

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 May 9, 2019 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
Michael Della Rocco	Vice Chairman
Cynthia A. Henninger	Secretary/Treasurer
Ronald Bounds	Assistant Secretary/Treasurer
James Church	Member

ABSENT:

Douglas Baldrey	Member
Renee Powell	Member

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Robert L. Pasinella, Jr.	Executive Director
Robin LaBrake	Assistant
M. Cornelia Cahill, Esq.	Special Counsel
Melissa C. Bennett, Esq.	Special Counsel
John Sweeney, Esq.	Agency Special Counsel
Peter Kehoe, Esq.	Agency Special Counsel

The following resolution was offered by Ronald Bounds, seconded by Cynthia A. Henninger, to wit:

Resolution No. 0519-4

RESOLUTION APPROVING AMENDMENT TO PROPOSED
CONTRACT WITH SAMUEL MESSINA FOR STRATEGIC
PLANNING SERVICES.

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, pursuant to a resolution duly adopted by the Agency on December 13, 2018 (the "Resolution"), the Agency authorized the procurement of the strategic planning services of Samuel Messina (the "Advisor") for not to exceed 1,000 hours at the cost specified in "A Strategic Plan for Rensselaer County" (the "Proposal") and shall use Agency funds to pay, from time to time, the fees of the Advisor;

WHEREAS, pursuant to the Resolution, the Agency authorized the Executive Director to execute and deliver a strategic planning services agreement with the Advisor for such services (a "Strategic Planning Services Agreement"), such agreement to be in a form approved by the Executive Director, with the advice of the Agency's counsel; and

WHEREAS, the prior findings of the Agency in the Resolution are hereby re-affirmed; and

WHEREAS, the Agency and the Advisor desire to modify the hourly rate in such Strategic Planning Services Agreement;

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

Section 1. The Agency is hereby authorized to compensate the Advisor in the amount of \$25.00 per hour while performing services under the Strategic Planning Services Agreement and shall use Agency funds to pay, from time to time, such hourly fees of the Advisor.

Section 2. The Executive Director is hereby authorized to execute and deliver, on behalf of the Agency, the Strategic Planning Services Agreement, with such \$25.00 hourly rate, such agreement to be in a form approved by the Executive Director, with the advice of the Agency's counsel.

Section 3. 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	AYE
Michael Della Rocco	VOTING	AYE
Cynthia A. Henninger	VOTING	AYE
Ronald Bounds	VOTING	AYE
Douglas Baldrey	VOTING	ABSENT
James Church	VOTING	AYE
Renee Powell	VOTING	ABSENT

The foregoing Resolution was thereupon declared duly adopted.

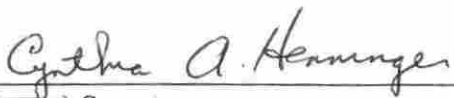
STATE OF NEW YORK)
) SS.:
COUNTY OF RENSSELAER)

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 May 9, 2019 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 9th day of May, 2019.



(Assistant) Secretary

(SEAL)