



**RESOLUTION TO AMEND THE BYLAWS OF THE
ALBANY COUNTY LAND BANK CORPORATION**

A regular meeting of the Albany County Land Bank Corporation (the "ACLB") was convened in public session located at 200 Henry Johnson Boulevard, 2nd Floor in the City of Albany, Albany County, New York on January 21st, 2020 at 5:30 p.m. o'clock local time, local time.

The meeting was called to order by the Chair of the ACLB and, upon roll being called, the following members of the Board were:

MEMBERS:

Board Member	Title	Present (Y/N)
Charles Touhey	Chair	Y
David Traynham	Vice-Chair	Y
Natisha Alexander	Treasurer	N
Samuel Wells	Secretary	Y
Philip Calderone	Member	N
Jeffrey Collett	Member	Y
Todd Curley	Member	Y
Chris Spencer	Member	Y

ACLB STAFF/COUNSEL PRESENT INCLUDED THE FOLLOWING:

Name	Title
Adam Zaranko	Chief Executive Officer
Amanda Wyckoff	Director of Operations
Catherine Hedgeman	Legal Counsel

The following resolution was offered by Chris Spencer, seconded by Samuel Wells, to wit:

RESOLUTION TO AMEND THE BYLAWS

WHEREAS, the ACLB Board is authorized under the New York Not-for-Profit law to amend its By-Laws by the approval of a majority of the total board membership; and

WHEREAS, the Board has reviewed and revised the ACLB by-laws to more accurately reflect its process and procedure for governing the ACLB; and

WHEREAS, the board has reviewed said proposed amendments with its General Counsel and Staff and wishes to now enact said amendments; and

WHEREAS, the By-Laws are attached to this Resolution as Appendix "A"; and

NOW, THEREFORE, BE IT RESOLVED by the Albany County Land Bank Corporation that:

1. The proposed By-Laws of the Corporation are attached to this Resolution as Appendix "A" are hereby amended and adopted.
2. This Resolution shall be effective immediately.

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

Charles Touhey	VOTING	<u>Yes</u>
David Traynham	VOTING	<u>Yes</u>
Natisha Alexander	VOTING	<u>NA</u>
Samuel Wells	VOTING	<u>Yes</u>
Philip Calderone	VOTING	<u>N/A</u>
Jeffrey Collett	VOTING	<u>Yes</u>
Todd Curley	VOTING	<u>Yes</u>
Chris Spencer	VOTING	<u>Yes</u>

The foregoing Resolution was thereupon declared duly adopted meeting the requirements of the ACLB bylaws requiring a majority of the Board approving this resolution.

STATE OF NEW YORK)

) SS.:

COUNTY OF ALBANY)

I, the undersigned Secretary of ACLB, DOES HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Board, including the Resolution contained therein, held on January 21, 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 Board 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 Meetings Law; (D) there was a quorum of the members of the Board present throughout said meeting; and (E) Pursuant to the ACLB 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 ACLB this _____ day of January 2020.



Secretary

(SEAL)



ALBANY COUNTY
LAND BANK CORPORATION

**RESOLUTION AUTHORIZING THE SALES OF
MULTIPLE PARCELS OF REAL PROPERTY**

A regular meeting of the Albany County Land Bank Corporation (the "ACLB") was convened in public session located at 200 Henry Johnson Boulevard, 2nd Floor in the City of Albany, Albany County, New York on January 21, 2020 at 5:30 p.m., local time.

The meeting was called to order by the Chair of ACLB and, upon roll being called, the following members of the ACLB were:

MEMBERS:

Board Member	Title	Present (Y/N)
Charles Touhey	Chair	Yes
David Traynham	Vice-Chair	Yes
Natisha Alexander	Treasurer	NO
Samuel Wells	Secretary	Yes
Philip Calderone	Member	NO
Jeffrey Collett	Member	Yes
Todd Curley	Member	Yes
Chris Spencer	Member	Yes

ACLB STAFF/COUNSEL PRESENT INCLUDED THE FOLLOWING:

Name	Title
Adam Zaranko	Chief Executive Officer
Amanda Wyckoff	Director of Operations
Catherine Hedgeman	Legal Counsel

The following resolution was offered by Todd Curley, seconded by Chris Spencer, to wit:

