



RESOLUTION NO. 1 OF 2024

**RESOLUTION AUTHORIZING
THE SALE OF REAL PROPERTY**

A regular meeting of the Albany County Land Bank Corporation (the “Land Bank”) was convened in public session in accordance with applicable law on January 16, 2024, at 5:30 p.m. local time.

The meeting was called to order by the Chair of the Land Bank and, upon roll being called, the following members of the Land Bank were:

MEMBERS:

Board Member	Title	Present (Y/N)
Charles Touhey	Chair	Y
Joseph LaCivita	Vice-Chair	Y
Natisha Alexander	Treasurer	Y
Samuel Wells	Secretary	Y
Mark Bobb-Semple	Member	Y
Anthony J. Capece, Jr.	Member	Y
Juanita Nabors	Member	N
Joseph Seman-Graves	Member	N
David C. Rowley	Member	N

LAND BANK STAFF/COUNSEL PRESENT INCLUDED THE FOLLOWING:

Name	Title
Adam Zaranko	Executive Director
Nicole Green	Legal Counsel
Michelle Marinello	Legal Counsel

The following resolution was offered by Anthony Capece, seconded by Mark Bobb-Semple, to wit:

RESOLUTION NO. 1 OF 2024

**RESOLUTION AUTHORIZING
THE SALE OF REAL PROPERTY**

WHEREAS, New York Not-For-Profit Corporation Law §1609(d) authorizes the Albany County Land Bank Corporation, Inc. ("Land Bank") to convey, exchange, sell, or transfer any of its interests in, upon or to real property; and

WHEREAS, The Land Bank Bylaws and New York Not-For-Profit Corporation Law §1605(i)(5) requires that a sale of real property be approved a majority vote of the Board of Directors; and

WHEREAS, all disposals of Land Bank property must be made to qualified buyers pursuant to the Property Disposition Policy; and

WHEREAS, the Land Bank owns certain parcels of real property situate in the County of Albany and State of New York and more particularly identified on the Properties List attached hereto as Schedule A (individually, a "Property" or collectively, the "Properties"); and

WHEREAS, Land Bank staff, after evaluating all purchase offers received for the Properties in accordance with the Property Disposition Policy, have recommended that the Land Bank sell each Property to the corresponding Buyer identified on the Properties List (individually, a "Buyer" or collectively, the "Buyers") in accordance with the terms and conditions set forth therein; and

WHEREAS, Land Bank staff have determined that each Buyer is a qualified buyer; and

WHEREAS, the Land Bank has obtained such competition as is feasible under the circumstances for each Property by advertising the Property on its website and/or listing the Property with a licensed real estate broker; and

WHEREAS, as each Buyer's plans are consistent with the mission, purpose and governing statute of the Land Bank, the Property Disposition Policy permits the Land Bank to sell each Property to the corresponding Buyer by negotiation; and

WHEREAS, the Land Bank desires to sell each Property to the corresponding Buyer identified on the Properties List at the price, which was offered by each Buyer, as set forth on the Properties List; and

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE ALBANY COUNTY LAND BANK, AS FOLLOWS:

The recitals above are hereby incorporated into this Resolution as if fully set forth herein.

1. The Members of the Board hereby authorize the Land Bank to sell each Property to the corresponding Buyer identified on the Properties List pursuant to its Bylaws and Article 16 of the New York State Not-For-Profit Corporation Law; and;
2. The Members of the Board hereby authorize the Executive Director Adam Zaranko and/or Charles Touhey, Chairman, and/or Samuel Wells, Secretary to enter into Sales Contracts. Each Contract to Purchase will be agreeable in form and content to the Executive Director.
3. Executive Director Adam Zaranko and/or Charles Touhey, Chairman and/or Samuel Wells, Secretary are each hereby authorized and directed to execute all documents on behalf of the Land Bank which may be necessary or desirable to further the intent of this Resolution and do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.
4. The other officers, employees and agents of the Land Bank are hereby authorized and directed for and in the name and on behalf of the Land Bank to execute and deliver all such certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things 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 Resolution.
5. This Resolution shall take effect immediately.

