

RESOLUTION AUTHORIZING THE SALES OF MULTIPLE PARCELS OF REAL PROPERTY

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 July 29, 2020 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	<u>YES</u>
Suzanne Spellen	Vice-Chair	<u>YES</u>
Sharon Nichols	Treasurer	<u>YES</u>
Brian Barker	Secretary	<u>YES</u>
Andrew Cooper	Member	<u>YES</u>
Jeanette Nicholson	Member	<u>YES</u>
John Cubit	Member	<u>YES</u>
John Carmello	Member	<u>(ABSENT)</u>
Krystina Marable	Member	<u>YES</u>
Patricia Reilly	Member	<u>YES</u>

RESOLUTION AUTHORIZING THE SALES OF MULTIPLE PARCELS OF REAL PROPERTY

WHEREAS, New York Not-For-Profit Corporation Law §1609(d) authorizes the Troy Community Land Bank Corporation, Inc. ("Land Bank") to convey, exchange, sell, or transfer any of its interests in, upon or to real property; and

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

WHEREAS, all disposals of Land Bank property must be made to qualified buyers pursuant to Section 5 of the Property Disposition Policy; and

WHEREAS, the Land Bank owns certain parcels of real property situate in the City of Troy, State of New York and more particularly identified on the Properties List attached hereto as Schedule A (individually, a "Property" or collectively, the "Properties"); and

WHEREAS, Land Bank staff, after evaluating all purchase offers received for the Properties in accordance with the Property Disposition Policy, have recommended that the Land Bank sell each Property to the corresponding Buyer identified on the Properties List (individually, a "Buyer" or collectively, the "Buyers") in accordance with the terms and conditions set forth therein; and

WHEREAS, Land Bank staff have determined that each Buyer is a qualified buyer; and

WHEREAS, the Land Bank has obtained such competition as is feasible under the circumstances for each Property by advertising the Property on its website and/or listing the Property with a licensed real estate broker; and

WHEREAS, as each Buyer's plans are consistent with the mission, purpose and governing statute of the Land Bank, the Property Disposition Policy permits the Land Bank to sell each Property to the corresponding Buyer by negotiation; and

WHEREAS, the Land Bank desires to sell each Property to the corresponding Buyer identified on the Properties List at the price which was offered by each Buyer, as set forth on the Properties List; and

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

The recitals above are hereby incorporated into this Resolution as if fully set forth herein.

1. The Members of the Board hereby authorize the Land Bank to sell each Property to the corresponding Buyer identified on the Properties List pursuant to its Bylaws and Article 16 of the New York State Not-For-Profit Corporation Law; and;
2. The Members of the Board hereby authorize the Executive Director Anthony Tozzi, General Counsel Catherine M. Hedgeman and/or Heather King, Chairman to enter into Sales Contracts. Each Contract to Purchase will be agreeable in form and content to the Executive Director.
3. Executive Director Anthony Tozzi, General Counsel Catherine M. Hedgeman and/or Heather King, Chairman 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 do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

4. The other officers, employees and agents of the Land Bank are hereby authorized and directed for and in the name and on behalf of the Land Bank to execute and deliver all such certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing Resolution.
5. 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:

Heather King	Chair	VOTING	<u>Yes</u>
Suzanne Spellen	Vice-Chair	VOTING	<u>Yes</u>
Sharon Nichols	Treasurer	VOTING	<u>Yes</u>
Brian Barker	Secretary	VOTING	<u>Yes</u>
Andrew Cooper	Member	VOTING	<u>Yes</u>
Jeanette Nicholson	Member	VOTING	<u>Yes</u>
John Cubit	Member	VOTING	<u>Yes</u>
John Carmello	Member	VOTING	<u>Absent</u>
Krystina Marable	Member	VOTING	<u>Yes</u>
Patricia Reilly	Member	VOTING	<u>Yes</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.

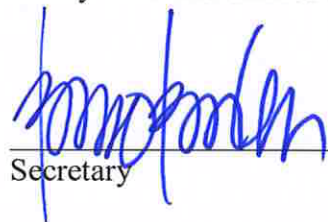
STATE OF NEW YORK)
) SS.:
COUNTY OF RENSSELAER)

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 July 29, 2020 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 29th day of July, 2020.



