

ANNUAL HOUSEKEEPING RESOLUTION 2017

A regular meeting of Rensselaer County Industrial Development Agency (the "Agency") was convened in public session in the 3rd Floor Conference Room at the Quackenbush Building located at 333 Broadway in the City of Troy, Rensselaer County, New York on April 13, 2017 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
Cynthia A. Henninger	Secretary/Treasurer
Ronald Bounds	Assistant Secretary/Treasurer
Douglas Baldrey	Member
James Church	Member
Renee Powell	Member

ABSENT:

Michael Della Rocco	Member
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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 Douglas Baldrey, seconded by James Church, to wit:

Resolution No. 0417-02

RESOLUTION APPROVING CERTAIN APPOINTMENTS AND ADMINISTRATIVE MATTERS OF THE AGENCY.

WHEREAS, 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 industrial, manufacturing, warehousing, commercial, research and recreation 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 Section 858 of the Act, the Agency has the power to make certain appointments and approve certain administrative matters; and

WHEREAS, under Section 856 of the Act, the members of the Agency shall elect the officers of the Agency; and

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

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

Section 1. The Agency hereby takes the following actions:

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

(B) Approves and confirms the existing policies and procedures of the Agency described on **Schedule A**, amended to date.

Section 2. The Agency hereby authorizes the Chairman, Vice Chairman, Executive Director and the Chief Financial Officer of the Agency 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:

John H. Clinton, Jr.	VOTING	YES
Cynthia A. Henninger	VOTING	YES
Ronald Bounds	VOTING	YES
Douglas Baldrey	VOTING	YES
Michael Della Rocco	VOTING	ABSENT
James Church	VOTING	YES
Renee Powell	VOTING	YES

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 extract of the minutes of the meeting of the members of the Agency held on April 13, 2017 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 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 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 13th day of April 2017.



(Assistant) Secretary

(SEAL)

SCHEDULE A

Confirmation of Regular Agency Meeting Schedule

Second Thursday of Every Month

Election of Officers

John H. Clinton, Jr., Chairman
Michael Della Rocco, Vice Chairman
Cynthia Henninger, Secretary/Treasurer
Ronald Bounds, Assistant Secretary/Treasurer

Appointment of Chief Executive Officer/Executive Director, Chief Financial Officer and Staff to the Agency

Robert L. Pasinella, Jr., Chief Executive Officer/Executive Director
James Lozano, Chief Financial Officer
Robin LaBrake, Assistant
Jack Bonesteel, Assistant Director
Melissa Gregware, Receptionist
Jessica Garneau, Account Clerk
Peter R. Kehoe, General Counsel
Robert Hotz, Compliance Officer

Appointment of Bond Counsel and Special Counsel to the Agency

Hodgson Russ LLP - George W. Cregg, Jr.

Appointments to Governance Committee

John H. Clinton, Jr. – Chairman
Cynthia A. Henninger – Member
Ronald Bounds – Member
Douglas Baldrey – Member
Michael Della Rocco – Member
James Church – Member
Renee Powell - Member

Appointments to Audit Committee

John H. Clinton, Jr. – Chairman
Cynthia A. Henninger - Member
Ronald Bounds – Member
Douglas Baldrey – Member
Michael Della Rocco – Member
James Church – Member
Renee Powell - Member

Appointments to Finance Committee

John H. Clinton, Jr. – Chairman
Cynthia A. Henninger – Member
Ronald Bounds – Member
Douglas Baldrey – Member
Michael Della Rocco – Member
James Church – Member
Renee Powell - Member

Approval and Confirmation of Agency Policies

Code of Ethics Policy
Compensation Policy
Retaliatory Action Policy (Personnel)
Travel Policy
Procurement Policy
Property Acquisition Policy
Property Disposition Policy
Investment Policy and Guidelines
Policy Respecting Uniform Criteria For Evaluation Of Applications
Policy Respecting Recapture Of Project Benefits
Policy on Credit Card Use and Reporting
Policy On House Charge Accounts
Activity Report By The Executive Director
Policy Regarding Chief Financial Officer
Policy On Approval Of Consultant Agreements By The Agency
Policy on Evaluating Requests for Discretionary Expenditures
Policy With Respect To Minor Purchases Of Equipment, Supplies Or Services For The Agency

Appointment of Depository Banking Institutions for Calendar Year 2017

Key Bank
Pioneer Bank