CERTIFICATION

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

Board Member	Vote
Charles Touhey	Y
Joseph LaCivita	Y
Natisha Alexander	Y
Samuel Wells	Y
Mark Bobb-Semple	Y
Anthony J. Capece, Jr.	Y
Juanita Nabors	
Joseph Seman-Graves	
David C. Rowley	

The foregoing Resolution was thereupon declared duly adopted unanimously meeting the requirements of the Land Bank's bylaws requiring a majority of the Board approving this resolution.

STATE OF NEW YORK)

SS.:


COUNTY OF ALBANY)

I, the undersigned Secretary of the ALBANY COUNTY LAND BANK CORPORATION DOES HEREBY CERTIFY, that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Land Bank, including the Resolution contained therein, held on January 16, 2024 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 Land Bank 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; (D) there was a quorum of the members of the Land Bank present throughout said meeting; and (E) Pursuant to the Land Bank Bylaws, a majority of the Board has voted to approve this resolution.

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 and affixed the seal of the Land Bank this 16th day of January 2024.



Secretary

(SEAL)

EXHIBIT A

List of Properties

- SEE ATTACHED -



ALBANY COUNTY
LAND BANK CORPORATION

RESOLUTION NO.2 OF 2024

RESOLUTION APPROVING ENGAGEMENT OF BOWERS & COMPANY

A regular meeting of the Albany County Land Bank Corporation (the "Land Bank") was convened in public session in accordance with applicable law on January 16, 2024 at 5:30 p.m. local time.

The meeting was called to order by the Chair of the Land Bank and, upon roll being called, the following members of the Land Bank were present:

DIRECTORS:

Board Member	Title	Present (Y/N)
Charles Touhey	Chair	Y
Joseph LaCivita	Vice-Chair	Y
Natisha Alexander	Treasurer	Y
Samuel Wells	Secretary	Y
Mark Bobb-Semple	Member	Y
Anthony J. Capece, Jr.	Member	Y
Juanita Nabors	Member	N
Joseph Seman-Graves	Member	N
David C. Rowley	Member	N

LAND BANK STAFF/COUNSEL PRESENT INCLUDED THE FOLLOWING:

Name	Title
Adam Zaranko	Executive Director
Nicole Green	Legal Counsel
Michelle Marinello	Legal Counsel

The following resolution was offered by Mark Bobb-Semple, seconded by Natisha Alexander, to wit:

RESOLUTION NO.2 OF 2024

RESOLUTION APPROVING ENGAGEMENT OF BOWERS & COMPANY

WHEREAS, the Finance Committee of the Albany County Land Bank Corporation (the “Land Bank”) reviewed proposals for bookkeeping and accounting services to be provided to the Land Bank; and

WHEREAS, upon review of the proposals submitted, the Finance Committee believes it is in the best interest of the Land Bank to engage Bowers & Company (“Bowers”) as the Land Bank’s bookkeeper and preparer of its financial statements for fiscal year 2024, subject to approval of the Land Bank’s Board of Directors (the “Board”);

WHEREAS, the terms of the engagement Bowers are attached hereto as Exhibit A (the “Engagement Letter”).

NOW, THEREFORE, BE IT RESOLVED that the Board does hereby authorize, approve and adopt in all respects the engagement of Bowers and the Land Bank entering into the Engagement Letter for bookkeeping and accounting services; and be it further

RESOLVED, that the appropriate officers of the Land Bank, including, without limitation, the Executive Director, the Chairperson, Vice-Chairperson, Secretary and Treasurer of the Land Bank (each an “Authorized Officer”) be, and each hereby is, authorized and directed, for and in the name and on behalf of the Land Bank, to enter into the Engagement Letter with Bowers; and be it further