**RESOLUTION AUTHORIZING THE SALES OF
MULTIPLE PARCELS OF REAL PROPERTY**

WHEREAS, New York Not-For-Profit Corporation Law §1609(d) authorizes the Albany County 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 County of Albany and 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 ALBANY COUNTY 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 Adam Zaranko, General Counsel Catherine M. Hedgeman and/or Charles Touhey, Chairman to enter into Sales Contracts. Each Contract to Purchase will be agreeable in form and content to the Executive Director.
3. Executive Director Adam Zaranko, General Counsel Catherine M. Hedgeman and/or Charles Touhey, 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:

Charles Touhey	VOTING	<u>Yes</u>
David Traynham	VOTING	<u>Yes</u>
Natisha Alexander	VOTING	<u>X</u>
Samuel Wells	VOTING	<u>Yes</u>
Philip Calderone	VOTING	<u>X</u>
Jeffrey Collett	VOTING	<u>Yes</u>
Todd Curley	VOTING	<u>Yes</u>
Chris Spencer	VOTING	<u>Yes</u>

The foregoing Resolution was thereupon declared duly adopted unanimously meeting the requirements of the ACLB bylaws requiring a majority of the Board approving this resolution.


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

I, the undersigned Secretary of the Albany County Land Bank (the "ACLB"), DO HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the ACLB, including the Resolution contained therein, held on December 18, 2019 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 ACLB 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 Meetings Law; (D) there was a quorum of the members of the ACLB present throughout said meeting; and (E) Pursuant to the ACLB Bylaws, 2/3 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 ACLB this 24th day of January 2020.



Secretary

(SEAL)

EXHIBIT A

List of Properties

- SEE ATTACHED -

Albany County Land Bank Sales Summaries - January 2020 Board of Directors Meeting

Parcel Number	Property Address	Property Class	Acquisition Date	Applicant Name	Intended Use	Staff Recommendation
65.64-4-75	24 Lexington Avenue	Residential Vacant Lot	10/26/2018	New Church of Christ	Green Space	Recommend advancing the sale of 20, 24 Lexington Ave, and 300 First St to New Church of Christ
65.64-4-76	20 Lexington Avenue	Residential Vacant Lot	2/23/2017		Green Space	
65.64-4-3	300 First Street	Residential Vacant Lot	4/4/2019	Kaleaf Fiddemon	Parking/Green Space	Recommend advancing the sale of 213 Sheridan Ave to Mr. Fiddemon approve Housing Visions Unlimited as the back up buyer.
65.73-2-66	213 Sheridan Avenue	Residential Vacant Lot	2/23/2017		Fence	
				Housing Visions Unlimited	Maintain As Is	
65.63-2-24	213 Sherman St	Residential Vacant Lot	9/24/2019	Nicholas Kelley	Yard Space for Rental Tenants	Recommend advancing the Sale of 213 Sherman St to Mr. Kelley
65.52-2-45	22 Albany Street	Residential Vacant Lot	8/6/2018	Regina Burns	Maintain As-Is	Recommend advancing the sale of 22 Albany St to Ms. Burns
10.7-5-46	22 Devlin Street	Residential Building	9/24/2019	Samir Lukovic	Operate As Rental	Recommend advancing the sale of 22 Devlin St to Mr. Lukovic

Parcel Number	Property Address	Property Class	Acquisition Date	Applicant Name	Intended Use	Staff Recommendation
181.-2-18	2638 SR 145	Commercial Building	10/31/2019	Peter Ebert	Maintain As Is	Recommend advancing the sale of 2638 SR 145 to Mr. Ebert
65.72-5-1	92 Henry Johnson Blvd	Residential Vacant Lot	9/24/2019	David Warzek and Michael Warzek Sr	Fence	Recommend advancing the sale of 92-94 Henry Johnson Blvd, and 281 Sheridan Avenue to Mr. David and Michael Warzek
65.72-5-2	94 Henry Johnson Blvd	Residential Vacant Lot	2/23/2017		Fence	
65.72-5-46	281 Sheridan Avenue	Residential Vacant Lot	2/23/2017		Fence	
65.64-6-2	282 Second Street	Residential Building	2/8/2016	Justin Wallace	Operate As Rental	Recommend advancing the sale of the building at 282-284 Second St and the lots at 4-6 Lexington Avenue to Mr. Wallace
65.64-6-1	284 Second Street	Residential Building	2/8/2016		Operate As Rental	
65.64-6-72	4 Lexington Ave	Residential Vacant Lot	2/20/2015		Yard Space	
65.64-6-71	6 Lexington Ave	Residential Vacant Lot	2/20/2015		Yard Space	
65.47-4-2	436 Third Street	Residential Vacant Lot	2/23/2017	Johanna Roman-Nazario	Garden	Recommend advancing the sale of 436 Third St to Ms. Roman-Nazario
64.76-1-64	509 Morris Street	Residential Building	11/21/2019	True Blue Properties LLC	Operate As Rental	Recommend advancing the sale of 509 Morris St to True Blue Properties LLC

