

**RESOLUTION APPROVING THE 2019 IRS FORM 990 TAX FILING**

A regular meeting of the Troy Community Land Bank Corporation (the “TCLB”) was convened pursuant to and was in all respects duly held pursuant to Governor’s Executive Order 202.1 (2020) permits the board to consider the use of telephone conferencing, “to the extent necessary to permit any public body to meet and take such actions authorized by the law without permitting in public in-person access to meetings and authorizing such meetings to be held remotely by conference call or similar service, provided that the public has the ability to view or listen to such proceeding and that such meetings are recorded and later transcribed; and due notice of the time and place of said meeting was duly given in accordance with the Governor’s Executive Order 202.1 (2020) on October 29, 2020 at 8:32 AM o’clock local time, local time.

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

**PRESENT:**

|                    |            |
|--------------------|------------|
| Suzanne Spellen    | Vice-Chair |
| Sharon Nichols     | Treasurer  |
| Andrew Cooper      | Member     |
| Jeanette Nicholson | Member     |
| John Cubit         | Member     |
| Krystina Marable   | Member     |
| Patricia Reilly    | Member     |
| John Carmello      | Member     |

**AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:**

|                          |                         |
|--------------------------|-------------------------|
| Anthony Tozzi            | Chief Executive Officer |
| Catherine Hedgeman, Esq. | Agency Counsel          |

The following resolution was offered by Andrew Cooper, seconded by Sharon Nichols, to wit:

**RESOLUTION APPROVING THE 2019 IRS FORM 990 TAX FILING**

**WHEREAS**, the New York State Not-For-Profit Law and the New York State Public Authorities Law requires the Board of the Troy Community Land Bank Corporation (“Land Bank”) to file IRS Form 990; and

**WHEREAS**, an audit was conducted of the financial operation of the Land Bank and audited financial statements were prepared by the Bonadio Group and forwarded to the Board for review; and

**WHEREAS**, the Land Bank is required to annually file IRS Form 990 and said IRS Form 990 was prepared by the Bonadio Group and forwarded to the Board for review; and

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

1. The Board approves IRS Form 990 and authorizes its Executive Director Anthony Tozzi to sign and file the IRS FORM 990 with the Internal Revenue Service; and
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:

|                    |        |                |
|--------------------|--------|----------------|
| Suzanne Spellen    | VOTING | <u>  Aye  </u> |
| Sharon Nichols     | VOTING | <u>  Aye  </u> |
| Andrew Cooper      | VOTING | <u>  Aye  </u> |
| Jeanette Nicholson | VOTING | <u>  Aye  </u> |
| John Cubit         | VOTING | <u>  Aye  </u> |
| John Carmello      | VOTING | <u>  Aye  </u> |
| Krystina Marable   | VOTING | <u>  Aye  </u> |
| Patricia Reilly    | VOTING | <u>  Aye  </u> |

The foregoing Resolution was thereupon declared duly adopted.

STATE OF NEW YORK )

) SS.:

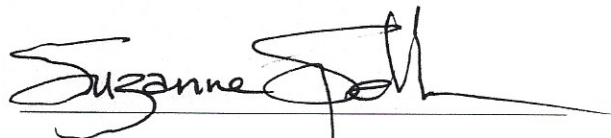
COUNTY OF RENSSELAER )

I, the undersigned Secretary of the Troy Community Land Bank 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 October 29, 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 Land Bank had due notice of said meeting; (B) said meeting was in all respects duly held pursuant to Governor's Executive Order 202.1 (2020) permits the board to consider the use of telephone conferencing, "to the extent necessary to permit any public body to meet and take such actions authorized by the law without permitting in public in-person access to meetings and authorizing such meetings to be held remotely by conference call or similar service, provided that the public has the ability to view or listen to such proceeding and that such meetings are recorded and later transcribed; and due notice of the time and place of said meeting was duly given in accordance with the Governor's Executive Order 202.1 (2020); (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 29 day of October 2020.



~~Secretary~~ Suzanne, Spellman, Vice Chair

(SEAL)

**EXHIBIT A**  
**IRS FORM 990**

- SEE ATTACHED -