RESOLVED, that each Authorized Officer be, and each of them hereby is, authorized to prepare, execute, deliver and perform such agreements, documents and other instruments, to pay or cause to be paid on behalf of the Land Bank any related costs and expenses, to execute and deliver or cause to be executed and delivered such other notices, requests, demands, directions, consents, approvals, orders, applications, certificates, agreements, undertakings, supplements, amendments, further assurances or other instruments or communications in the name and on behalf of the Land Bank, and to take such other action in the name and on behalf of the Land Bank, as each such Authorized Officer shall, in such Authorized Officer’s sole discretion, deem necessary or advisable to carry out and comply with the terms and provisions of the foregoing resolutions and complete and effect the foregoing transactions and to carry out the intent and purposes of the foregoing resolutions and the transactions contemplated thereby, the taking of such action and the preparation, execution, delivery and performance of any such agreements, documents and other instruments or the performance of any such act shall be conclusive evidence of the approval of the Board thereof and all matters relating thereto; and be it further

RESOLVED, that all actions heretofore taken by the Board, its Committees and/or Authorized Officers of the Land Bank with respect to the foregoing transactions and all other matters contemplated by the foregoing resolutions are hereby in all respects, approved, adopted, ratified and confirmed.

CERTIFICATION

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

Board Member	Vote
Charles Touhey	Y
Joseph LaCivita	Y
Natisha Alexander	Y
Samuel Wells	Y
Mark Bobb-Semple	Y
Anthony J. Capece, Jr.	Y
Juanita Nabors	
Joseph Seman-Graves	
David C. Rowley	

The foregoing Resolution was thereupon declared duly adopted, meeting the requirements of the Land Bank’s Bylaws requiring a majority of the Board approving this resolution.

STATE OF NEW YORK)

SS.:


COUNTY OF ALBANY)

I, the undersigned Secretary of the ALBANY COUNTY LAND BANK CORPORATION DOES HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Board, including the Resolution contained therein, held January 16, 2024 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.

I FURTHER CERTIFY that (A) all members of the Board 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; (D) there was a quorum of the members of the Board present throughout said meeting; and (E) pursuant to the Land Bank’s Bylaws, a majority of the Board has voted to approve this resolution.

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 and affixed the seal of the Land Bank this 16th day of January 2024.



Secretary

EXHIBIT A

Engagement Letter

- SEE ATTACHED -



ALBANY COUNTY
LAND BANK CORPORATION

RESOLUTION NO.3 OF 2024

RESOLUTION APPOINTING NOMINEES TO SERVE AS MEMBERS OF THE BOARD OF DIRECTORS

A regular meeting of the Albany County Land Bank Corporation (the “Land Bank”) was convened in public session in accordance with applicable law on January 16, 2024 at 5:30 p.m. local time.

The meeting was called to order by the Chair of the Land Bank and, upon roll being called, the following members of the board of directors of the Land Bank were present:

DIRECTORS:

Board Member	Title	Present (Y/N)
Charles Touhey	Chair	Y
Joseph LaCivita	Vice-Chair	Y
Natisha Alexander	Treasurer	Y
Samuel Wells	Secretary	Y
Mark Bobb-Semple	Member	Y
Anthony J. Capece, Jr.	Member	Y
Juanita Nabors	Member	N
Joseph Seman-Graves	Member	N
David C. Rowley	Member	N

LAND BANK STAFF/COUNSEL PRESENT INCLUDED THE FOLLOWING:

Name	Title
Adam Zaranko	Executive Director
Nicole Green	Legal Counsel
Michelle Marinello	Legal Counsel

The following resolution was offered by Mark Bobb-Semple, seconded by Joe LaCivita

RESOLUTION NO.3 OF 2024

**RESOLUTION APPOINTING NOMINEES TO SERVE AS
MEMBERS OF THE BOARD OF DIRECTORS**

WHEREAS, pursuant to the Bylaws of the Albany County Land Bank Corporation (the “Land Bank”) the Albany County Legislature (the “Legislature”) appoints the members of the Land Bank’s Board of Directors;

WHEREAS, in order to align the goals of the Land Bank and the Legislature, the Land Bank desires to present to the Legislature a slate of nominees to serve as members of the Land Bank’s Board of Directors for formal appointment to the Board of Directors by the Legislature;

