development Agency (a majority of the members thereof affirmatively concurring) that:

Section 1. The Agency hereby accepts the application from the Company for financial assistance with respect to the Facility.

Section 2. At such time as the Company submits to the Agency all necessary information for the Agency to comply with SEQR, the Agency will undertake to review such information. If a "Lead Agency" other than the Agency is declared under SEQR, the Agency shall send written notification to such Lead Agency that the Agency is an "involved agency" with respect to the Lead Agency's SEQR review. Notice of this determination shall be filed to the extent required by the applicable regulations under that Act or as may be deemed advisable by the Chairman or Chief Executive Officer of the Agency or counsel to the Agency.

Section 3. Nothing herein shall be construed as committing the Agency to approve the acquisition, construction, equipping and financing of the Facility until such time as (i) all of the requirements of SEQR have been satisfied, and (ii) the Company has provided the Agency with evidence that all necessary site plan approvals, architectural review, zoning approvals, permits, with respect to the Facility have been approved. Rather, the actions undertaken pursuant to this resolution shall be limited to environmental, engineering, economic, feasibility and other studies and preliminary planning necessary to formalize the Action as that term is defined under SEQR. No final action may be taken before the Agency has complied with the requirements of SEQR.

Section 4. The Chairman, the Chief Executive Officer, the Deputy Executive Director and Chief Financial Officer and all members of the Agency are hereby authorized and directed (i) to distribute copies of this resolution to the Company, and (ii) to do such further things or perform such acts as may be necessary or convenient to implement the provisions of this resolution.

Section 5. Any expenses incurred by the Agency with respect to the Facility shall be paid by the Company. By acceptance hereof, the Company agrees to pay such expenses and further agrees to indemnify the Agency, its members, directors, employees and agents and hold the Agency and such persons harmless against claims for losses, damage or injury or any expenses or damages incurred as a result of action taken by or on behalf of the Agency in good faith with respect to the Facility.

Section 6. This resolution shall take effect immediately.

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

We, the undersigned Chief Executive Officer and Chairman of the Town of Hempstead Industrial Development Agency, DO HEREBY CERTIFY THAT:

We have compared the foregoing copy of a resolution of the Town of Hempstead Industrial Development Agency (the "**Agency**") with the original thereof on file in the office of the Agency, and the same is a true and correct copy of such resolution and of the proceedings of the Agency in connection with such matter.

Such resolution was passed at a meeting of the Agency duly convened in public session on September 18, 2018, at 8:30 a.m., local time, at Town Hall Pavilion, 1 Washington Street, Hempstead, New York, the following members of the Agency were at which meeting the following members were:

Present: Florestano Girardi, Chairman
James G. Marsh, Esq., Vice-Chairman
Rev. Dr. Eric C. Mallette, Secretary
Gerilyn Smith, Treasurer
John A. Ardito, Esq., Member
Jack Majkut, Member
Richard A. DeBrosse, Esq

Recused:

Absent:

Also Present: Frederick E. Parola, Chief Executive Officer
Lorraine Rhoads, Agency Administrator
Michael Lodato, Deputy Agency Administrator
John Ryan, Esq., Agency Counsel
William F. Weir, Esq., Transaction Counsel

After the meeting had been duly called to order, the Chairman announced that among the purposes of the meeting was to consider and take action on certain matters pertaining to acceptance of an application with respect to a certain industrial development facility more particularly described above (AvalonBay Communities, Inc. 2018 Facility).

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

Voting Aye	Voting Nay	Recused

and, therefore, the resolution was declared duly adopted.

The Application is in substantially the form presented to and approved at such meeting

WE FURTHER CERTIFY that (i) all members of the Agency had due notice of said meeting, pursuant to Sections 103a and 104 of the Public Officers Law (Open Meetings Law), (ii) said meeting was open to the general public and public notice of the time and place of said meeting was duly given in accordance with such Sections 103a and 104, (iii) the meeting in all respects was duly held, and (iv) there was a quorum present throughout.

IN WITNESS WHEREOF, we have hereunto set our hands as of the 18th day of September, 2018.

By: _____
Frederick E. Parola,
Chief Executive Officer

By: _____
Florestano Girardi
Chairman