Secretary

(SEAL)

EXHIBIT A

List of Properties

Address	Applicant/Buyer	Purchase Price
3325 Sixth Avenue	Edward Dunphy	\$15,750
24 McClelland	Colin Clark	\$80,000
806 River Street	Beacon Communities	\$11,500
810 River Street	Beacon Communities	\$11,500
812 River Street	Beacon Communities	\$8,400
879 River Street	Beacon Communities	\$12,650
881 River Street	Beacon Communities	\$11,500
102 West Glen Street	Beacon Communities	\$20,400

RESOLUTION APPROVING ACQUISITION OF PROPERTIES

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 July 29, 2020 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	<u>YES</u>
Suzanne Spellen	Vice-Chair	<u>YES</u>
Sharon Nichols	Treasurer	<u>YES</u>
Brian Barker	Secretary	<u>YES</u>
Andrew Cooper	Member	<u>YES</u>
Jeanette Nicholson	Member	<u>YES</u>
John Cubit	Member	<u>YES</u>
John Carmello	Member	<u>(ABSENT)</u>
Krystina Marable	Member	<u>YES</u>
Patricia Reilly	Member	<u>YES</u>

WHEREAS, the New York Not-for-Profit Corporation Law §1608(b) authorizes the Troy Community Land Bank Corporation (the "Land Bank") to acquire real property by gift, devise, transfer, exchange, foreclosure, purchase, or otherwise; and

WHEREAS, the Land Bank wishes to acquire the property as more fully described in the attached schedule of properties; and

WHEREAS, the property is located in the target areas of the Land Bank and the acquisition of these properties would be consistent with the Land Bank's purpose and mission; and

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

1. The Land Bank is hereby authorized to acquire multiple properties as more fully described in the attached schedule;
2. The Chairman and the Executive Director of the Land Bank 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.

3. 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:

Heather King	Chair	VOTING	<u>Yes</u>
Suzanne Spellen	Vice-Chair	VOTING	<u>Yes</u>
Sharon Nichols	Treasurer	VOTING	<u>Yes</u>
Brian Barker	Secretary	VOTING	<u>Yes</u>
Andrew Cooper	Member	VOTING	<u>Yes</u>
Jeanette Nicholson	Member	VOTING	<u>Yes</u>
John Cubit	Member	VOTING	<u>Yes</u>
John Carmello	Member	VOTING	<u>Absent</u>
Krystina Marable	Member	VOTING	<u>Yes</u>
Patricia Reilly	Member	VOTING	<u>Yes</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.

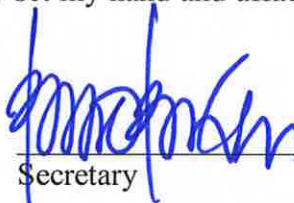
STATE OF NEW YORK)
) SS.:
COUNTY OF RENSSELAER)

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 July 29, 2020 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 29th day of July, 2020.



Secretary

(SEAL)

EXHIBIT A

List of Properties

Address	Applicant/Buyer	Purchase Price
814 River Street	Vesta	\$10,000

RESOLUTION APPROVING FORECLOSURE OF PROPERTY

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 July 29, 2020 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	<u>YES</u>
Suzanne Spellen	Vice-Chair	<u>YES</u>
Sharon Nichols	Treasurer	<u>YES</u>
Brian Barker	Secretary	<u>YES</u>
Andrew Cooper	Member	<u>YES</u>
Jeanette Nicholson	Member	<u>YES</u>
John Cubit	Member	<u>YES</u>
John Carmello	Member	<u>(ABSENT)</u>
Krystina Marable	Member	<u>YES</u>
Patricia Reilly	Member	<u>YES</u>

WHEREAS, the New York Not-for-Profit Corporation Law §1608(b) authorizes the Albany County Land Bank Corporation (the "Land Bank") to acquire real property by gift, devise, transfer, exchange, foreclosure, purchase, or otherwise; and

WHEREAS, on December 6, 2018 the Albany County Land bank sold the real property known as **Tax Map ID: 785 River St (90.62-6-10)** and **Tax Map ID: 836 River St (90.62-3-49)** to **SHLT, LLC (Yakov Neustaot)** in the ordinary course of business; and

WHEREAS, pursuant to the Application made by **SHLT, LLC** and Purchase Contract executed and delivered to the Land Bank **SHLT, LLC, (Yakov Neustaot)** was required to complete a full rehab of 785 and 836 River Street; and

WHEREAS, also pursuant to the terms of the submitted application and Purchase Contract, **SHLT, LLC, (Yakov Neustaot)** was required to execute and deliver to the Land Bank, an Enforcement Note and Mortgage requiring the completion of the total rehab by December 6, 2019; and

WHEREAS, the Troy Community Land Bank by and through its Executive Director and General Counsel have made several attempts to obtain status reports and inspections of the property; and