WHEREAS, the Board of Directors (the “Board”) desires to nominate for appointment by the Legislature the following individuals (collectively, the “Nominees”),

Charles Touhey
Joseph LaCivita
Natisha Alexander
Samuel Wells
Mark Bobb-Semple
Anthony J. Capece, Jr.
Juanita Nabors
Joseph Seman-Graves
David C. Rowley

to serve terms commencing on the date of their appointment by the Legislature and ending as determined by the Legislature; and

NOW, THEREFORE, BE IT RESOLVED, that the Board does hereby approve and confirm the Nominees; and be it further

RESOLVED, that the Board hereby directs the Executive Director to present the Nominees to the Legislature for formal appointment to the Board of Directors; and be it further

RESOLVED, that the appropriate officers of the Land Bank, including, without limitation, each of the Chairperson, Vice-Chairperson, Secretary, Treasurer, and Executive Director of the Land Bank (each an “Authorized Officer”) be, and each of them hereby is, authorized to prepare, execute, deliver and perform such agreements, documents and other instruments, and to take such other action in the name and on behalf of the Land Bank, as each such Authorized Officer shall, in such Authorized Officer’s sole discretion, deem necessary or advisable to carry out and comply with the terms and provisions of the foregoing resolutions and to carry out the intent and purposes of the foregoing resolutions, the taking of such action and the preparation, execution, delivery and performance of any such agreements, documents

and other instruments or the performance of any such act shall be conclusive evidence of the approval of the Board thereof and all matters relating thereto; and be it further

RESOLVED, that all actions heretofore taken by the Board and/or Authorized Officers of the Land Bank with respect to the foregoing transactions and all other matters contemplated by the foregoing resolutions are hereby in all respects, approved, adopted, ratified and confirmed.

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CERTIFICATION

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

Board Member	Vote
Charles Touhey	Y
Joseph LaCivita	Y
Natisha Alexander	Y
Samuel Wells	Y
Mark Bobb-Semple	Y
Anthony J. Capece, Jr.	Y
Juanita Nabors	
Joseph Seman-Graves	
David C. Rowley	

The foregoing Resolution was thereupon declared duly adopted, meeting the requirements of the Land Bank’s Bylaws requiring a majority of the Board approving this resolution.

STATE OF NEW YORK)

SS.:


COUNTY OF ALBANY)

I, the undersigned Secretary of the ALBANY COUNTY LAND BANK CORPORATION DOES HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Board, including the Resolution contained therein, held on January 16, 2024 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.

I FURTHER CERTIFY that (A) all members of the Board 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; (D) there was a quorum of the members of the Board present throughout said meeting; and (E) pursuant to the Land Bank’s Bylaws, a majority of the Board has voted to approve this resolution.

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 and affixed the seal of the Land Bank this 16th day of January 2024.



Secretary



ALBANY COUNTY
LAND BANK CORPORATION

RESOLUTION NO.4 OF 2024

CREATING THE EXECUTIVE DIRECTOR TRANSITION COMMITTEE AS A COMMITTEE OF THE CORPORATION AND APPOINTMENTS TO THE SAME

A regular meeting of the Albany County Land Bank Corporation (the “Land Bank”) was convened in public session in accordance with applicable law on January 16, 2024 at 5:30 p.m. local time.

The meeting was called to order by the Chair of the Land Bank and, upon roll being called, the following members of the board of directors of the Land Bank were present:

DIRECTORS:

Board Member	Title	Present (Y/N)
Charles Touhey	Chair	Y
Joseph LaCivita	Vice-Chair	Y
Natisha Alexander	Treasurer	Y
Samuel Wells	Secretary	Y
Mark Bobb-Semple	Member	Y
Anthony J. Capece, Jr.	Member	Y
Juanita Nabors	Member	N
Joseph Seman-Graves	Member	N
David C. Rowley	Member	N

LAND BANK STAFF/COUNSEL PRESENT INCLUDED THE FOLLOWING:

Name	Title
Adam Zaranko	Executive Director
Nicole Green	Legal Counsel
Michelle Marinello	Legal Counsel