Parcel Number	Property Address	Property Class	Acquisition Date	Applicant Name	Intended Use	Staff Recommendation
65.55-1-45	603 Clinton Ave	Residential Vacant Lot	9/24/2019	Eden's Rose Foundation	Garden	Recommend advancing the sale of 603 Clinton and 417 Sherman St to Eden's Rose Foundation
65.46-1-24	417 Sherman Street	Residential Vacant Lot	10/26/2018		Garden	
10.67-1-28	61 Main St	Residential Building	9/24/2019	Pavel Sandul	Operate As Rental	Recommend advancing the sale of 61 Main St to Mr. Sandul
16.8-1-44	62 Shepard Avenue	Residential Vacant Lot	1/10/2017	Joseph Ross	Maintain As Is	Recommend advancing the sale of 62 Shepard Ave to Mr. Ross
65.63-3-75	68 N Lake Ave	Residential Building	9/24/2019	Hector Hernandez and Griceida Herrera	Mixed-Use	Recommend advancing the sale of 68 N. Lake Ave to Mr. Hernandez and Griceida Herrera
65.21-1-33	809 Livingston Avenue	Residential Vacant Lot	10/26/2018	Walker Enterprises Unlimited LLC	Garden	Recommend advancing the sale of 809 & 811 Livingston Ave to Walker Enterprises Unlimited LLC
65.21-1-34	811 Livingston Avenue	Residential Vacant Lot	12/23/2019		Garden	
76.64-2-64	93 Third Avenue	Residential Building	10/26/2018	Montgomery Family Realty, LLC	Operate As Rental	Recommend advancing the sale of 93 Third Avenue to Montgomery Family Realty, LLC
82--1-19	Beaver Dam Road	Residential Vacant Lot	2/22/2018	Vincent J. Perry, Jr.	Maintain As Is	Recommend advancing the sale of Beaver Dam Rd to Mr. Perry

Parcel Number	Property Address	Property Class	Acquisition Date	Applicant Name	Intended Use	Staff Recommendation
76.65-2-78	53 Broad St	Residential Vacant Lot	2/20/2015	Shataya Scott	Garden	Committee requested that Land Bank staff worked with Applicant to find alternate property for proposed use in lieu of initial property
65.81-6-81	13 S Swan St	Residential Vacant Lot	12/23/2019	Housing Visions Unlimited	Maintain As Is	Recommend advancing the sale of 13 S. Swan St to Housing Visions Unlimited
10.75-1-55	91 Congress St	Residential Vacant Lot	7/1/2016	ACC Fabrics	Side Lot	Recommend advancing the sale of 91 Congress St to ACC Fabrics or an associated single-member LLC approved to purchase 58 Columbia St.
76.56-4-35	161 S Hawk St	Residential Vacant Lot	12/23/2019	Pedro Cedeno	Side Lot	Recommend advancing the sale of 161 S. Hawk St to Mr. Cedeno
65.55-5-55	539 Clinton St	Residential Vacant Lot	12/23/2019	Patrick Chiou	Operate as Rental	Recommend advancing the sale of 539 Clinton Street to Patrick Chiou



ALBANY COUNTY
LAND BANK CORPORATION

ANNUAL HOUSEKEEPING RESOLUTION

A regular meeting of the Albany County Land Bank Corporation (the "ACLB") was convened in public session located at 200 Henry Johnson Boulevard, 2nd Floor in the City of Albany, Albany County, New York on January 21st, 2020 at 5:30 p.m. o'clock local time, local time.

The meeting was called to order by the Chair of ACLB and, upon roll being called, the following members of the Board were:

MEMBERS:

Board Member	Title	Present (Y/N)
Charles Touhey	Chair	Yes
David Traynham	Vice-Chair	Yes
Natisha Alexander	Treasurer	NO
Samuel Wells	Secretary	Yes
Philip Calderone	Member	NO
Jeffrey Collett	Member	Yes
Todd Curley	Member	Yes
Chris Spencer	Member	Yes

ACLB STAFF/COUNSEL PRESENT INCLUDED THE FOLLOWING:

Name	Title
Adam Zaranko	Chief Executive Officer
Amanda Wyckoff	Director of Operations
Catherine Hedgeman	Legal Counsel

