



**ALBANY COUNTY**  
LAND BANK CORPORATION

**RESOLUTION NO. 13 OF 2022**

**RESOLUTION NOMINATING JOSEPH SEMAN-GRAVES  
TO BOARD OF DIRECTORS**

A regular meeting of the Albany County Land Bank Corporation (the “Land Bank”) was convened in public session via teleconference in accordance with applicable law on April 19, 2022 at 5:30 p.m. 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 present:

**DIRECTORS:**

<b>Board Member</b>	<b>Title</b>	<b>Present (Y/N)</b>
Charles Touhey	Chair	Y
Joseph LaCivita	Vice-Chair	Y
Natisha Alexander	Treasurer	Y
Samuel Wells	Secretary	Y
Mark Bobb-Semple	Member	Y
Anthony J. Capece, Jr.	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
Michelle Marinello	Legal Counsel
Amanda Wyckoff	Director of Operations
William Sikula	Planning and Projects Coordinator
Elista Gayle	Applications Coordinator
Susan Baker	Enforcement & Admin Coordinator

The following resolution was offered by     A. Capece    , seconded by     N. Alexander    , to wit:

**RESOLUTION NO. 13 OF 2022**

**RESOLUTION NOMINATING JOSEPH SEMAN-GRAVES  
TO BOARD OF DIRECTORS**

**WHEREAS**, there is currently a vacancy on the Albany County Land Bank Corporation (the “Land Bank”) Board of Directors; and

**WHEREAS**, after interviewing a series of qualified candidates the Board of Directors (the “Board”) of the Land Bank deems it advisable and in the best interest of the Land Bank to nominate Joseph Seman-Graves to the Land Bank board of directors.

**NOW, THEREFORE, BE IT RESOLVED**, that the Board does hereby confirm and ratify the nomination of Joseph Seman-Graves as a potential member of the Land Bank’s Board; and be it further

**RESOLVED**, that the Board hereby directs the Executive Director to submit the nomination of Joseph Seman-Graves to the Albany County Legislature for approval and appointment in accordance with the Land Bank’s governing documents; and be it further

**RESOLVED**, that the appropriate officers of the Land Bank, including, without limitation, each of the Chairperson/President, Vice-Chairperson/Vice-President, Secretary, Treasurer, and Executive Director of the Land Bank (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 of the foregoing resolutions, 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 Board thereof and all matters relating thereto; 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.

*[Reminder of Page Intentionally Left Blank]*

## 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
Samuel Wells	Y
Natisha Alexander	Y
Anthony Capece	Y
Joseph LaCivita	Y
Junaita Nabors	Y
Mark Bobb-Semple	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 April 19, 2022 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 \_\_\_19\_\_\_ day of \_\_\_April\_\_\_ 2022.

  
\_\_\_\_\_  
Secretary



**RESOLUTION NO. 14 OF 2022**

**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 applicable law on April 19, 2022 at 5:30 p.m. 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	Chair	Y
Joseph LaCivita	Vice-Chair	Y
Natisha Alexander	Treasurer	Y
Samuel Wells	Secretary	Y
Mark Bobb-Semple	Member	Y
Anthony J. Capece, Jr.	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
Michelle Marinello	Legal Counsel
Amanda Wyckoff	Director of Operations
William Sikula	Planning and Projects Coordinator
Elista Gayle	Applications Coordinator
Susan Baker	Enforcement & Admin Coordinator

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

**RESOLUTION NO. 14 OF 2022**

**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 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:

<b>Board Member</b>	<b>Vote</b>
Charles Touhey	Y
Samuel Wells	Y
Natisha Alexander	Y
Anthony Capece	Y
Joseph LaCivita	Y
Junaita Nabors	Y
Mark Bobb-Semple	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.

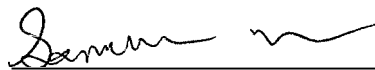
STATE OF NEW YORK)  
                                  SS.:  
COUNTY OF ALBANY)

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 April 19, 2022 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 \_\_19\_\_ day of April \_\_\_\_, 2022.

