

25.43

# **RESOLUTION DELEGATING LIMITED PROCUREMENT AUTHORITY TO EXECUTIVE COMMITTEE**

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 August 20, 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	Y
Brian Barker	Secretary	Y
Bob Connolly	Member	Y
Andrew Cooper	Member	Y
Seamus Donnelly	Member	Y
Brian Sano	Member	Y
Tamara DeMartino	Member	Y
Stacey Pompey	Member	Y

## **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 Michelle Marinello, Esq., seconded by AC, to wit:

**WHEREAS**, the Troy Community Land Bank Corporation (the "Land Bank") was awarded grant funding to support the rehabilitation of 871 River Street, Troy, New York (the "Project"), with such funds required to be expended by December 1, 2025 (the "Grant"); and

**WHEREAS**, timely vendor selection and contract execution are necessary to meet the Grant deadline and successfully complete the Project; and

**WHEREAS**, in order to comply with the Grant requirements and maintain progress on the Project, the Board believes it is in the best interest of the Land Bank to delegate limited procurement authority to the Executive Committee (the "Executive Committee") for the award of contracts relating to scopes of

necessary for completion of the Project.

**NOW, THEREFORE, BE IT RESOLVED**, that the Board hereby delegates to the Executive Committee the authority to procure and award construction contracts for scopes of work at 871 River Street originally awarded to UCA, provided that:

1. The aggregate amount of such contracts shall not exceed [Insert]; \$460,070
2. Except as explicitly provided in this Resolution, all procurements shall comply with the Land Bank's Procurement Policy and Conflict of Interest Policy; and
3. All such contracts shall comply with the requirements of the Grant and any applicable program rules; and be it further

**RESOLVED**, that the Executive Committee shall present to the Board a summary of its activities taken pursuant to this Resolution at the Board's regular meetings, which summary shall include a list of vendors selected, the amounts awarded, and a record of all bids or proposals 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 member of the Executive Committee, 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 thereof, the taking of such action and the execution and delivery of any such agreements, documents, and instruments being conclusive evidence of the approval of the Board thereof; and be it further

**RESOLVED**, that all actions heretofore taken by the Board, the Executive Committee, and/or the Authorized Officers with respect to the Project and the matters contemplated by the foregoing resolutions are hereby approved, adopted, ratified, and confirmed in all respects.

**RESOLVED**, that whenever practicable and consistent with the Grant deadlines, contracts shall continue to be awarded by the full Board at its regularly scheduled meetings, and the authority granted to the Executive Committee under this Resolution shall be exercised only when timing considerations make it impracticable to await full Board action.

## 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	Y
Brian Barker	Y
Bob Connolly	Y
Andrew Cooper	Y
Seamus Donnelly	Y
Brian Sano	Y
Tamara DeMartino	Y
<del>Stacey Pompey</del>	<del>Y</del>

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.

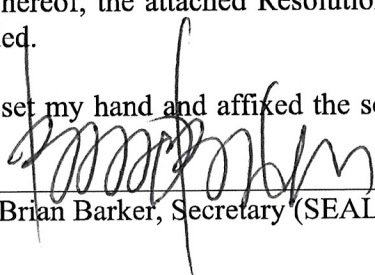
STATE OF NEW YORK                    )  
  ) SS.:  
COUNTY OF RENSSELAER            )

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 August 20, 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 20 day of August 2025.

  
\_\_\_\_\_  
Brian Barker, Secretary (SEAL)