The following resolution was offered by Chris Spencer, seconded by Samuel Wells, to wit:

**ANNUAL HOUSEKEEPING RESOLUTION APPROVING
APPOINTMENTS AND ADMINISTRATIVE MATTERS OF
THE LAND BANK**

WHEREAS, Albany County Land Bank (the "Land Bank") is authorized and empowered by the provisions of Article 16 of the New York State Not-For-Profit Law (the "Enabling Act");

WHEREAS, under Section 1607 of the Act, the Land Bank has the power to make certain appointments and approve certain administrative matters; and

WHEREAS, the members of the Land Bank desire to make certain appointments and approve certain administrative matters;

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE ALBANY COUNTY LAND BANK, AS FOLLOWS:

Section 1. The Land Bank hereby takes the following actions:


(A) Approves the appointments and the administrative matters described in Schedule A attached hereto.

(B) Approves, ratifies and confirms the policies described in Schedule A

NOW, THEREFORE, BE IT RESOLVED by the Albany County Land Bank Corporation that:


1. The Land Bank hereby authorizes the Chairman, General Counsel and the Chief Executive Officer to take all steps necessary to implement the matters described in Schedule A attached; and
2. This Resolution shall take effect immediately.

ADOPTED by the Board and **SIGNED** by the Chair on the 21st day of January 2020



Chair

ATTEST/AUTHENTICATION:



Secretary



ALBANY COUNTY
LAND BANK CORPORATION

SCHEDULE A

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C. Whistle Blower Policy

D. Travel and Discretionary Policy

E. Real Property Acquisition Policy

F. Real Property Disposition Policy

G. Indemnification Policy

H. Mission Statement

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:

Charles Touhey	VOTING	<u>Yes</u>
David Traynham	VOTING	<u>Yes</u>
Natisha Alexander	VOTING	<u>NO</u>
Samuel Wells	VOTING	<u>Yes</u>
Philip Calderone	VOTING	<u>NO</u>
Jeffrey Collett	VOTING	<u>Yes</u>
Todd Curley	VOTING	<u>Yes</u>
Chris Spencer	VOTING	<u>Yes</u>

The foregoing Resolution was thereupon declared duly adopted unanimously meeting the requirements of the ACLB bylaws requiring a majority of the Board approving this resolution.

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

I, the undersigned Secretary of the Albany County Land Bank (the "ACLB"), DO HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the ACLB, including the Resolution contained therein, held on December 18, 2019 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 ACLB 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 Meetings Law; (D) there was a quorum of the members of the ACLB present throughout said meeting; and (E) Pursuant to the ACLB Bylaws, 2/3 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 ACLB this _____ day of January 2020.



Secretary

(SEAL)

SCHEDULE A

Confirmation of Regular Land Bank Meeting Schedule

Third Tuesday of the Month at 5:30 PM

Board of Directors

Charles Touhey	Chair
David Traynham	Vice-Chair
Natisha Alexander	Treasurer
Samuel Wells	Secretary
Philip Calderone	Member
Jeffrey Collett	Member
Todd Curley	Member
Chris Spencer	Member

Appointment of Chief Executive Officer to the Land Bank

Adam Zaranko, Executive Director

Appointment of Independent Auditing Firm of the Land Bank

Bonadio Group

Appointment of Land Bank Counsel

**Catherine M. Hedgeman, Esq.
Law office of Catherine M. Hedgeman, PLLC**

Appointments to the Acquisition and Disposition Committee

Charles Touhey (Chair), Natisha Alexander, Jeffery Collett, Todd Curley, David Traynham, Samuel Wells

Appointments to Audit Committee

Todd Curley (Chair), Samuel Wells, (Vacant)

Appointments to the Enforcement and Compliance Committee

Charles Touhey (Chair), Jeffery Collett, David Traynham, Samuel Wells

Appointments to the Executive Committee

Charles Touhey (Chair), Natisha Alexander, David Traynham, Samuel Wells

Appointments to Finance Committee

Natisha Alexander (Chair), Charles Touhey, David Traynham

Appointments to Governance Committee

David Traynham (Chair), Charles Touhey, (Vacant)

