RESOLUTION OF THE BOARD OF DIRECTORS OF THE TROY COMMUNITY LAND BANK CORPORATION DISAVOWING INTEREST IN CERTAIN CITY-OWNED PROPERTIES

A regular meeting of the Troy Community Land Bank Corporation (the "TCLB") was convened in public session at City Hall, 871 River Street, fifth floor, Troy, New York 12180 in the City of Troy, Rensselaer County, New York on November 18th, 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	N
Brian Sano	Member	N
Tamara DeMartino	Member	Y
KIM ASN-MCPHERSON	MEMBER	Y

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 MK, seconded by SS, to wit:

WHEREAS, the Troy Community Land Bank Corporation, Inc. ("Land Bank") is authorized under New York Not-For-Profit Corporation Law §1609 and Troy City Code §83-3(F)(5) to acquire surplus real property from the City of Troy to further its mission of returning vacant and underutilized properties to productive use; and

WHEREAS, the Land Bank's Boad Member, Jamie Magur, has expressed personal interest in acquiring one City-owned properties, identified as:

- 101.38-3-30 2215 Old Sixth Ave

WHEREAS, the Land Bank's Board of Directors (the "Board"), after reviewing these properties and considering the Land Bank's current strategic priorities, has determined that the Land Bank does not intend to pursue the acquisition of these properties currently; and

WHEREAS, the Land Bank acknowledges the potential appearance of a conflict of interest in instances where its employees or officers seek to acquire City-owned properties and seeks to address such concerns with transparency and adherence to applicable legal and ethical standards.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors hereby formally disclaims any interest in acquiring the properties located at 101.38-3-30 2215 Old Sixth Ave from the City of Troy; and be it further

RESOLVED, that the Board affirms that it is taking this resolution to provide clarity and transparency regarding the Land Bank's decision and to ensure that no conflict or appearance of conflict exists in relation to these properties; and be it further

RESOLVED, that the Executive Director, General Counsel, and/or Chairman are hereby authorized to take any necessary actions to communicate this resolution to the appropriate City of Troy officials and committees; 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	A
Suzanne Spellen	Y
Monica Kurzejeski	Y
Brian Barker	Y
Bob Connolly	Y
Andrew Cooper	Y
Seamus Donnelly	—
Brian Sano	—
Tamara DeMartino	Y

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 February 19, 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 18th day of November, 2026.

Brian Barker, Secretary (SEAL)