The following resolution was offered by Anthony Capece, seconded by Natisha Alexander, to wit:

RESOLUTION NO.4 OF 2024

CREATING THE EXECUTIVE DIRECTOR SEARCH COMMITTEE AS A COMMITTEE OF THE CORPORATION AND APPOINTMENTS TO THE SAME

WHEREAS, the board of directors (the “Board”) of the Albany County Land Bank Corporation (the “Land Bank”) desires to create a new committee of the corporation, the Executive Director Transition Committee (the “Committee”) in order have a working group of Land Bank Board members available to evaluate and recommend candidates for the role of the Land Bank’s Executive Director for final review by the Board; and

WHEREAS, the while the Land Bank is conducting its search for a new Executive Director, the Board deems it advisable and in the best interest of the Land Bank to delegate the job duties of the Executive Director to the Committee (the “Delegation”) and to allow the Committee to further delegate duties to the Land Bank staff in its discretion;

WHEREAS, the Board deems it advisable and in the best interest of the Land Bank to appoint the below individuals to the Development Committee (the “Appointments”):

Charles Touhey

Natisha Alexander

Anthony J. Capece, Jr.

Samuel Wells

NOW, THEREFORE, BE IT RESOLVED, that the Board does confirm and ratify the creation of the Committee as a committee of the corporation with such powers as necessary to evaluate and recommend candidates for the role of the Land Bank’s Executive Director for final review by the Board; and be it further

RESOLVED, that the Board does hereby confirm and ratify in all respects the Appointments; and be it further

RESOLVED, that each appointee shall serve on such committee in accordance with the Bylaws of the Land Bank until the appointment of his or her successor or termination of the committee; and be it further

RESOLVED, that the hereby confirm and ratify in all respects the Delegation and the Committees ability to further delegate duties to Land Bank staff; and be it further

RESOLVED, that the appropriate officers of the Land Bank, including, without limitation, each of the Chairperson, Vice-Chairperson, Secretary, and Treasurer of the Land Bank (each an “Authorized Officer”) be, and each of them hereby is, authorized to prepare, execute, deliver and perform such agreements, documents and other instruments, and to take such other action in the name and on behalf of the Land Bank, as each such Authorized Officer

shall, in such Authorized Officer's sole discretion, deem necessary or advisable to carry out and comply with the terms and provisions of the foregoing resolutions and to carry out the intent and purposes of the foregoing resolutions, the taking of such action and the preparation, execution, delivery and performance of any such agreements, documents and other instruments or the performance of any such act shall be conclusive evidence of the approval of the Board thereof and all matters relating thereto; and be it further

RESOLVED, that all actions heretofore taken by the Board and/or Authorized Officers of the Land Bank with respect to the foregoing transactions and all other matters contemplated by the foregoing resolutions are hereby in all respects, approved, adopted, ratified and confirmed.

CERTIFICATION

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

Board Member	Vote
Charles Touhey	Y
Joseph LaCivita	Y
Natisha Alexander	Y
Samuel Wells	Y
Mark Bobb-Semple	Y
Anthony J. Capece, Jr.	Y
Juanita Nabors	
Joseph Seman-Graves	
David C. Rowley	

The foregoing Resolution was thereupon declared duly adopted, meeting the requirements of the Land Bank's Bylaws requiring a majority of the Board approving this resolution.

STATE OF NEW YORK)

SS.:


COUNTY OF ALBANY)

I, the undersigned Secretary of the ALBANY COUNTY LAND BANK CORPORATION DOES HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Board, including the Resolution contained therein, held on January 16, 2024 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.

I FURTHER CERTIFY that (A) all members of the Board 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; (D) there was a quorum of the members of the Board present throughout said meeting; and (E) pursuant to the Land Bank's Bylaws, a majority of the Board has voted to approve this resolution.

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 and affixed the seal of the Land Bank this 16th day of January 2024.