Appointments to Human Resources Committee

Jeffery Collet (Chair), Charles Touhey, David Traynham, Todd Curley

Approval and Confirmation of Land Bank Policies

See Schedule A Attached Listing Land Bank Policies

Appointment of Contract/Procurement Officer

Amanda Wyckoff, Director of Operations

Appointment of Investment and FOIL Officer

Adam Zaranko, Executive Director

ORGANIZATION OF THE LAND BANK

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Public Authority Accountability Act Policies..... 11
 A. Conflict of Interest
 B. Code of Ethics Policy
 C. Whistle Blower Policy
 D. Travel and Discretionary Policy
 E. Real Property Acquisition Policy
 F. Real Property Disposition Policy
 G. Indemnification Policy
 H. Mission Statement

**RESOLUTION APPROVING OF THE REVISED
DISPOSITION POLICY OF THE ALBANY COUNTY LAND BANK CORPORATION**

A regular meeting of the Albany County Land Bank Corporation (the "ACLB") was convened in public session located at 200 Henry Johnson Boulevard, 2nd Floor in the City of Albany, Albany County, New York on January 21st, 2020 at 5:30 p.m. o'clock local time, local time.

The meeting was called to order by the Chair of the ACLB and, upon roll being called, the following members of the Board were:

MEMBERS:

Board Member	Title	Present (Y/N)
Charles Touhey	Chair	Yes
David Traynham	Vice-Chair	Yes
Natisha Alexander	Treasurer	No
Samuel Wells	Secretary	Yes
Philip Calderone	Member	No
Jeffrey Collett	Member	Yes
Todd Curley	Member	Yes
Chris Spencer	Member	Yes

ACLB STAFF/COUNSEL PRESENT INCLUDED THE FOLLOWING:

Name	Title
Adam Zaranko	Chief Executive Officer
Amanda Wyckoff	Director of Operations
Catherine Hodgeman	Legal Counsel

The following resolution was offered by David Traynham, seconded by Todd Curley, to wit:

**RESOLUTION APPROVING OF THE REVISED DISPOSITION POLICY OF THE
ALBANY COUNTY LAND BANK CORPORATION**

WHEREAS, the New York Public Authorities and Not-For-Profit Corporation Laws require the Board of the Albany County Land Bank Corporation (“Land Bank”) to adopt a Property Disposition Policy for the Corporation; and

WHEREAS, the Staff and Board from time to time require certain changes to be made to the Disposition Policy to reflect current policy and procedure for disposing of Land Bank properties; and

WHEREAS, the Staff and Counsel have prepared proposed changes to the Disposition Policy and have forwarded said recommended changes to the Disposition Policy to the Board and the Board has received the proposed Revised Property Disposition Policy, has had the opportunity to review it, and said policy is attached to this Resolution as Appendix “A.”

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

1. The proposed Property Disposition Policy as attached to this Resolution as Appendix “A” is hereby adopted.

2. 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:

Charles Touhey	VOTING	<u>Yes</u>
David Traynham	VOTING	<u>Yes</u>
Natisha Alexander	VOTING	<u>NO</u>
Samuel Wells	VOTING	<u>Yes</u>
Philip Calderone	VOTING	<u>NO</u>
Jeffrey Collett	VOTING	<u>Yes</u>
Todd Curley	VOTING	<u>Yes</u>
Chris Spencer		

The foregoing Resolution was thereupon declared duly adopted meeting the requirements of the ACLB bylaws requiring a majority of the Board approving this resolution.

STATE OF NEW YORK)

) SS.:

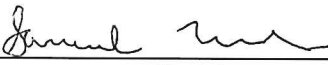
COUNTY OF ALBANY)

I, the undersigned Secretary of ACLB, DOES HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Board, including the Resolution contained therein, held on January 21, 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 Board 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 Meetings Law; (D) there was a quorum of the members of the Board present throughout said meeting; and (E) Pursuant to the ACLB 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 LLC this _____ day of January 21, 2020.



Secretary



**Resolution to enter into a Master Subscription Agreement
to renew subscription agreement for ePropertyPlus Services with eProperty Innovations**

A regular meeting of the Albany County Land Bank Corporation (the "ACLB") was convened in public session located at 200 Henry Johnson Boulevard, 2nd Floor in the City of Albany, Albany County, New York on January 21st, 2020 at 5:30 p.m. o'clock local time, local time.

