



ALBANY COUNTY
LAND BANK CORPORATION

Resolution 1 of 2021

**RESOLUTION AUTHORIZING THE SALES OF
MULTIPLE PARCELS OF REAL PROPERTY**

A regular meeting of the ACLB HOLDINGS, LLC (the “ACLB Holdings”) was convened public session via teleconference in accordance with Executive Order 202.1 of New York State on February 16, 2021 at 6:15 PM, local time.

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

MEMBERS:

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

ACLB HOLDINGS STAFF/COUNSEL PRESENT INCLUDED THE FOLLOWING:

Name	Title
Adam Zaranko	Chief Executive Officer
Michelle Marinello	Legal Counsel
Amanda Wyckoff	Director of Operations
Erica Ganns	Assistant Director of Operations
Will Sikula	Planning & Projects Coordinator
Elista Gayle	Applications Coordinator

The following resolution was offered by Natisha Alexander, seconded by Juanita Nabors, to wit:

**RESOLUTION AUTHORIZING THE SALES OF
MULTIPLE PARCELS OF REAL PROPERTY**

WHEREAS, Article 16 of the New York Not-For-Profit Corporation Law authorizes the Albany County Land Bank Corporation, Inc. ("Land Bank") and its subsidiaries, including ACLB Holdings, LLC, 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 and ACLB Holdings' property must be made to qualified buyers pursuant to Section 5 of the Property Disposition Policy; and

WHEREAS, ACLB Holdings 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 and ACLB Holdings staff, after evaluating all purchase offers received for the Properties in accordance with the Property Disposition Policy, have recommended that ACLB Holdings 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 and ACLB Holdings staff have determined that each Buyer is a qualified buyer; and

WHEREAS, ACLB Holdings 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, ACLB Holdings 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 ACLB HOLDINGS 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 ACLB Holdings 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 to enter into Sales Contracts. Each Contract to Purchase will be agreeable in form and content to the Executive Director and counsel.
3. Executive Director Adam Zaranko, and/or Charles Touhey, Chairman are each hereby authorized and directed to execute all documents on behalf of ACLB Holdings 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 ACLB Holdings are hereby authorized and directed for and in the name and on behalf of ACLB Holdings 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.

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	Yes
Natisha Alexander	Yes
Samuel Wells	Yes
Mark Bobb-Semple	Yes
Anthony Capece	Yes
Joseph LaCivita	Yes
Juanita Nabors	Yes
David Rowley	Yes
Christopher Spencer	Yes

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

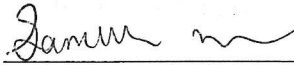
STATE OF NEW YORK)
) SS.:
COUNTY OF ALBANY)

I, the undersigned Secretary of ACLB HOLDINGS DOES HEREBY CERTIFY, that I have compared the foregoing annexed extract of the minutes of the meeting of the members of ACLB Holdings, including the Resolution contained therein, held on November 17, 2020 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 ACLB Holdings 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 ACLB Holdings present throughout said meeting; and (E) Pursuant to the Albany Count 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 ACLB Holdings this 16 day of February 2021.



Secretary

(SEAL)

EXHIBIT A

List of Properties

- SEE ATTACHED -

Parcel Number	Property Address	Property Class	Applicant Name	Applicant Number	Asking Price	Offer Amount	Sales Recommendation
32.83-1-35	1297 Broadway (Watervliet)	Commercial Building	CCNY Fund LLC-(Daniel Oh)	2548	\$135,000	\$45,000	Recommend to advance sale to Bry's Gem with CCNY Fund LLC as first alternate buyer.
			Brys Gem LLC- (Bryan Luizzi and Gema Lora Ody)	2552		\$65,000 (BAF)	
181.-2-18	2638 SR 145 (Town of Rensselaerville)	Commercial Building & Barn	Douglas Angona	2600	\$65,000*	\$10,000 (BAF)	Recommend to advance sale to Dan Country LLC
			DanCountry LLC (Daniel Loomis)	2622		\$55,000 (BAF)	