



**RESOLUTION NO. 26 OF 2021**

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

A regular meeting of the Albany County Land Bank Corporation (the “Land Bank”) was convened in public session via teleconference in accordance with Executive Order 202.1 of New York State on June 15, 2021 at 5:30 PM, local time.

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

**MEMBERS:**

<b>Board Member</b>	<b>Title</b>	<b>Present (Y/N)</b>
Charles Touhey	Chairman	Y
Natisha Alexander	Treasurer	Y
Samuel Wells	Secretary	Y
Mark Bobb-Semple	Member	Y
Anthony J. Capece, Jr.	Member	Y
Joseph LaCivita	Member	Y
Juanita Nabors	Member	Y
David C. Rowley	Member	Y

**LAND BANK STAFF/COUNSEL PRESENT INCLUDED THE FOLLOWING:**

<b>Name</b>	<b>Title</b>
Adam Zaranko	Chief Executive Officer
Nicole Green	Counsel
Erica Ganns	Assistant Director of Operations
Will Sikula	Planning & Projects Coordinator
Elista Gayle	Applications Coordinator

The following resolution was offered by N. Alexander, seconded by J. Nabors, to wit:

**RESOLUTION NO. 26 OF 2021**

**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 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 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.

## 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
Charles Touhey	Y
Joe LaCivita	Y
Natisha Alexander	Y
Sam Wells	Y
Mark Bobb-Semple	Y
Anthony Capece	Y
Juanita Nabors	Y
David Rowley	Y

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 ALBANY)

I, the undersigned Secretary of the ALBANY COUNTY 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 June 15, 2021 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 Meetings 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 15 day of June 2021.

  
\_\_\_\_\_  
Secretary

(SEAL)

**EXHIBIT A**

**List of Properties**

**- SEE ATTACHED -**



**ALBANY COUNTY**  
LAND BANK CORPORATION

**RESOLUTION NO. 27 OF 2021**

**RESOLUTION TO ENTER INTO AGREEMENT FOR DEMOLITION AND ABATEMENT SERVICES BY AND AMONG ALBANY COUNTY LAND BANK CORPORATION AND WPNT CONSTRUCTION, LLC FOR PROPERTY LOCATED AT 219 ORANGE STREET, ALBANY, NEW YORK AND 319 SHERMAN STREET, ALBANY, NEW YORK**

The Annual Meeting of the Albany County Land Bank Corporation (the “Land Bank”) was convened in public session via teleconference in accordance with Executive Order 202.1 of New York State on June 15, 2021 at 5:30 PM local time.

The meeting was called to order by the Chair of the Land Bank and, upon roll being called, the following members of the board of directors of the Land Bank were present:

**DIRECTORS:**

<b>Board Member</b>	<b>Title</b>	<b>Present (Y/N)</b>
Charles Touhey	Chairman	Y
Natisha Alexander	Treasurer	Y
Samuel Wells	Secretary	Y
Mark Bobb-Semple	Member	Y
Anthony J. Capece, Jr.	Member	Y
Joseph LaCivita	Member	Y
Juanita Nabors	Member	Y
David C. Rowley	Member	Y

**LAND BANK STAFF/COUNSEL PRESENT INCLUDED THE FOLLOWING:**

<b>Name</b>	<b>Title</b>
Adam Zaranko	Executive Director
Nicole Green	Counsel
Erica Ganns	Assistant Director of Operations
Will Sikula	Planning & Projects Coordinator
Elista Gayle	Applications Coordinator

The following resolution was offered by Sam Wells, seconded by David Rowley, to wit:

**RESOLUTION NO. 27 OF 2021**

**RESOLUTION TO ENTER INTO AGREEMENT FOR DEMOLITION AND ABATEMENT SERVICES BY AND AMONG ALBANY COUNTY LAND BANK CORPORATION AND WPNT CONSTRUCTION, LLC FOR PROPERTY LOCATED AT 219 ORANGE STREET, ALBANY, NEW YORK AND 319 SHERMAN STREET, ALBANY, NEW YORK**

**WHEREAS**, the Albany County Land Bank Corporation (the “Land Bank”) requested proposals for asbestos abatement and demolition contracting services to be rendered for 219 Orange Street, Albany, New York and 319 Sherman Street, Albany, New York which are currently owned by the Land Bank;

**WHEREAS**, the Land Bank accepted the proposal of WPNT Construction, LLC (the “Contractor”) and desires to enter into an Agreement for Demolition and Abatement Services with the Contractor in substantially the form attached to this Resolution as Appendix “A” (the “Agreement”); and

**WHEREAS**, the Executive Director, has reviewed the proposed Agreement and believes it is in the best interest of the Land Bank to enter into the Agreement with the Contractor, which is subject to approval of the Land Bank’s Board of Directors (the “Board”) in accordance with the Land Bank’s Bylaws.

**NOW, THEREFORE, BE IT RESOLVED** that the Board does hereby authorize, approve and adopt in all respects the form, term, and provisions of the Agreement; and be it further

**RESOLVED**, that the appropriate officers of the Land Bank, including, without limitation, the Executive Director and the Chairman of the Land Bank (each an “Authorized Officer”) be, and each hereby is, authorized and directed, for and in the name and on behalf of the Land Bank, to execute and deliver to the appropriate parties the necessary documentation, including all exhibits thereto, substantially in the forms submitted to and reviewed by the undersigned, with such changes therein and such amendments, modifications, and supplementations thereto or assignments thereof, if any, as the Authorized Officer executing the same shall, in such Authorized Officer’s sole discretion, deem necessary or appropriate, the execution and delivery of such documents in furtherance of the Agreement, including all exhibits thereto, by such Authorized Officer to be conclusive evidence of the approval of the Board thereof and all matters relating thereto; and be it further

**RESOLVED**, that each Authorized Officer be, and each of them hereby is, authorized to prepare, execute, deliver and perform such agreements, documents and other instruments, to pay or cause to be paid on behalf of the Land Bank any related costs and expenses, to execute and deliver or cause to be executed and delivered such other notices, requests, demands, directions, consents, approvals, orders, applications, certificates, agreements, undertakings, supplements, amendments, further assurances or other instruments or communications in the name and on behalf of the Land Bank, 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 complete and effect the foregoing transactions and to carry out the intent and purposes of the foregoing resolutions and the transactions contemplated thereby, 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 Committee thereof and all matters relating thereto; and be it further

**RESOLVED**, that all actions heretofore taken by the Board, its Committees and/or 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
Charles Touhey	Y
Joe LaCivita	Y
Natisha Alexander	Y
Sam Wells	Y
Mark Bobb-Semple	Y
Anthony Capece	Y
Juanita Nabors	Y
David Rowley	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 ALBANY)

I, the undersigned Secretary of the ALBANY COUNTY 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 Board, including the Resolution contained therein, held on June 15, 2021 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.

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 Land Bank's 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 15<sup>th</sup> day of June 2021.



\_\_\_\_\_  
Secretary



**Appendix A**

Form of Demolition and Abatement Services Agreement

[See attached]

