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**RESOLUTION TO ENTER INTO A CONTRACT FOR
INSURANCE BROKERAGE SERVICES - UPSTATE AGENCY**

A SPECIAL 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 24th, 2025 at 8:30 a.m. o'clock local time.

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

PRESENT:

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

**RESOLUTION TO ENTER INTO A CONTRACT FOR
INSURANCE BROKERAGE SERVICES - UPSTATE AGENCY**

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

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

WHEREAS, UPSTATE AGENCY 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 INSURANCE Services Proposal from UPSTATE AGENCY is hereby awarded; and

2. The Contract attached hereto as Schedule A between TCLB and UPSTATE AGENCY for INSURANCE BROKERAGE 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:

MOTION WAS MADE BY: JM SECONDED BY: TD

Jamie Magur	Chair	Voting <u>Y</u>
Suzanne Spellen	Vice-Chair	Voting <u>Y</u>
Monica Kurzejeski	Treasurer	Voting <u>—</u>
Brian Barker	Secretary	Voting <u>Y</u>
Bob Connolly	Member	Voting <u>Y</u>
Andrew Cooper	Member	Voting <u>Y</u>
Seamus Donnelly	Member	Voting <u>—</u>
Brian Sano	Member	Voting <u>Y</u>
Tamara DeMartino	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.:

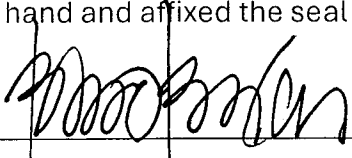
COUNTY OF RENSSELAER)

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 24, 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 24th day of JANUARY, 2025.



Brian Barker, Secretary (SEAL)