

**RENSSELAER COUNTY ECONOMIC DEVELOPMENT CORPORATION  
RESOLUTION APPROVING DISSOLUTION AND RELATED MATTERS**

A regular meeting of Rensselaer County Industrial Development Agency (the “Agency”) was convened in public session in the Economic Development and Planning Office located on the fifth (5th) floor of the Rensselaer County Office Building located at 1600 Seventh Avenue in the City of Troy, Rensselaer County, New York on January 14, 2016 at 4:00 o’clock p.m., local time.

The meeting was called to order by the (Vice) Chairman of the Agency and, upon roll being called, the following members of the Agency were:

**PRESENT:**

John H. Clinton, Jr.	Chairman
Sandra Brown	Vice Chairman
Cynthia A. Henninger	Secretary/Treasurer
Ronald Bounds	Assistant Secretary/Treasurer
Douglas Baldrey	Member
James Church	Member
Michael Della Rocco	Member

**ABSENT:**

**AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:**

Robert L. Pasinella, Jr.	Executive Director
Robin LaBrake	Assistant
Peter R. Kehoe, Esq.	Agency Counsel
George W. Cregg, Jr., Esq.	Special Counsel

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

Resolution No. 0116-\_\_

**RESOLUTION APPROVING THE DISSOLUTION OF THE RENSSELAER  
COUNTY ECONOMIC DEVELOPMENT CORPORATION.**

WHEREAS, Rensselaer County Industrial Development Agency (the “Agency”) is authorized and empowered by the provisions of Chapter 1030 of the 1969 Laws of New York, constituting Title 1 of Article 18-A of the General Municipal Law, Chapter 24 of the Consolidated Laws of New York, as amended (the “Enabling Act”) and Chapter 128 of the 1974 Laws of New York, as amended, constituting Section 903-d of said General Municipal Law (said Chapter and the Enabling Act being hereinafter collectively referred to as the “Act”) to promote, develop, encourage and assist in the acquiring, constructing, reconstructing, improving, maintaining, equipping and furnishing of manufacturing, warehousing, research, commercial and industrial facilities, among others, for the purpose of promoting, attracting and developing economically sound commerce and industry to advance the job opportunities, health, general prosperity and economic welfare of the people of the State of New York, to improve their prosperity and standard of living, and to prevent unemployment and economic deterioration; and

WHEREAS, under the Act, the Agency is empowered to do all things necessary or convenient to carry out its purposes, including utilizing grants provided by the federal government (the “Grants”); and

WHEREAS, by resolution 1209-08 adopted by the members of the Agency on December 10, 2009, the members of the Agency approved the creation and purposes of the Rensselaer County Economic Development Corporation (the “Corporation”) to assist the Agency and Rensselaer County, a municipal corporation of the State of New York, with the administration of state and federal grants; and

WHEREAS, by resolution adopted by the board of directors of the Corporation on January 14, 2016, the Corporation’s board of directors have approved the dissolution of the Corporation; and

WHEREAS, the Agency is a non-voting member of the Corporation; and

WHEREAS, the Agency, by exercise of the vote of its members, would like to consent to the dissolution of the Corporation;

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF RENSSELAER COUNTY INDUSTRIAL DEVELOPMENT AGENCY, AS FOLLOWS:

Section 1. The Agency hereby consents to the dissolution of the Corporation.

Section 2. 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:

John H. Clinton, Jr.	VOTING	_____
Sandra Brown	VOTING	_____
Cynthia A. Henninger	VOTING	_____
Ronald Bounds	VOTING	_____
Douglas Baldrey	VOTING	_____
James Church	VOTING	_____
Michael Della Rocco	VOTING	_____

The foregoing Resolution was thereupon declared duly adopted.

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

I, the undersigned (Assistant) Secretary of Rensselaer County Industrial Development Agency (the "Agency"), DO HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Agency, including the Resolution contained therein, held on January 14, 2016 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 Agency 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 Agency 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 Agency this 14th day of January, 2016.

\_\_\_\_\_  
(Assistant) Secretary

(SEAL)