

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

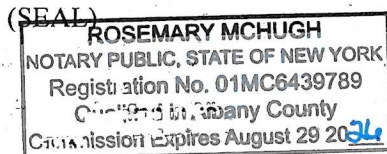
I, the undersigned (Assistant) Secretary of Albany County Capital Resource Corporation (the "Corporation"), do hereby certify that I have compared the foregoing extract of the minutes of the meeting of the members of the Corporation, including the Resolution contained therein, held on January 3, 2024 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 set forth 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 Corporation 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; and (D) there was a quorum of the members of the 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CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Corporation this 12 day of January, 2024.

  
(Assistant) Secretary




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I, the undersigned (Assistant) Secretary of Albany County Capital Resource Corporation (the "Corporation"), do hereby certify that I have compared the foregoing extract of the minutes of the meeting of the members of the Corporation, including the Resolution contained therein, held on January 3, 2024 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 set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

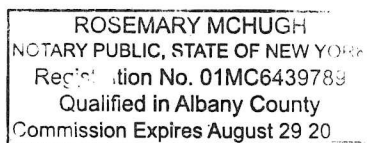
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I FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Corporation this 12 day of January, 2024.

  
(Assistant) Secretary

(SEAL)




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I, the undersigned (Assistant) Secretary of Albany County Capital Resource Corporation (the "Corporation"), do hereby certify that I have compared the foregoing extract of the minutes of the meeting of the members of the Corporation, including the Resolution contained therein, held on January 3, 2024 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 set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

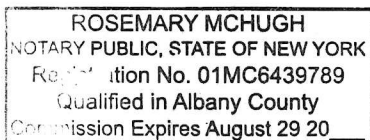
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I FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Corporation this 24 day of January, 2024.

  
(Assistant) Secretary

(SEAL)



**ALBANY COUNTY CAPITAL RESOURCE CORPORATION  
ANNUAL HOUSEKEEPING RESOLUTION 2024**

A regular meeting of Albany County Capital Resource Corporation (the "Corporation") was convened in public session at the offices of the Corporation located at 111 Washington Avenue in the City of Albany, Albany County, New York on January 3, 2024 at 5:00 o'clock p.m., local time.

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

**PRESENT:**

Hon. Gary Domalewicz	Chairman
Hon. William M. Clay	Vice Chairman
Michael J. Paparian	Treasurer

**EXCUSED:**

Gene Messercola	Assistant Secretary
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**CORPORATION STAFF PRESENT INCLUDED THE FOLLOWING:**

Kevin O'Connor	Chief Executive Officer
Amy Thompson	Chief Financial Officer
Rosemary McHugh	Economic Development Coordinator
Lucas Rogers	Senior Policy Analyst
A. Joseph Scott, III, Esq.	Counsel
Christopher C. Canada, Esq.	Counsel

The following resolution was offered by Hon. William M. Clay, seconded by Michael J. Paparian, to wit:

Resolution No. 0124-\_\_\_\_

**RESOLUTION APPROVING CERTAIN APPOINTMENTS AND ADMINISTRATIVE  
MATTERS OF THE CORPORATION.**

WHEREAS, the Corporation is authorized and empowered by the provisions of Section 1411 of the New York State Not-For-Profit Corporation Law (the "NFPCL") to take steps to relieve and reduce unemployment, promote and provide for additional and maximum employment, better and maintain job opportunities, instruct or train individuals to improve or develop their capabilities for such jobs, carry on scientific research for the purpose of aiding a community or geographical area by attracting new industry to the community or area or by encouraging the development of, or retention of, an industry in the community or area, lessening the burdens of government and acting in the public interest; and

WHEREAS, the NFPCL and the Corporation's certificate of incorporation allow the Corporation to make certain appointments and approve certain administrative matters; and

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

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE ALBANY COUNTY CAPITAL RESOURCE CORPORATION, AS FOLLOWS:

Section 1. The Corporation hereby takes the following actions:

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

(B) Approves and confirms the policies described in Schedule A and contained in the Corporation's Policy Manual.

Section 2. The Corporation hereby authorizes the Chairman, Vice Chairman and Chief Executive Officer to take all steps necessary to implement the matters described in Schedule A attached.

Section 3. This Resolution shall take effect immediately.

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

Hon. Gary Domalewicz	VOTING	YES
Hon. William M. Clay	VOTING	YES
Michael J. Paparian	VOTING	YES
Gene Messercola	VOTING	ABSENT

The resolution was thereupon declared duly adopted.

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I FURTHER CERTIFY that (A) all members of the Corporation 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 given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the 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 rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Corporation this 3<sup>rd</sup> day of January, 2024.

  
(Assistant) Secretary

(SEAL)

ROSEMARY MCHUGH NOTARY PUBLIC, STATE OF NEW YORK Registration No. 01MC6439789 Qualified in Albany County Commission Expires August 29 20____
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## SCHEDULE A

### Confirmation of Regular Corporation Meeting Schedule

First Wednesday of every month at 5:00 pm, unless otherwise directed

### Election of Officers of the Corporation

Gary W. Domalewicz, Chairman  
William M. Clay, Vice Chairman  
Michael Paparian, Treasurer  
Gene Messercola, Secretary

### Appointment of Chief Executive Officer and Staff to the Corporation

Kevin O'Connor, Chief Executive Officer

### Appointment of Chief Financial Officer to the Corporation

Amy Thompson, Chief Financial Officer

### Appointment of Auditing Firm of the Corporation

Teal Becker Chiaramonte, CPAs

### Appointment of Corporation Counsel

Hodgson Russ LLP

### Appointment of Special Counsel/Bond Counsel to the Corporation

Hodgson Russ LLP

### Appointment of Bank of the Corporation and Accounts

Trustco  
Manufacturers and Traders Trust Company

### Approval and Confirmation of Corporation Policies

Uniform Tax Exemption Policy  
Investment Policy  
Procurement Policy  
Public Authority Accountability Act Policies



Appointment of Contract Officer

Gary W. Domalewicz, Chairman

Appointment of Investment Officer

Michael Paparian, Treasurer

Appointment of Governance Committee Members

Hon. William M. Clay	Chair
Gene Messercola	
Michael J. Paparian	

Appointment of Audit Committee Members

Michael J. Paparian	Chair
Gene Messercola	

Appointment of Finance Committee Members

	Chair
Michael J. Paparian	
Gene Messercola	