  
\_\_\_\_\_  
Secretary

(SEAL)

**EXHIBIT A**

**List of Properties**

- SEE ATTACHED -





**ALBANY COUNTY**  
LAND BANK CORPORATION

**RESOLUTION NO. 15 OF 2022**

**RESOLUTION APPROVING NOTICE OF AWARD TO DESIGNATE HOME LEASING, LLC AS THE SELECTED DEVELOPER FOR THE PURCHASE AND REDEVELOPMENT MULTIPLE PROPERTIES AT THE INTERSECTION OF CLINTON AVENUE AND HENRY JOHNSON BOULEVARD IN ALBANY, NEW YORK**

A regular meeting of the Albany County Land Bank Corporation (the “Land Bank”) was convened in public session via teleconference in accordance with applicable law on April 19, 2022 at 5:30 p.m. 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 present:

**DIRECTORS:**

<b>Board Member</b>	<b>Title</b>	<b>Present (Y/N)</b>
Charles Touhey	Chair	Y
Joseph LaCivita	Vice-Chair	Y
Natisha Alexander	Treasurer	Y
Samuel Wells	Secretary	Y
Mark Bobb-Semple	Member	Y
Anthony J. Capece, Jr.	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
Michelle Marinello	Legal Counsel
Amanda Wyckoff	Director of Operations
William Sikula	Planning and Projects Coordinator
Elista Gayle	Applications Coordinator
Susan Baker	Enforcement & Admin Coordinator

The following resolution was offered by D. Rowley, seconded by S. Wells, to wit:

**RESOLUTION NO. 15 OF 2022**

**RESOLUTION APPROVING NOTICE OF AWARD TO DESIGNATE HOME LEASING, LLC AS THE SELECTED DEVELOPER FOR THE PURCHASE AND REDEVELOPMENT MULTIPLE PROPERTIES AT THE INTERSECTION OF CLINTON AVENUE AND HENRY JOHNSON BOULEVARD IN ALBANY, NEW YORK**

**WHEREAS**, the Albany County Land Bank Corporation (the “Land Bank”) previously issued a request for proposals for the purchase and redevelopment of twenty-two (22) properties with frontage on Henry Johnson Boulevard, Clinton Avenue and First Street in Albany, New York; and

**WHEREAS**, upon review of the proposals submitted, the Executive Director believes it is in the best interest of the Land Bank to issue a notice or preliminary award (“the Notice”) to Designate Home Leasing, LLC (the “Developer”) as the developer for the project, subject to approval of the Land Bank’s Board of Directors (the “Board”).

**NOW, THEREFORE, BE IT RESOLVED** that the Board does hereby authorize, approve and adopt in all respects issuance of the Notice to the Developer; and be it further

**RESOLVED**, that the appropriate officers of the Land Bank, including, without limitation, the Executive Director, the Chairperson, Vice-Chairperson, Secretary and Treasurer 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 enter into negotiations with the Developer for a definitive Redevelopment Agreement as referenced in the RFP; 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 Board thereof and all matters relating thereto; and be it further

**RESOLVED**, that all actions heretofore taken by the Board, its Committees 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:

<b>Board Member</b>	<b>Vote</b>
Charles Touhey	Y
Samuel Wells	Y
Natisha Alexander	Y
Anthony Capece	Y
Joseph LaCivita	Y
Junaita Nabors	Y
Mark Bobb-Semple	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.:

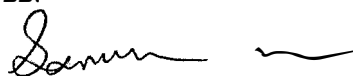
COUNTY OF ALBANY)

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 April 19, 2022 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 \_\_\_19\_\_\_ day of April \_\_\_\_\_ 2022.



Secretary



**ALBANY COUNTY**  
LAND BANK CORPORATION

**RESOLUTION NO. 16 OF 2022**

**RESOLUTION APPROVING SALE OF MULTIPLE PROPERTIES TO TAGA ASSOCIATES LLC IN CONNECTION WITH THE NEW YORK STATE LEGACY CITIES PROGRAM**

A regular meeting of the Albany County Land Bank Corporation (the “Land Bank”) was convened in public session via teleconference in accordance with applicable law on April 19, 2022 at 5:30 p.m. 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 present:

**DIRECTORS:**

<b>Board Member</b>	<b>Title</b>	<b>Present (Y/N)</b>
Charles Touhey	Chair	Y
Joseph LaCivita	Vice-Chair	Y
Natisha Alexander	Treasurer	Y
Samuel Wells	Secretary	Y
Mark Bobb-Semple	Member	Y
Anthony J. Capece, Jr.	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
Michelle Marinello	Legal Counsel
Amanda Wyckoff	Director of Operations
William Sikula	Planning and Projects Coordinator
Elista Gayle	Applications Coordinator
Susan Baker	Enforcement & Admin Coordinator

The following resolution was offered by M. Bobb-Semple, seconded by N. Alexander, to wit:

**RESOLUTION NO. 16 OF 2022**

**RESOLUTION APPROVING SALE OF MULTIPLE PROPERTIES TO TAGA ASSOCIATES LLC IN CONNECTION WITH THE NEW YORK STATE LEGACY CITIES PROGRAM**

**WHEREAS**, in connection with the New York State Legacy Cities Program the Albany County Land Bank Corporation (the “Land Bank”) proposes to sell to TAGA Associates LLC or its affiliate (collectively, “TAGA”) nine properties currently held by the Land Bank that are located in the South End, Mansion, and West Hill neighborhoods of the City of Albany as identified on Exhibit A attached hereto (the “Properties”); and

**WHEREAS**, upon review of the sale, the Acquisition and Disposition Committee believes it is in the best interest of the Land Bank to sell the Properties to TAGA, subject to approval of the Land Bank’s Board of Directors (the “Board”).

**NOW, THEREFORE, BE IT RESOLVED** that the Board does hereby authorize, approve and adopt in all respects the sale of the Properties to TAGA; and be it further

**RESOLVED**, that the appropriate officers of the Land Bank, including, without limitation, the Executive Director, the Chairperson, Vice-Chairperson, Secretary and Treasurer 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, for the sale of the Properties to TAGA, 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 sale; 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 Board thereof and all matters relating thereto; and be it further

**RESOLVED**, that all actions heretofore taken by the Board, its Committees 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
Charles Touhey	Y
Samuel Wells	Y
Natisha Alexander	Y
Anthony Capece	Y
Joseph LaCivita	Y
Junaita Nabors	Y
Mark Bopp-Semple	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 April 19, 2022 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   19   day of   April   2022.



Secretary

## **Exhibit A**

### **Properties**

#### South End (3)

- 34 Second Avenue, Albany, NY
- 40 Second Avenue, Albany, NY
- 123 Fourth Avenue, Albany, NY

#### Mansion (1)

- 65 Grand Street, Albany, NY

#### West Hill (5)

- 48 Judson Street, Albany, NY
- 325 First Street, Albany, NY
- 324 First Street, Albany, NY
- 445 First Street, Albany, NY
- 372 Second Street, Albany, NY



**ALBANY COUNTY**  
LAND BANK CORPORATION

**RESOLUTION NO. 17 OF 2022**

**RESOLUTION APPROVING DISCOUNT VACANT LOT SALE PROGRAM**

A regular meeting of the Albany County Land Bank Corporation (the “Land Bank”) was convened in public session via teleconference in accordance with applicable law on April 19, 2022 at 5:30 p.m. 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 present:

**DIRECTORS:**

<b>Board Member</b>	<b>Title</b>	<b>Present (Y/N)</b>
Charles Touhey	Chair	Y
Joseph LaCivita	Vice-Chair	Y
Natisha Alexander	Treasurer	Y
Samuel Wells	Secretary	Y
Mark Bobb-Semple	Member	Y
Anthony J. Capece, Jr.	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
Michelle Marinello	Legal Counsel
Amanda Wyckoff	Director of Operations
William Sikula	Planning and Projects Coordinator
Elista Gayle	Applications Coordinator
Susan Baker	Enforcement & Admin Coordinator

The following resolution was offered by J. Nabors, seconded by M. Bobb-Semple, to wit:



**RESOLUTION NO. 17 OF 2022**

**RESOLUTION APPROVING DISCOUNT VACANT LOT SALE PROGRAM**

**WHEREAS**, the Albany County Land Bank Corporation (the “Land Bank”) has identified certain vacant lots within its inventory which have been in the Land Bank’s possession for one (1) or more years without viable disposition outcomes;