WHEREAS, SHLT, LLC, (Yakov Neustaot) failed to respond to the Land Bank's request for status reports and inspections and failed to complete the full rehab of the property by the December 6, 2019, and the rehab continues to be incomplete as of July 29, 2020; and

WHEREAS, SHLT, LLC, (Yakov Neustaot) has been and continues to be in default on the terms of his Application, Purchase Contract and the Enforcement Note and Mortgage and has been notified of the same several times, but has failed to cure; and

WHEREAS, Despite demand dated March 18, 2020, **SHLT, LLC, (Yakov Neustaot)** failed to execute a Deed-In-Lieu of foreclosure to secure his performance obligation to complete a full rehab by December 6, 2019; and

WHEREAS, to date, despite demand, **SHLT, LLC, (Yakov Neustaot)** has failed to complete the project, has no active permits for work on the property and no certificate of occupancy has been issued, and he has abandoned the property; and

WHEREAS, pursuant to the terms of the Enforcement Note and Mortgage, The Land Bank desires to exercise its right to foreclose on the property known as **Tax Map ID: 785 River St (90.62-6-10)** and **Tax Map ID: 836 River St (90.62-3-49)**; and

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

1. The Land Bank shall foreclose on the property located at **Tax Map ID: 785 River St (90.62-6-10)** and **Tax Map ID: 836 River St (90.62-3-49)** pursuant to the terms of the Enforcement Note and Mortgage; and
2. The Chairman and the Executive Director of the Land Bank 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 do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.
3. 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:

Heather King	Chair	VOTING	<u>Yes</u>
Suzanne Spellen	Vice-Chair	VOTING	<u>Yes</u>
Sharon Nichols	Treasurer	VOTING	<u>Yes</u>
Brian Barker	Secretary	VOTING	<u>Yes</u>
Andrew Cooper	Member	VOTING	<u>Yes</u>
Jeanette Nicholson	Member	VOTING	<u>Yes</u>
John Cubit	Member	VOTING	<u>Yes</u>
John Carmello	Member	VOTING	<u>Absent</u>
Krystina Marable	Member	VOTING	<u>Yes</u>
Patricia Reilly	Member	VOTING	<u>Yes</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 July 29, 2020 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 29th day of July, 2020.



Secretary

(SEAL)

RESOLUTION APPROVING FORECLOSURE OF PROPERTY

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 July 29, 2020 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	<u>YES</u>
Suzanne Spellen	Vice-Chair	<u>YES</u>
Sharon Nichols	Treasurer	<u>YES</u>
Brian Barker	Secretary	<u>YES</u>
Andrew Cooper	Member	<u>YES</u>
Jeanette Nicholson	Member	<u>YES</u>
John Cubit	Member	<u>YES</u>
John Carmello	Member	<u>(ABSENT)</u>
Krystina Marable	Member	<u>YES</u>
Patricia Reilly	Member	<u>YES</u>

WHEREAS, the New York Not-for-Profit Corporation Law §1608(b) authorizes the Albany County Land Bank Corporation (the "Land Bank") to acquire real property by gift, devise, transfer, exchange, foreclosure, purchase, or otherwise; and

WHEREAS, on November 21, 2018 the Albany County Land bank sold the real property known as **Tax Map ID: 822 River St (90.62-3-45) to Malgorzata Raczkowski** in the ordinary course of business; and

WHEREAS, pursuant to the Application made by **Malgorzata Raczkowski** and Purchase Contract executed and delivered to the Land Bank **Malgorzata Raczkowski** was required to complete a full rehab of 822 River Street; and

WHEREAS, also pursuant to the terms of the submitted application and Purchase Contract, **Malgorzata Raczkowski** was required to execute and deliver to the Land Bank, an Enforcement Note and Mortgage requiring the completion of the total rehab by November 21, 2019; and

WHEREAS, the Troy Community Land Bank by and through its Executive Director and

General Counsel have made several attempts to obtain status reports and inspections of the property; and

WHEREAS, Malgorzata Raczkowski failed to respond to the Land Bank's request for status reports and inspections and failed to complete the full rehab of the property by the November 21, 2019, and the rehab continues to be incomplete as of July 29, 2020; and

WHEREAS, Malgorzata Raczkowski has been and continues to be in default on the terms of his Application, Purchase Contract and the Enforcement Note and Mortgage and has been notified of the same several times, but has failed to cure; and

WHEREAS, Despite demand, Malgorzata Raczkowski failed to execute a Deed-In-Lieu of foreclosure to secure his performance obligation to complete a full rehab by November 21, 2019; and

