



ALBANY COUNTY
LAND BANK CORPORATION

RESOLUTION NO. 8 OF 2023

CONFIRMING OFFICER APPOINTMENTS

The Annual Meeting of the Albany County Land Bank Corporation (the “Land Bank”) was convened in public session convened in public session in accordance with applicable laws of the State of New York on March 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:

Board Member	Title	Present (Y/N)
Charles Touhey	Chair	N
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	Y
Joseph Seman-Graves	Member	Y
David C. Rowley	Member	N

LAND BANK STAFF/COUNSEL PRESENT INCLUDED THE FOLLOWING:

Name	Title
Adam Zaranko	Executive Director
Nicole Green	Legal Counsel
Amanda Wyckoff	Director of Operations
Erica Ganns	Assistant Director of Operations
William Sikula	Planning & Projects Coordinator
Elista Gayle	Applications Coordinator

The following resolution was offered by S. Wells, seconded by A. Capece, to wit:

RESOLUTION NO. 8 OF 2023

CONFIRMING OFFICER APPOINTMENTS

WHEREAS, the board of directors (the “Board”) of the Albany County Land Bank Corporation (the “Land Bank”) desire to appoint officers of the Land Bank in accordance with the Land Bank’s Bylaws; and

WHEREAS, the Board deems it advisable and in the best interest of the Land Bank to appoint the below individuals to serve in the officer positions as set forth across from their name (the “Appointments”):

Director	Officer Position
Charles Touhey	Chairperson
Samuel Wells	Secretary
Natisha M. Alexander	Treasurer
Joseph LaCivita	Vice Chairperson

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

RESOLVED, that each appointee shall serve in such officer position in accordance with the Bylaws of the Land Bank until the appointment of his or her successor; 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, 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	Not Present
Joseph LaCivita	Y
Natisha Alexander	Y
Samuel Wells	Y
Mark Bobb-Semple	Y
Anthony J. Capece, Jr.	Y
Juanita Nabors	Y
Joseph Seman-Graves	Y
David C. Rowley	Not Present

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 March 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 March 2023.



Secretary



ALBANY COUNTY
LAND BANK CORPORATION

RESOLUTION NO. 9 OF 2023

CONFIRMING COMMITTEE APPOINTMENTS

The Annual 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 March 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:

Board Member	Title	Present (Y/N)
Charles Touhey	Chair	N
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	Y
Joseph Seman-Graves	Member	Y
David C. Rowley	Member	N

LAND BANK STAFF/COUNSEL PRESENT INCLUDED THE FOLLOWING:

Name	Title
Adam Zaranko	Executive Director
Nicole Green	Legal Counsel
Amanda Wyckoff	Director of Operations
Erica Ganns	Assistant Director of Operations
William Sikula	Planning & Projects Coordinator
Elista Gayle	Applications Coordinator

The following resolution was offered by J Seman-Graves, seconded by A.Capece, to wit:

RESOLUTION NO. 9 OF 2023

CONFIRMING COMMITTEE APPOINTMENTS

WHEREAS, the board of directors (the “Board”) of the Albany County Land Bank Corporation (the “Land Bank”) desire to confirm and ratify the members of the Land Bank’s committees in accordance with the Land Bank’s Bylaws; and

WHEREAS, the Board deems it advisable and in the best interest of the Land Bank to appoint the below individuals to those committees as set forth across from their name (the “Appointments”):

Director	Audit
Charles Touhey	Finance Acquisition/Disposition Enforcement Governance Human Resources Underserved Communities Executive
Joseph LaCivita	Real Estate Development Executive
Natisha Alexander	Finance Acquisition/Disposition Enforcement Underserved Communities Executive
Samuel Wells	Audit Finance Acquisition/Disposition Enforcement Underserved Communities Executive
Mark Bobb-Semple	Audit Enforcement Underserved Communities
Anthony Capece	Audit Human Resources Real Estate Development
David Rowley	Governance Human Resources
Juanita Nabors	Governance
Joseph Seman-Graves	Acquisition/Disposition Enforcement Real Estate Development

NOW, THEREFORE, BE IT 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; 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, 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	Not Present
Joseph LaCivita	Y
Natisha Alexander	Y
Samuel Wells	Y
Mark Bobb-Semple	Y
Anthony J. Capece, Jr.	Y
Juanita Nabors	Y
Joseph Seman-Graves	Y
David C. Rowley	Not Present

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 March 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 March 2023.



Secretary



ALBANY COUNTY
LAND BANK CORPORATION

RESOLUTION NO. 10 OF 2023

APPROVING THE FISCAL YEAR 2022 AUDIT REPORT

The Annual 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 March 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:

Board Member	Title	Present (Y/N)
Charles Touhey	Chair	N
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	Y
Joseph Seman-Graves	Member	Y
David C. Rowley	Member	N

LAND BANK STAFF/COUNSEL PRESENT INCLUDED THE FOLLOWING:

Name	Title
Adam Zaranko	Executive Director
Nicole Green	Legal Counsel
Amanda Wyckoff	Director of Operations
Erica Ganns	Assistant Director of Operations
William Sikula	Planning & Projects

The following resolution was offered by J. Nabors, seconded by Mark Bobb-Semple, to wit:

RESOLUTION NO. 10 OF 2023

APPROVING THE FISCAL YEAR 2022 AUDIT REPORT

WHEREAS, the Albany County Land Bank Corporation (the “Land Bank”) has engaged Bonadio & Co., LLP (the “Auditor”) to prepare an independent auditor’s report of the Land Bank for its 2022 fiscal year (the “Audit Report”);

WHEREAS, the Auditor has presented the Audit Report to the Land Bank’s Audit Committee, which has approved a draft of the Audit Report for presentation to the Land Bank’s board of directors (the “Board”); and

WHEREAS, upon reviewing the Audit Report with the Auditor and in furtherance of recommendation to adopt the report made by the Audit Committee, the Board deems it advisable and in the best interest of the Land Bank to confirm and ratify the adoption of the Audit Report.

