

**RESOLUTION DELEGATING
LIMITED PROCUREMENT AUTHORITY
TO EXECUTIVE DIRECTOR**

A regular meeting of the Troy Community Land Bank Corporation (the "TCLB") 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 May 21, 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 | Chair | Y |
| Suzanne Spellen | Vice-Chair | Y |
| Monica Kurzejeski | Treasurer | N - ZOOM |
| Brian Barker | Secretary | Y |
| Bob Connolly | Member | Y |
| Andrew Cooper | Member | Y |
| Seamus Donnelly | Member | Y |
| Brian Sano | Member | N |
| Tamara DeMartino | Member | Y |
| Stacey Pompey | Member | N |

LAND BANK STAFF/COUNSEL PRESENT INCLUDED THE FOLLOWING:

| Name | Title |
|-------------------------|--|
| Brad Lewis | Chief Executive Officer/Executive Director |
| Paul Donnelly | Project Manager |
| Catherine D. Kemp, Esq. | Counsel |

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

WHEREAS, the Troy Community Land Bank was awarded \$180,000 in grant funding (the "Grant") through New York State Homes and Community Renewal's Land Bank Initiative Phase 2 to implement a Façade Improvement Program (the "Program") across thirteen (13) selected properties; and

WHEREAS, timely vendor selection and project execution are necessary to meet Grant deadlines and successfully complete the Program scope; and

WHEREAS, in order to comply with the aforementioned Grant and Program requirements, the Land Bank's board of directors (the "Board") believes it is in the best interest of the Land Bank to delegate certain procurement authority to the Executive Director, Brad Lewis (the "Executive

Director”) for the award of construction contracts to be funded by the Grant.

\$34,999

NOW, THEREFORE, BE IT RESOLVED, that the Board does hereby delegate to the Executive Director the authority to procure and award construction contracts to be funded by the Grant, provided that: (1) no individual contract shall be for a sum exceeding ~~[\$40,000]~~; (2) the total sum of all contracts awarded shall not exceed the amount of the Grant; (3) except as explicitly provided in this Resolution, the Executive Director will comply with the policies of the Land Bank, including, without limitation, the Procurement Policy and Conflict of Interest Policy; and (4) the Executive Director will comply with all applicable Grant and/or Program requirements; and be it further

RESOLVED, that the Executive Director shall present to the Board a summary of his activities taken pursuant to this Resolution at the Board’s regular meetings, and such summary shall include a list of vendors selected, the amounts awarded, and a record of all bids received but not awarded; and be it further

RESOLVED, that the Board shall ratify contracts awarded in compliance with this Resolution at its next regularly scheduled meeting; and be it further

RESOLVED, that each of the Executive Director and/or Jamie Magur, Chairman (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 |
|-------------------|--------------------|
| Jamie Magur | Y |
| Suzanne Spellén | Y |
| Monica Kurzejeski | NO ZOOM |
| Brian Barker | Y |
| Bob Connolly | Y |
| Andrew Cooper | Y |
| Seamus Donnelly | Y |
| Brian Sano | N |
| Tamara DeMartino | Y |
| Stacey Pompey | N |

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.

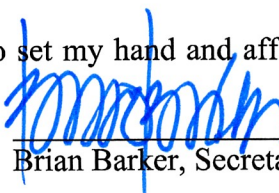
STATE OF NEW YORK)
) SS.:
COUNTY OF RENSSELAER)

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 May 21, 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 21 day of May 2025.



Brian Barker, Secretary (SEAL)