



**Albany County Capital  
Resource Corporation**

**GOVERNANCE COMMITTEE**

**AGENDA**

**March 26, 2025, 5:00 p.m.**

**111 Washington Ave, Suite 100, Albany, NY 12210**

**Conference Room**

1. Welcome Michael Paparian, Acting Chair
  
2. New Appointments
  - a. Hon. Dennis A. Feeney, Member
  - b. Hon. Wanda Willingham, Vice Chair
  
3. Committee Chair Appointments
  
4. Executive Session Michael Paparian, Acting Chair
  
5. Adjournment Michael Paparian, Acting Chair

**ALBANY COUNTY CAPITAL RESOURCE CORPORATION  
ANNUAL HOUSEKEEPING RESOLUTION 2025**

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 March 26, 2025 at 5:00 o’clock p.m., local time.

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

PRESENT:

Hon. Gary Domalewicz	Chairperson
Michael J. Paparian	Treasurer
Bill Murphy	Secretary
Dennis Feeney	Member
Hon. Wanda Willingham	Member

EXCUSED:

CORPORATION STAFF PRESENT INCLUDED THE FOLLOWING:

Kevin O’Connor	Chief Executive Officer
Amy Thompson	Chief Financial Officer
Antionette Dukes-Hedge	Economic Development Coordinator
Christopher C. Canada, Esq.	Corporation Counsel

The following resolution was offered by \_\_\_\_\_, seconded by \_\_\_\_\_, to wit:

Resolution No. 0325-4(a)(i)

**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 Chairperson, Vice Chairperson 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	_____
Michael J. Paparian	VOTING	_____
Bill Murphy	VOTING	_____
Dennis Feeney	VOTING	_____
Hon. Wanda Willingham	VOTING	_____

The resolution was thereupon declared duly adopted.

[Remainder of page left blank intentionally]

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

I, the undersigned 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 held on March 26, 2025 with the original thereof on file in my office, and that the same is a true and correct copy of said original 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 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 \_\_\_\_ day of March, 2025.

\_\_\_\_\_  
Secretary

(SEAL)

## 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

Hon. Gary W. Domalewicz, Chairperson  
Hon. Wanda Willingham, Vice Chairperson  
Michael Paparian, Treasurer  
Bill Murphy, 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

BST & Co. CPAs, LLP

### 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

Manufacturers and Traders Trust Company  
And such other banks pursuant to board approval

### Approval and Confirmation of Corporation Policies

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

Appointment of Contract Officer

Hon. Gary W. Domalewicz, Chairperson

Appointment of Investment Officer

Michael Paparian, Treasurer

Appointment of Governance Committee Members

Hon. Wanda Willingham	Chairperson
Hon. Gary W. Domalewicz	Member
Dennis Feeny	Member

Appointment of Audit Committee Members

Bill Murphy	Chairperson
Michael J. Paparian	Member
Hon. Wanda Willingham	Member

Appointment of Finance Committee Members

Michael J. Paparian	Chairperson
Bill Murphy	Member
Hon. Gary W. Domalewicz	Member