

**RESOLUTION ACCEPTING DONATION OF REAL PROPERTY
LOCATED AT 332 9TH ST**

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 February 19th, 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:

DIRECTORS PRESENT:

Board Member	Title	Present (Y/N)
Jamie Magur <i>JM</i>	Chair	<i>Y</i>
Suzanne Spellens <i>SS</i>	Vice-Chair	<i>Y</i>
Monica Kurzejeski <i>MK</i>	Treasurer	<i>Y</i>
Brian Barker <i>BB</i>	Secretary	<i>Y</i>
Bob Connolly <i>BC</i>	Member	<i>N</i>
Andrew Cooper <i>AC</i>	Member	<i>Y</i>
Seamus Donnelly <i>SD</i>	Member	<i>Y</i>
Brian Sano <i>BS</i>	Member	<i>Y</i>
Tamara DeMartino <i>TD</i>	Member	<i>Y</i>

LAND BANK STAFF/COUNSEL PRESENT INCLUDED THE FOLLOWING:

Name	Title
Brad Lewis	Chief Executive Officer/Executive Director
Paul Donnelly	Project Manager
Michelle Marinello	Counsel

The following resolution was offered by *JM*, seconded by *AC*, to wit:

WHEREAS, New York Not-For-Profit Corporation Law §1609(d) authorizes the Troy Community Land Bank Corporation, Inc. (the "Land Bank") to acquire, accept, hold, and transfer real property to further its mission; and

WHEREAS, the Land Bank Bylaws and New York Not-For-Profit Corporation Law §1605(i)(5) require that the acquisition of real property be approved by a majority vote of the Board of Directors of the Land Bank (the "Board"); and

WHEREAS, TRIP, Inc. ("TRIP") has offered to donate certain real property located at 332 9th Street, Troy, New York (the "Property"), to the Land Bank; and

WHEREAS, the Land Bank has reviewed the condition, title, and potential future use of the Property and has determined that accepting the donation is consistent with its mission to return vacant

and underutilized properties to productive use; and

WHEREAS, the acceptance of the Property will support the Land Bank's efforts to stabilize and revitalize neighborhoods in the City of Troy; and

WHEREAS, the Board has reviewed the terms of the proposed donation and finds it to be in the best interest of the Land Bank and the community it serves to accept the Property.

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby authorizes the Land Bank to accept the donation of the Property from TRIP pursuant to its Bylaws and Article 16 of the New York State Not-For-Profit Corporation Law; and be it further

RESOLVED, that each of the Executive Director Brad Lewis, and/or Jamie Magur, Chairman (each an "Authorized Officer"), each hereby is, authorized and directed, for and in the name and on behalf of the Land Bank to execute and deliver all necessary agreements, deeds, and transfer documents to complete the donation of the Property, subject to review and approval of the Executive Director and Land Bank's legal counsel; and be it further

RESOLVED, the Authorized Officers, 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 to take such further actions as may be necessary or convenient to implement the provisions of this Resolution.

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.