**WHEREAS**, the Land Bank proposes to create a program to dispose of these and other similarly situated properties from its inventory whereby qualified program participants would only pay One Hundred Dollars (\$100) at closing for the property and the Land Bank would assume other costs of the sale necessary to dispose of the participating lots in a manner consistent with the program (the “Vacant Lot Program”);

**WHEREAS**, properties included in the Vacant Lot Program would still be subject to the Land Bank’s Acquisition and Disposition Policy and program applicants subject to the Buyer Qualifications within; and

**WHEREAS**, the Acquisition and Disposition Committee has reviewed the terms of the Vacant Lot Program and believes it is in the best interest of the Land Bank to establish the Vacant Lot Program, subject to approval of the Land Bank’s Board of Directors (the “Board”).

**NOW, THEREFORE, BE IT RESOLVED** that the Board does hereby authorize, approve and adopt in all respects the Vacant Lot Program and authorizes the inclusion of additional properties in the program when such properties meet the Vacant Lot Program Criteria; and be it further

**RESOLVED**, that the appropriate officers of the Land Bank, including, without limitation, the Executive Director, the Chairperson, Vice-Chairperson, Secretary and Treasurer 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, for the administration of the Vacant Lot Program, 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 creation and administration of the Vacant Lot Program; 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 Board thereof and all matters relating thereto; and be it further

**RESOLVED**, that all actions heretofore taken by the Board, its Committees 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:

<b>Board Member</b>	<b>Vote</b>
Charles Touhey	Y
Samuel Wells	Y
Natisha Alexander	Y
Anthony Capece	Y
Joseph LaCivita	Y
Junaita Nabors	Y
Mark Bobb-Semple	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 April 19, 2022 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   19   day of April        2022.



\_\_\_\_\_  
Secretary



**ALBANY COUNTY**  
LAND BANK CORPORATION

**RESOLUTION NO. 18 OF 2022**

**RESOLUTION TO ENTER INTO AGREEMENT FOR ARCHITECTURAL SERVICES**

A regular meeting of the Albany County Land Bank Corporation (the “Land Bank”) was convened in public session via teleconference in accordance with applicable law on April 19, 2022 at 5:30 p.m. 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 present:

**DIRECTORS:**

<b>Board Member</b>	<b>Title</b>	<b>Present (Y/N)</b>
Charles Touhey	Chair	Y
Joseph LaCivita	Vice-Chair	Y
Natisha Alexander	Treasurer	Y
Samuel Wells	Secretary	Y
Mark Bobb-Semple	Member	Y
Anthony J. Capece, Jr.	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
Michelle Marinello	Legal Counsel
Amanda Wyckoff	Director of Operations
William Sikula	Planning and Projects Coordinator
Elista Gayle	Applications Coordinator
Susan Baker	Enforcement & Admin Coordinator

The following resolution was offered by J. Nabors, seconded by D. Rowley, to wit:

**RESOLUTION NO. 18 OF 2022**

**RESOLUTION TO ENTER INTO AGREEMENT FOR ARCHITECTURAL SERVICES**

**WHEREAS**, the Albany County Land Bank Corporation (the “Land Bank”) requested proposals for the provision of as needed architectural services (the “Services”) by the Land Bank in connection with its properties;

**WHEREAS**, the Land Bank accepted the proposal of Troy Architecture Practice, PLLC (the “Firm”) for the Services; and

**WHEREAS**, the Executive Director, believes it is in the best interest of the Land Bank to enter into agreement with the Firm for the Services, subject to approval of the Land Bank’s Board of Directors (the “Board”).

**NOW, THEREFORE, BE IT RESOLVED** that the Board does hereby authorize, approve and adopt in all respects the engagement of the Firm for the Services on such terms as the Executive Director believes to be in the best interest of the Land Bank; and be it further

**RESOLVED**, that the appropriate officers of the Land Bank, including, without limitation, the Executive Director, the Chairperson, Vice-Chairperson, Secretary and Treasurer 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, for the engagement of the Firm, 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 engagement of the Firm for the Services; 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 Board thereof and all matters relating thereto; and be it further

**RESOLVED**, that all actions heretofore taken by the Board, its Committees 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
Charles Touhey	Y
Samuel Wells	Y
Natisha Alexander	Y
Anthony Capece	Y
Joseph LaCivita	Y
Junaita Nabors	Y
Mark Bobb-Semple	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.:

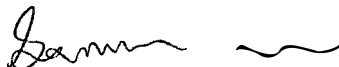
COUNTY OF ALBANY)

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 April 19, 2022 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 \_\_19\_\_ day of April \_\_\_\_ 2022.