WHEREAS, to date, despite demand, Malgorzata Raczkowski has failed to complete the project, has no active permits for work on the property and no certificate of occupancy has been issued, and he has abandoned the property; and

WHEREAS, pursuant to the terms of the Enforcement Note and Mortgage, The Land Bank desires to exercise its right to foreclose on the property known as Tax Map ID: 822 River St (90.62-3-45); and

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

1. The Land Bank shall foreclose on the property located at **Tax Map ID: 822 River St (90.62-3-45)** pursuant to the terms of the Enforcement Note and Mortgage; and
2. The Chairman and the Executive Director of the Land Bank 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 do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.
3. 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:

Heather King	Chair	VOTING	<u>Yes</u>
Suzanne Spellén	Vice-Chair	VOTING	<u>Yes</u>
Sharon Nichols	Treasurer	VOTING	<u>Yes</u>
Brian Barker	Secretary	VOTING	<u>Yes</u>
Andrew Cooper	Member	VOTING	<u>Yes</u>
Jeanette Nicholson	Member	VOTING	<u>Yes</u>
John Cubit	Member	VOTING	<u>Yes</u>
John Carmello	Member	VOTING	<u>Absent</u>
Krystina Marable	Member	VOTING	<u>Yes</u>
Patricia Reilly	Member	VOTING	<u>Yes</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 July 29, 2020 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 29th day of July, 2020.


Secretary

(SEAL)

Resolution to Amend Contractor Agreement with SEAT Center

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 July 29, 2020 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	<u>YES</u>
Suzanne Spellen	Vice-Chair	<u>YES</u>
Sharon Nichols	Treasurer	<u>YES</u>
Brian Barker	Secretary	<u>YES</u>
Andrew Cooper	Member	<u>YES</u>
Jeanette Nicholson	Member	<u>YES</u>
John Cubit	Member	<u>YES</u>
John Carmello	Member	<u>(ABSENT)</u>
Krystina Marable	Member	<u>YES</u>
Patricia Reilly	Member	<u>YES</u>

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Anthony Tozzi	Chief Executive Officer
Catherine Hedgeman, Esq.	Agency Counsel

The following resolution was offered by _____, seconded by _____, to wit:

Resolution to Amend Contractor Agreement with SEAT Center

WHEREAS, the Troy Community Land Bank (Land Bank) seeks to co-develop the real property more commonly known as 54 Fifth Street, Troy, New York with the Social Enterprise and Training Center, Inc. (SEAT CENTER); and

WHEREAS, in response thereto, the Land Bank and SEAT entered into a contractor agreement dated February 14, 2020; and

WHEREAS, the Land Bank and SEAT Center approved an amendment to the contract dated March 31, 2020; and

WHEREAS, the Land Bank, through its Executive Director, has submitted the proposed Second Amendment to the agreement to the Board of Directors for review, and the Board has had the opportunity to review said amended agreement; and

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

Section 1. The TCLB hereby finds and determines as follows:

- (A) The TCLB hereby approves all the terms and conditions of the proposed amended agreement attached hereto; and
- (B) The TCLB authorizes its Executive Director, Board Chairman and General Counsel to execute all documents and make all payments pursuant to the contract; and
- (C) This Resolution shall be effective immediately upon passage.

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

Heather King	VOTING	<u>Yes</u>
Suzanne Spellen	VOTING	<u>Yes</u>
Sharon Nichols	VOTING	<u>Yes</u>
Brian Barker	VOTING	<u>Yes</u>
Andrew Cooper	VOTING	<u>Yes</u>
Jeanette Nicholson	VOTING	<u>Yes</u>
John Cubit	VOTING	<u>Yes</u>
John Carmello	VOTING	<u>Absent</u>
Krystina Marable	VOTING	<u>Yes</u>
Patricia Reilly	VOTING	<u>Yes</u>

The foregoing Resolution was thereupon declared duly adopted.

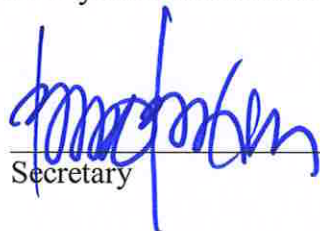
STATE OF NEW YORK)
) SS.:
COUNTY OF RENSSELAER)

I, the undersigned Secretary of the Troy Community Land Bank 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 July 29, 2020 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 29th day of July, 2020.



Secretary

(SEAL)

APPENDIX A

Second Amendment to Master Contract with SEAT Center