



**ALBANY COUNTY**  
LAND BANK CORPORATION

**RESOLUTION NO. 5 OF 2023**

**RESOLUTION APPROVING HOME BUILDER AGREEMENT**

A regular meeting of the Albany County Land Bank Corporation (the “Land Bank”) was convened in public session in accordance with applicable laws of the State of New York on February 21, 2023, at 5:30 PM 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:**

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

**LAND BANK STAFF/COUNSEL PRESENT INCLUDED THE FOLLOWING:**

| <b>Name</b>        | <b>Title</b>                     |
|--------------------|----------------------------------|
| Adam Zaranko       | Executive Director               |
| Michelle Marinello | Legal Counsel                    |
| Amanda Wyckoff     | Director of Operations           |
| Erica Ganns        | Assistant Director of Operations |
| William Sikula     | Planning & Projects Coordinator  |
| Elista Gayle       | Applications Coordinator         |
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The following resolution was offered by S. Wells, seconded by J. Seman-Graves, to wit:

## RESOLUTION NO. 5 OF 2023

### RESOLUTION APPROVING HOME BUILDER AGREEMENT

**WHEREAS**, the Albany County Land Bank Corporation (the “Land Bank”) is desires to enter engage Social Enterprise and Training Center, Inc. (“Builder”) for the construction of a single-family home by Builder on the property located at 360 Sheridan Avenue, Albany, New York 12206 (the “Premises”);

**WHEREAS**, the Land Bank and Builder desire to enter into an agreement for the construction on the Premises of a single family home, with such agreement to be substantially in the form attached hereto as Exhibit A (the “Agreement”); and

**WHEREAS**, the Board of Directors (the “Board”) of the Land Bank believe it is in the best interest of the Lank Bank to enter into the Agreement for the single-family home construction on the Premises.

**NOW, THEREFORE, BE IT RESOLVED**, that the Board does hereby authorize and approve of in all respects the form, terms and provisions of the Agreement, and the performance by the Land Bank of its obligations under the Agreement and any agreements ancillary thereto; and be it further

**RESOLVED**, that the appropriate officers of the Land Bank, including, without limitation, each of the Chairperson/President, Vice-Chairperson/Vice-President, Secretary, Treasurer, and Executive Director 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 execute and deliver to the appropriate parties the Agreement, with such changes therein and such amendments, modifications, and supplementations thereto or assignments thereof, if any, as the Authorized Officer executing the same shall, in such Authorized Officer’s sole discretion, deem necessary or appropriate, the execution and delivery of such documents in furtherance of these resolutions, including all exhibits thereto, by such Authorized Officer to be conclusive evidence of the approval of the Board thereof and all matters relating thereto; 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 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.

*[Reminder of Page Intentionally Left Blank]*

**EXHIBIT A**

**Home Builder Agreement**

[See attached]

## 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      | Absent |
| Samuel Wells           | Y      |
| Mark Bobb-Semple       | Absent |
| Anthony J. Capece, Jr. | Absent |
| Juanita Nabors         | Y      |
| Joseph Seman-Graves    | Y      |
| David C. Rowley        | Y      |

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 February 21, 2023 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 21st day of February 2023.



\_\_\_\_\_  
Secretary



**RESOLUTION NO. 6 OF 2023**

**RESOLUTION AUTHORIZING THE SALES OF  
MULTIPLE PARCELS 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 February 21, 2023 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:**

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

**LAND BANK STAFF/COUNSEL PRESENT INCLUDED THE FOLLOWING:**

| <b>Name</b>        | <b>Title</b>                     |
|--------------------|----------------------------------|
| Adam Zaranko       | Executive Director               |
| Michelle Marinello | Legal Counsel                    |
| Amanda Wyckoff     | Director of Operations           |
| Erica Ganns        | Assistant Director of Operations |
| William Sikula     | Planning & Projects Coordinator  |
| Elista Gayle       | Applications Coordinator         |
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The following resolution was offered by J. Nabors seconded by D. Rowley, to wit:

**RESOLUTION NO. 5 OF 2023**

**RESOLUTION AUTHORIZING THE SALES  
OF MULTIPLE PARCELS 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 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 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.





**EXHIBIT A**

**List of Properties**

- SEE ATTACHED -



**ALBANY COUNTY**  
LAND BANK CORPORATION

**RESOLUTION NO. 7 OF 2023**

**APPROVING PAYMENT TO ALBANY COUNTY PURSUANT  
TO ALBANY COUNTY RESOLUTION NO. 29 (2019)**

A regular meeting of the Albany County Land Bank Corporation (the “Land Bank”) was convened in public session in accordance with applicable laws of the State of New York on February 21, 2023 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:

**MEMBERS:**

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

**LAND BANK STAFF/COUNSEL PRESENT INCLUDED THE FOLLOWING:**

| <b>Name</b>        | <b>Title</b>                     |
|--------------------|----------------------------------|
| Adam Zaranko       | Executive Director               |
| Michelle Marinello | Legal Counsel                    |
| Amanda Wyckoff     | Director of Operations           |
| Erica Ganns        | Assistant Director of Operations |
| William Sikula     | Planning & Projects Coordinator  |
| Elista Gayle       | Applications Coordinator         |
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The following resolution was offered by J. LaCivita, seconded by J. Seman-Graves, to wit:

**RESOLUTION NO. 7 OF 2023**

**APPROVING PAYMENT TO ALBANY COUNTY PURSUANT  
TO ALBANY COUNTY RESOLUTION NO. 29 (2019)**

**WHEREAS**, the pursuant to Albany County Resolution No. 29 of 2019 (“Resolution No. 29”), the Albany County Land Bank Corporation (the “Land Bank”) is required to remit certain funds to Albany County for the property sales over \$30,000; and

**WHEREAS**, in accordance with Resolution No. 29 the Land Bank is required to remit \$250,000 (the “Payment”) to Albany County.

**WHEREAS**, the Board of Directors (the “Board”) of the Land Bank authorizes the Land Bank to make the Payment as required.

**NOW, THEREFORE, BE IT RESOLVED**, that the Board does hereby authorize the Land Bank to make the Payment to Albany County; and be it further

**RESOLVED**, that the appropriate officers of the Land Bank, including, without limitation, each of the Chairperson/President, Vice-Chairperson/Vice-President, 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, 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 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:

| <b>Board Member</b>    | <b>Title</b> | <b>Vote</b> |
|------------------------|--------------|-------------|
| Charles Touhey         | Chair        | Y           |
| Joseph LaCivita        | Vice-Chair   | Y           |
| Natisha Alexander      | Treasurer    | Absent      |
| Samuel Wells           | Secretary    | Y           |
| Mark Bobb-Semple       | Member       | Absent      |
| Anthony J. Capece, Jr. | Member       | Absent      |
| Juanita Nabors         | Member       | Y           |
| Joseph Seman-Graves    | Member       | Y           |
| David C. Rowley        | Member       | Y           |

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 February 21, 2023 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 21<sup>st</sup> day of February 2023.



Secretary

**EXHIBIT A**

**2022 Report**

[See Attached]