The meeting was called to order by the Chair of the ACLB and, upon roll being called, the following members of the Board were:

MEMBERS:

Board Member	Title	Present (Y/N)
Charles Touhey	Chair	yes
David Traynham	Vice-Chair	yes
Natisha Alexander	Treasurer	NO
Samuel Wells	Secretary	yes
Philip Calderone	Member	NO
Jeffrey Collett	Member	yes
Todd Curley	Member	yes
Chris Spencer	Member	yes

ACLB STAFF/COUNSEL PRESENT INCLUDED THE FOLLOWING:

Name	Title
Adam Zaranko	Chief Executive Officer
Amanda Wyckoff	Director of Operations

The following resolution was offered by Samuel Wells, seconded by Jeffrey Collett to wit:

**Resolution to enter into a Master Subscription Agreement
to renew subscription agreement for ePropertyPlus Services with eProperty Innovations**

WHEREAS, the Albany County Land Bank wishes to enter into a renewal contract and Subscription agreement for ePropertyPlus Services with eProperty Innovations to manage its database of properties; and

WHEREAS, the Contractor eProperty Innovations has submitted a renewal proposal for said services; and

WHEREAS, the Land Bank, through its Executive Director, has accepted the Proposal of the Contractor to provide the aforesaid services; and

NOW, THEREFORE, BE IT RESOLVED by the Albany County Land Bank Corporation that:

1. The Chairman and the Executive Director of the Land Bank are each authorized and directed to execute a contract and subscription agreement with the contractor as attached hereto as Appendix A; and
2. The Chairman and the Executive Director of the Land Bank are each authorized and directed to execute all documents on behalf of the Land Bank which may be necessary or desirable to carry out the terms of the contract and subscription agreement; and
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:

Charles Touhey	VOTING	<u>YES</u>
David Traynham	VOTING	<u>YES</u>
Natisha Alexander	VOTING	<u>NO</u>
Samuel Wells	VOTING	<u>YES</u>
Philip Calderone	VOTING	<u>NO</u>
Jeffrey Collett	VOTING	<u>YES</u>
Todd Curley	VOTING	<u>YES</u>
Chris Spencer	VOTING	<u>YES</u>

The foregoing Resolution was thereupon declared duly adopted meeting the requirements of the ACLB bylaws requiring a majority of the Board approving this resolution.

STATE OF NEW YORK)

) SS.:

COUNTY OF ALBANY)

I, the undersigned Secretary of ACLB, DOES HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Board, including the Resolution contained therein, held on January 21, 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 Board 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 Meetings Law; (D) there was a quorum of the members of the Board present throughout said meeting; and (E) Pursuant to the ACLB 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.

21 IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the ACLB this day of January 2020.


Secretary

**RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR TO
PURCHASE INSURANCE COVERAGE**

A regular meeting of the Albany County Land Bank Corporation (the "ACLB") was convened in public session located at 200 Henry Johnson Boulevard, 2nd Floor in the City of Albany, Albany County, New York on January 21st, 2020 at 5:30 p.m. o'clock local time, local time.

The meeting was called to order by the Chair of the ACLB and, upon roll being called, the following members of the Board were:

MEMBERS:

Board Member	Title	Present (Y/N)
Charles Touhey	Chair	Yes
David Traynham	Vice-Chair	Yes
Natisha Alexander	Treasurer	No
Samuel Wells	Secretary	Yes
Philip Calderone	Member	No
Jeffrey Collett	Member	Yes
Todd Curley	Member	Yes
Chris Spencer	Member	Yes

ACLB STAFF/COUNSEL PRESENT INCLUDED THE FOLLOWING:

Name	Title
Adam Zaranko	Chief Executive Officer
Amanda Wyckoff	Director of Operations
Catherine Hedgeman	Legal Counsel

The following resolution was offered by Todd Curley, seconded by Chris Spencer, to wit:

**RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR TO
PURCHASE INSURANCE COVERAGE**

WHEREAS, Brown & Brown Empire State has submitted a quote for Commercial General Liability Insurance; and

WHEREAS, the Land Bank's Board of Directors believe it is in the best interest of the Corporation to accept such quote and enter into an agreement for Insurance coverage for a Commercial General Liability Insurance Policy;

NOW, THEREFORE, BE IT RESOLVED by the Albany County Land Bank Corporation that:

1. Adam Zaranko, Executive Director is authorized to enter into an Agreement for Insurance coverage for a Commercial General Liability Insurance Policy with Brown & Brown of Empire State. for the amount quoted in the Insurance quotation attached hereto as Appendix "A;"

2. 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:

Charles Touhey	VOTING	<u>yes</u>
David Traynham	VOTING	<u>yes</u>
Natisha Alexander	VOTING	<u>x</u>
Samuel Wells	VOTING	<u>yes</u>
Philip Calderone	VOTING	<u>x</u>
Jeffrey Collett	VOTING	<u>yes</u>
Todd Curley	VOTING	<u>yes</u>
Chris Spencer	VOTING	<u>yes</u>

The foregoing Resolution was thereupon declared duly adopted meeting the requirements of the ACLB bylaws requiring a majority of the Board approving this resolution.