Secretary



ALBANY COUNTY
LAND BANK CORPORATION

RESOLUTION NO.5 OF 2024

APPROVING OFFER LETTER TO AMANDA WYCKOFF

A regular meeting of the Albany County Land Bank Corporation (the “Land Bank”) was convened in public session in accordance with applicable law on January 16, 2024 at 5:30 p.m. local time.

The meeting was called to order by the Chair of the Land Bank and, upon roll being called, the following members of the board of directors of the Land Bank were present:

DIRECTORS:

Board Member	Title	Present (Y/N)
Charles Touhey	Chair	Y
Joseph LaCivita	Vice-Chair	Y
Natisha Alexander	Treasurer	Y
Samuel Wells	Secretary	Y
Mark Bobb-Semple	Member	Y
Anthony J. Capece, Jr.	Member	Y
Juanita Nabors	Member	N
Joseph Seman-Graves	Member	N
David C. Rowley	Member	N

LAND BANK STAFF/COUNSEL PRESENT INCLUDED THE FOLLOWING:

Name	Title
Adam Zaranko	Executive Director
Nicole Green	Legal Counsel
Michelle Marinello	Legal Counsel

The following resolution was offered by Sam Wells, seconded by Anthony Capece, to wit:

RESOLUTION NO.5 OF 2024

APPROVING OFFER LETTER TO AMANDA WYCKOFF

WHEREAS, Amanda Wyckoff (“Wyckoff”) is currently the Director of Operations of the Albany County Land Bank Corporation (the “Land Bank”);

WHEREAS, Wyckoff has tendered her resignation to the Land Bank’s Executive Director and Board of Directors (the “Board”);

WHEREAS, to ensure a smooth transition, Wyckoff has agreed to provide certain services to the Land Bank on a part-time basis, as more fully described in the letter agreement previously circulated to the Board (the “Letter Agreement”) and

WHEREAS, the Board believes it is in the best interest of the Land Bank to enter into the Letter Agreement.

NOW, THEREFORE, BE IT RESOLVED, that the Board does hereby confirm and ratify in all respects the Letter Agreement; and be it further

RESOLVED, that the appropriate officers of the Land Bank, including, without limitation, each of the Chairperson, Vice-Chairperson, Secretary, and Treasurer of the Land Bank (each an “Authorized Officer”) be, and each of them hereby is, authorized to prepare, execute, deliver and perform such agreements, documents and other instruments, and to take such other action in the name and on behalf of the Land Bank, as each such Authorized Officer shall, in such Authorized Officer’s sole discretion, deem necessary or advisable to carry out and comply with the terms and provisions of the foregoing resolutions and to carry out the intent and purposes of the foregoing resolutions, the taking of such action and the preparation, execution, delivery and performance of any such agreements, documents and other instruments or the performance of any such act shall be conclusive evidence of the approval of the Board thereof and all matters relating thereto; and be it further

RESOLVED, that all actions heretofore taken by the Board and/or Authorized Officers of the Land Bank with respect to the foregoing transactions and all other matters contemplated by the foregoing resolutions are hereby in all respects, approved, adopted, ratified and confirmed.

CERTIFICATION

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

Board Member	Vote
Charles Touhey	Y
Joseph LaCivita	Y
Natisha Alexander	Y
Samuel Wells	Y
Mark Bobb-Semple	Y
Anthony J. Capece, Jr.	Y
Juanita Nabors	
Joseph Seman-Graves	
David C. Rowley	

The foregoing Resolution was thereupon declared duly adopted, meeting the requirements of the Land Bank's Bylaws requiring a majority of the Board approving this resolution.

STATE OF NEW YORK)

SS.:


COUNTY OF ALBANY)

I, the undersigned Secretary of the ALBANY COUNTY LAND BANK CORPORATION DOES HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Board, including the Resolution contained therein, held on January 16, 2024 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.

I FURTHER CERTIFY that (A) all members of the Board 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; (D) there was a quorum of the members of the Board present throughout said meeting; and (E) pursuant to the Land Bank's Bylaws, a majority of the Board has voted to approve this resolution.

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 and affixed the seal of the Land Bank this 16th day of January 2024.



Secretary