NOW, THEREFORE, BE IT RESOLVED, that the Board does hereby confirm and ratify the adoption of the Audit Report; 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, 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	Not Present
Joseph LaCivita	Y
Natisha Alexander	Y
Samuel Wells	Y
Mark Bobb-Semple	Y
Anthony J. Capece, Jr.	Y
Juanita Nabors	Y
Joseph Seman-Graves	Y
David C. Rowley	Not Present

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 March 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 March 2023.



Secretary



ALBANY COUNTY
LAND BANK CORPORATION

RESOLUTION NO. 11 OF 2023

**APPROVING CERTAIN OF THE LAND BANK'S
OPERATING POLICIES**

The Annual 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 March 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:

Board Member	Title	Present (Y/N)
Charles Touhey	Chair	N
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	Y
Joseph Seman-Graves	Member	Y
David C. Rowley	Member	N

LAND BANK STAFF/COUNSEL PRESENT INCLUDED THE FOLLOWING:

Name	Title
Adam Zaranko	Executive Director
Nicole Green	Legal Counsel
Amanda Wyckoff	Director of Operations
Erica Ganns	Assistant Director of Operations
William Sikula	Planning & Projects Coordinator
Elista Gayle	Applications Coordinator

The following resolution was offered by J. Nabors , seconded by M. Bobb-Semple, to wit:

RESOLUTION NO. 11 OF 2023

**APPROVING CERTAIN OF THE LAND BANK'S
OPERATING POLICIES**

WHEREAS, the Albany County Land Bank Corporation (the "Land Bank") previously adopted the following policies to govern its operations: (i) Procurement Policy, (ii) Internal Control Policy, and (iii) Disposition Policy (collectively, the "Policies") each attached hereto as Appendix A;

WHEREAS, in accordance with their terms, the Policies require annual readoption and approval by Land Bank's board of directors (the "Board"); and

WHEREAS, upon reviewing the Policies, Board deems it advisable and in the best interest of the Land Bank to confirm and ratify the adoption of the Policies.

NOW, THEREFORE, BE IT RESOLVED, that the Board does hereby confirm and ratify the adoption of the Policies; 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, 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	Not Present
Joseph LaCivita	Y
Natisha Alexander	Y
Samuel Wells	Y
Mark Bobb-Semple	Y
Anthony J. Capece, Jr.	Y
Juanita Nabors	Y
Joseph Seman-Graves	Y
David C. Rowley	Not Present

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 March 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 March 2023.



Secretary

Appendix A

Procurement Policy, Internal Control Policy, and Disposition Policy

[See Attached]



RESOLUTION NO. 12 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 March 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:

Board Member	Title	Present (Y/N)
Charles Touhey	Chair	N
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	Y
Joseph Seman-Graves	Member	Y
David C. Rowley	Member	N

LAND BANK STAFF/COUNSEL PRESENT INCLUDED THE FOLLOWING:

Name	Title
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

The following resolution was offered by J.Seman-Graves, seconded by A. Capece, to wit:

RESOLUTION NO. 12 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.

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	Not Present
Joseph LaCivita	Y
Natisha Alexander	Y
Samuel Wells	Y
Mark Bobb-Semple	Y
Anthony J. Capece, Jr.	Y
Juanita Nabors	Y
Joseph Seman-Graves	Y
David C. Rowley	Not Present

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 March 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 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 21st day of March 2023.



Secretary

(SEAL)

EXHIBIT A

List of Properties

- SEE ATTACHED -



ALBANY COUNTY
LAND BANK CORPORATION

RESOLUTION NO. 13 OF 2023

RESOLUTION APPROVING SHARED SERVICES 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 March 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:

Board Member	Title	Present (Y/N)
Charles Touhey	Chair	N
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	Y
Joseph Seman-Graves	Member	Y
David C. Rowley	Member	N

LAND BANK STAFF/COUNSEL PRESENT INCLUDED THE FOLLOWING:

Name	Title
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

The following resolution was offered by N. Alexander, seconded by S.Wells, to wit:

RESOLUTION NO. 13 OF 2023

RESOLUTION APPROVING SHARED SERVICES AGREEMENT

WHEREAS, the Albany County Land Bank Corporation (the “Land Bank”) is previously entered into a Sublease with Advance Albany County Alliance Local Development Corporation (“Advance Albany”) for office space located at 111 Washington Ave, Albany, New York (the “Premises”);

;

WHEREAS, the Land Bank and Advance desire to enter into an agreement for the shares services and costs associated with the Premises, 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 Land Bank to enter into the Agreement for services at 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]

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	Not Present
Joseph LaCivita	Y
Natisha Alexander	Y
Samuel Wells	Y
Mark Bobb-Semple	Y
Anthony J. Capece, Jr.	Y
Juanita Nabors	Y
Joseph Seman-Graves	Y
David C. Rowley	Not Present

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.

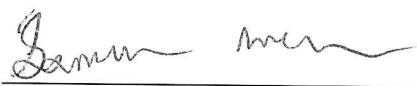
STATE OF NEW YORK)
 SS.:
COUNTY OF ALBANY)

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 March 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 March 2023.



Secretary

EXHIBIT A

Shared Services Agreement

[See attached]