\_\_\_\_\_  
Secretary



**ALBANY COUNTY**  
LAND BANK CORPORATION

**RESOLUTION NO. 19 OF 2022**

**APPROVING THE REVISED CONFLICT OF INTEREST  
POLICY AND REVISED WHISTLEBLOWER POLICY OF  
THE LAND BANK**

A regular meeting of the Albany County Land Bank Corporation (the “Land Bank”) was convened in public session via teleconference in accordance with applicable law on April 19, 2022 at 5:30 p.m. 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 present:

**DIRECTORS:**

<b>Board Member</b>	<b>Title</b>	<b>Present (Y/N)</b>
Charles Touhey	Chair	Y
Joseph LaCivita	Vice-Chair	Y
Natisha Alexander	Treasurer	Y
Samuel Wells	Secretary	Y
Mark Bobb-Semple	Member	Y
Anthony J. Capece, Jr.	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
Michelle Marinello	Legal Counsel
Amanda Wyckoff	Director of Operations
William Sikula	Planning and Projects Coordinator
Elista Gayle	Applications Coordinator
Susan Baker	Enforcement & Admin Coordinator

The following resolution was offered by D. Rowley, seconded by M Bobb-Semple, to wit:

**RESOLUTION NO. 19 OF 2022**

**APPROVING THE REVISED CONFLICT OF INTEREST  
POLICY AND REVISED WHISTLEBLOWER POLICY OF  
THE LAND BANK**

**WHEREAS**, the Albany County Land Bank Corporation (the “Land Bank”) desires to revise its Conflict of Interest Policy in its entirety in order to reflect certain governance changes within the Land Bank and to better align with the New York State statutes applicable to the Land Bank;

**WHEREAS**, a copy of the proposed revised Conflict of Interest Policy attached hereto as Exhibit A (the “Revised Conflict of Interest Policy”) was reviewed by the Land Bank’s Governance Committee;

**WHEREAS**, the Land Bank desires to revise its Whistleblower Policy (the “Revised Whistleblower Policy” and together with the Revised Conflict of Interest Policy collectively, the “Revised Policies”) in its entirety in order to reflect recent changes to New York State labor laws and to better align with the New York State statutes applicable to the Land Bank;

**WHEREAS**, a copy of the proposed Revised Whistleblower Policy attached hereto as Exhibit B was reviewed by the Land Bank’s Governance Committee;

**WHEREAS**, the Governance Committee believes it is in the best interest of the Land Bank that the Revised Policies be adopted by the Land Bank’s board of directors (the “Board”); and

**WHEREAS**, upon reviewing the Revised Policies, the Board deems it advisable and in the best interest of the Land Bank to confirm and ratify the adoption of the Revised Policies.

**NOW, THEREFORE, BE IT RESOLVED**, that the Board does hereby confirm and ratify in all respects the adoption of the Revised Policies; and be it further

**RESOLVED**, that the appropriate officers of the Land Bank, including, without limitation, each of the Chairperson/President, Vice-Chairperson/Vice-President, Secretary, Treasurer, and Executive Director of the Land Bank (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 of the foregoing resolutions, 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 Board thereof and all matters relating thereto; and  
be it further

**RESOLVED**, that all actions heretofore taken by the Board, its Committees 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:

<b>Board Member</b>	<b>Vote</b>
Charles Touhey	Y
Samuel Wells	Y
Natisha Alexander	Y
Anthony Capece	Y
Joseph LaCivita	Y
Junaita Nabors	Y
Mark Bobb-Semple	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 April 19, 2022 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 \_\_19\_\_ day of \_\_April\_\_ 2022.

  
\_\_\_\_\_  
Secretary