STATE OF NEW YORK)

) SS.:


COUNTY OF ALBANY)

I, the undersigned Secretary of ACLB, DOES HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Board, including the Resolution contained therein, held on January 21, 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 Board 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 Meetings Law; (D) there was a quorum of the members of the Board present throughout said meeting; and (E) Pursuant to the ACLB 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 ACLB this 21 day of January 2020.


Secretary



**RESOLUTION AUTHORIZING THE SALE
OF 2505 WESTERN AVENUE**

A regular meeting of the Board of Directors of the Albany County Land Bank Corporation (the "ACLB") was convened in public session located at 200 Henry Johnson Boulevard, 2nd Floor in the City of Albany, Albany County, New York on December 17, 2019 at 5:30 p.m. o'clock local time, local time.

The meeting was called to order by the Chair of ACLB and, upon roll being called, the following members of the Board of Directors of the Agency were:

MEMBERS:

Board Member	Title	Present (Y/N)
Charles Touhey	Chair	yes
David Traynham	Vice-Chair	yes
Natisha Alexander	Treasurer	NO
Samuel Wells	Secretary	yes
Philip Calderone	Member	NO
Jeffrey Collett	Member	yes
Todd Curley	Member	yes
Chris Spencer	Member	yes

ACLB STAFF/COUNSEL PRESENT INCLUDED THE FOLLOWING:

Name	Title
Adam Zaranko	Chief Executive Officer
Amanda Wyckoff	Director of Operations
Katherine Hedgeman	Legal Counsel

The following resolution was offered by Samuel Wells, seconded by Jeffrey Collett, to wit:

**RESOLUTION AUTHORIZING THE SALE
OF 2505 WESTERN AVENUE**

WHEREAS, This resolution amends resolution regarding RESOLUTION AUTHORIZING THE SALES OF MULTIPLE PARCELS OF REAL PROPERTY as it pertains to the sale of 2505 Western Avenue that was duly adopted at a regular meeting of the Albany County Land Bank Corporation (the "ACLB") was convened in public session located at 200 Henry Johnson Boulevard, 2nd Floor in the City of Albany, Albany County, New York on November 19, 2019 at 5:30 p.m. o'clock local time, local time.

WHEREAS, the New York Not-For-Profit Corporation Law §1609(d) authorizes the Albany County 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 the New York Not-For-Profit Corporation Law §1605(i)(5) requires that a sale of real property be approved by a 2/3 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 2505 Western Avenue, a certain parcel of real property situate in the County of Albany and State of New York and more particularly identified and 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 Property in accordance with the Property Disposition Policy, have recommended that the Land Bank sell the Property to Silver Lining Development, LLC (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 2505 Western Avenue to Silver Lining Development, LLC, or its permitted assignee, for the amount of \$150,000; and

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE ALBANY COUNTY 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 2505 Western Avenue to Silver Lining Development, LLC or its permitted assignee; and
2. The Members of the Board hereby authorize the Executive Director Adam Zaranko, General Counsel Catherine M. Hedgeman and/or Charles Touhey, Chairman to enter into a Contract for Sale for 2505 Western Avenue with Silver Lining Development, LLC or its permitted assignee; and
3. Executive Director Adam Zaranko, General Counsel Catherine M. Hedgeman and/or Charles Touhey, Chairman are each hereby authorized and directed to execute and deliver 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:

Charles Touhey	VOTING	<u>yes</u>
David Traynham	VOTING	<u>yes</u>
Natisha Alexander	VOTING	<u>x</u>
Samuel Wells	VOTING	<u>yes</u>
Philip Calderone	VOTING	<u>x</u>
Jeffrey Collett	VOTING	<u>yes</u>
Todd Curley	VOTING	<u>yes</u>
Chris Spencer		<u>yes</u>

The foregoing Resolution was thereupon declared duly adopted unanimously, meeting the requirements of the ACLB bylaws requiring at least 2/3 of the Board approving this resolution.

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

I, the undersigned Secretary of the Albany County Land Bank (the "ACLB"), DO HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the ACLB, including the Resolution contained therein, held on December 18, 2019 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 ACLB 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 Meetings Law; (D) there was a quorum of the members of the ACLB present throughout said meeting; and (E) Pursuant to the ACLB Bylaws, 2/3 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.

