

RESOLUTION NO. 8 OF 2014

A meeting of the Board of Directors of the Troy Community Land Bank Corporation (TCLB) was convened in public session at the offices of the TCLB located at 433 River Street, Suite 5000, Troy, New York 12180 on November 19, 2014 at 8:30 a.m.

The meeting was called to order. Upon the roll being duly called, the following directors of the TCLB were:

PRESENT:

ABSENT:

The following Resolution was offered by _____ and duly seconded by _____, to wit:

**RESOLUTION AUTHORIZING THE TCLB TO ENTER INTO A FUNDING AGREEMENT WITH THE
NEW YORK STATE ATTORNEY GENERAL'S OFFICE**

WHEREAS, New York Not-For-Profit Corporation Law §1610(a) authorizes the TCLB to receive funding through grants and loans from certain sources including the state of New York and other public and private sources; and

WHEREAS, the New York State Attorney General's Office (the "Attorney General") and the TCLB desire to enter into a certain Funding Agreement in form and content agreeable to their respective counsel and the Executive Director of the TCLB (the "Agreement"); and

WHEREAS, under the material terms of the agreement, the Attorney General will provide up to one million, two hundred fifty seven thousand, seven hundred forty eight dollars (\$1,257,748) to the TCLB to support the TCLB's community revitalization efforts.

NOW, THEREFORE, BE IT RESOLVED BY THE TROY COMMUNITY LAND BANK CORPORATION AS FOLLOWS:

Section1. The recitals above are hereby incorporated into this Resolution as if fully set forth herein.

Section2. The Executive Director of the TCLB is hereby authorized, on behalf of the TCLB, to execute and deliver the Agreement, in form and content agreeable to the TCLB counsel and the Executive Director.

Section3. The other officers, employees and agents of the TCLB are hereby authorized and directed for and in the name and on behalf of the TCLB to do all acts and things required or provided for

by the provisions of the Agreement and to execute and deliver all such additional 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 and to cause compliance by the TCLB with all of the term, covenants and provisions of the Agreement binding upon the TCLB.

Section 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:

Insert Board members

The foregoing Resolution was thereupon declared and duly adopted.

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

I, the undersigned, _____, Secretary of the Troy Community Land Bank Corporation, DO HEREBY CERTIFY:

That I have compared the foregoing extract of the minutes of the meeting of the Troy Community Land Bank Corporation including the resolution contained therein, held on the 19th day of November 2014, with the original thereof on file in the office of the Troy Community Land Bank Corporation, and that the same is a true and correct copy of the proceedings of the Troy Community Land Bank Corporation and of such resolution set forth therein and of the whole of said original insofar as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that all members of said Troy Community Land Bank Corporation had due notice of said meeting, that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public, and that public notice and the time and place of said meeting was duly given in accordance with such Article 7.

I FURTHER CERTIFY that there was a quorum of the members of the Troy Community Land Bank Corporation present throughout said meeting.

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 modified.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of said Troy Community Land Bank Corporation this ____ day of _____, 2014.

, Secretary