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RESOLUTION TO ENTER INTO A CONTRACT FOR

AUDITING SERVICES – BONADIO

A regular meeting of the Troy Community Land Bank Corporation (the "TCLB") was convened in public session at City Hall, 433 River Street, fifth floor, Troy, New York 12180 in the City of Troy, Rensselaer County, New York on JANUARY 17th, 2025 at 8:30 a.m. o'clock local time.

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

PRESENT:

Jamie Magur	Chair	A
Suzanne Spellen	Vice-Chair	P
Monica Kurzejewski	Treasurer	P
Brian Barker	Secretary	P
Bob Connolly	Member	P
Andrew Cooper	Member	P
Seamus Donnelly	Member	A
Brian Sano	Member	P
Tamara DeMartino	Member	P

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WHEREAS, TCLB issued a Request For Proposals for AUDITING Services on NOVEMBER 20, 2024, with a response required by DECEMBER 13TH, 2024; and

WHEREAS, BONADIO (hereinafter "BONADIO") responded to TCLB's Request For Proposals for AUDITING Services and the Staff and Board of Directors has reviewed said proposal, a copy of which is attached hereto; and

WHEREAS, BONADIO submitted a response to TCLB's Request For proposals and is the lowest responsible bidder; and

NOW, THEREFORE, BE IT RESOLVED by the Troy Community Land Bank Corporation that: 1. The LEGAL Services Proposal from BONADIO is hereby awarded; and

2. The Contract attached hereto as Schedule A between TCLB and BONADIO for AUDITING Services is hereby approved; and

3. The Executive Director, Chairman and General Counsel shall have the authority to execute any and all documents to effectuate the Contract; and

4. 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:

Jamie Magur	Chair	Voting	—
Suzanne Spellen	Vice-Chair	Voting	Y
Monica Kurzjeski	Treasurer	Voting	Y
Brian Barker	Secretary	Voting	Y
Bob Connolly	Member	Voting	Y
Andrew Cooper	Member	Voting	Y
Seamus Donnelly	Member	Voting	—
Brian Sano	Member	Voting	Y
Tamara DeMartino	Member	Voting	Y

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 17, 2025 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 Meeting 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 _____ day of _____, 2025.

Brian Barker, Secretary (SEAL)

SCHEDULE A
CONTRACT