

**RESOLUTION AUTHORIZING GENERAL COUNSEL CATHERINE M. HEDGEMAN,ESQ. AS AN APPORVED SIGNATORY OF LAND BANK DOCUMENTS**

A regular meeting of the Troy Community Land Bank Corporation (the “TCLB”) was convened pursuant to and was in all respects duly held pursuant to Governor’s Executive Order 202.1 (2020) permits the board to consider the use of telephone conferencing, “to the extent necessary to permit any public body to meet and take such actions authorized by the law without permitting in public in-person access to meetings and authorizing such meetings to be held remotely by conference call or similar service, provided that the public has the ability to view or listen to such proceeding and that such meetings are recorded and later transcribed; and due notice of the time and place of said meeting was duly given in accordance with the Governor’s Executive Order 202.1 (2020) on January 27, 2021 at 8:30 am o’clock local time, local time.

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

**PRESENT:**

Heather King	Chair
Suzanne Spellen	Vice-Chair
Elbert Watson	Member
Andrew Cooper	Member
Jeanette Nicholson	Member
John Cubit	Member
John Carmello	Member
Krystina Marable	Member
Patricia Reilly	Member

**WHEREAS**, the Land Bank Board in order to conduct its business affairs with regard to the acquisition and disposition of property of the Land Bank must designate officers of the Land Bank Corporation authorized to execute documents; and

**WHEREAS**, Catherine M. Hedgeman, Esq. is General Counsel to the Land Bank; and

**WHEREAS**, the Land Bank Board wishes to appoint Catherine M. Hedgeman, Esq. as an officer of the Troy Community Land Bank in order to give her the authority to execute all documents necessary to carry out the business affairs of the Land Bank; and

**NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE TROY COMMUNITY LAND BANK BOARD AS FOLLOWS AS FOLLOWS:**

NOW, THEREFORE, BE IT RESOLVED by the Troy Community Land Bank Corporation that:

1. The Board of Directors hereby designates Catherine M. Hedgeman, Esq. as an officer of the Land Bank Corporation; and

2. The Board of Directors authorizes Catherine M. Hedgeman, Esq. to execute any and all documents necessary to carry out the business affairs of the Land Bank.

2. This Resolution shall take effect and be in force immediately upon its adoption.

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

Heather King	Chair	VOTING	<u>Y</u>
Suzanne Spellen	Vice-Chair	VOTING	<u>Y</u>
Elbert Watson	Member	VOTING	<u>Y</u>
Andrew Cooper	Member	VOTING	<u>Y</u>
Jeanette Nicholson	Member	VOTING	<u>Y</u>
John Cubit	Member	VOTING	<u>Y</u>
John Carmello	Member	VOTING	<u>Y</u>
Krystina Marable	Member	VOTING	<u>Y</u>
Patricia Reilly	Member	VOTING	<u>Y</u>

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 RENSSELAER    )

I, the undersigned Secretary of the TROY COMMUNITY 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 27, 2021 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 pursuant to Governor’s Executive Order 202.1 (2020) permits the board to consider the use of telephone conferencing, “to the extent necessary to permit any public body to meet and take such actions authorized by the law without permitting in public in-person access to meetings and authorizing such meetings to be held remotely by conference call or similar service, provided that the public has the ability to view or listen to such proceeding and that such meetings are recorded and later transcribed; and due notice of the time and place of said meeting was duly given in accordance with the Governor’s Executive Order 202.1 (2020); (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 28<sup>th</sup> day of January 2021

  
Suzanne Spell, Vice Chair

(SEAL)