21 IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the ACLB this day of January 2020



Secretary

(SEAL)

EXHIBIT A

Property Description

First American Title Insurance Company Issued by SMPR TITLE AGENCY, INC. Schedule A – Legal Description – Page 1 of 2 SMPR Order No.: A-0134605 First American Title Insurance Company – SMPR Title Agency, Inc. Date: October 10, 2019 LEGAL DESCRIPTION SCHEDULE A DESCRIPTION

ALL THAT CERTAIN LOT, PIECE, OR PARCEL OF LAND situate, lying and being in the Town of Guilderland, County of Albany and State of New York more particularly described as follows:

Municipality: Town of Guilderland
Street Name: 2505 Western Ave.
Tax Map #: 39.12-2-18
Foreclosure/Index Number: 6159-13-56
List of Delinquent Taxes Filing Date: 11/21/2013
Judgment Granted: 4/19/2018
Judgment Entered: 4/23/2018
Class Code: 415 – Motel

The above described premises are also bounded and described as follows:

All that piece or parcel of land situate in the Town of Guilderland, County of Albany, and State of New York on the northeasterly side of the Great Western Turnpike bounded and described as follows:

Beginning at a point on the northeasterly side of the Great Western Turnpike where the same is interested by the lands of Sadie M. Gade; thence along said Great Western Turnpike North 27° 56' West 221.5 feet to the lands now or formerly of Andrew Wallbillich and wife; thence along said last mentioned lands North 43° 56' East 360 feet to a point; thence South 27° 56' East 150 feet to a point; thence North 43° 56' East 60 feet to a point; thence South 27° 56' East 71.5 feet to a point in the lands of Sadie M. Gade; thence along said last mentioned lands South 43° 56' West 115 feet to a point; thence still along said last mentioned lands South 46° 04' East 15 feet to a point; thence still along said last mentioned lands South 43° 56' West 220 feet to a point; thence still along said last mentioned lands North 46° 04' West 15 feet to a point; thence still along said last mentioned lands South 43° 56' West 85 feet to the said northeasterly line of the Great Western Turnpike at the point or place of beginning.

Also all that certain plot, piece or parcel of land situate, lying and being in the Town of Guilderland, County of Albany and State of New York on the northeasterly side of the Great Western Turnpike described as follows:

Beginning at a point on the northeasterly side of the Great Western Turnpike, at the intersection of the lands of the party of the first part on the south and the lands of the party of the second party on the north and running thence N. 43° 56' E a distance of 85 feet along said boundary line; thence S 46° 04' E a distance of 15 feet along said boundary line; thence N 43° 56' E a distance

of 114 feet along said boundary line to the point or place of beginning of the parcel to be conveyed. Thence from said point or place of beginning S 46° 04' E a distance of 12.5 feet through the lands of the party of the first part; thence N 43° 56' E a distance of 72 feet; thence N 46° 04' W a distance of 12.5 feet to the original boundary line; and thence S 43° 56' W a distance of 72 feet along said original boundary line to the point or place of beginning.

FOR INFORMATION ONLY, NOT INSURED being a rectangular parcel containing 900 square feet.

Also, all that certain plot, piece or parcel of land situate, lying and being in the Town of Guilderland, County of Albany and State of New York on the northeasterly side of the Great Western Turnpike bounded and described as follows: *First American Title Insurance Company*

Issued by SMPR TITLE AGENCY, INC. Schedule A – Legal Description – Page 2 of 2
SMPR Order No.: A-0134605 First American Title Insurance Company – SMPR Title Agency, Inc. Date: October 10, 2019 LEGAL DESCRIPTION

Beginning at a point being the northeasterly most point in the boundary line between the lands of the party of the first part to the south and the lands of the party of the second part to the north and running from said point of beginning S 43° 56' W a distance of 115 feet along said boundary line; thence S 46° 04' E a distance of 15 feet along said boundary line; thence N 43° 56' E a distance of approximately 115 feet, more or less to a point in the northeasterly boundary of the premises, of the party of the first part; and thence northwesterly along said northeasterly boundary of the premises of the party of the first part to the point or place of beginning.

Together with all right, title and interest in and to any strips and gores of land lying within the above described premises and lying between the perimeter boundaries of the above described premises and the streets, lots and parcels surrounding and adjacent thereto.

Excepting from the above described premises so much thereof as has been appropriated by The People of the State of New York by Notice of Appropriation recorded in the Albany County Clerk's Office August 7, 1997 in Book 2584 of Deeds page 801 Map No. 41 Parcel No. 43.