

ANNUAL HOUSEKEEPING RESOLUTION 2021

A regular meeting of Rensselaer County Industrial Development Agency (the "Agency") was convened virtually in public session on April 8, 2021 at 4:00 o'clock p.m., local time.

The meeting was called to order by the Chairman of the Agency and, upon roll being called, a quorum was present and the following resolution was offered and seconded, to wit:

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**, as 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, and was unanimously approved

The foregoing resolution was thereupon declared duly adopted.

Resolution ADOPTED by the following vote:

Ayes: 4

Nays: 0

Abstain: 0

April 8, 2021

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 April 8, 2021 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 8th day of April, 2021.


(Assistant) Secretary

(SEAL)

SCHEDULE A

Confirmation of Regular Agency Meeting Schedule

Second Thursday of Every Month

Election of Officers

Cynthia A. Henninger, Chair
Michael Della Rocco, Vice Chair
Ronald Bounds, 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
Melissa Gregware, Assistant to the Director
John Sweeney, General Counsel
Peter R. Kehoe, Special Counsel
Bill Film, Compliance Officer

Appointment of Bond Counsel and Special Counsel to the Agency

Barclay Damon LLP

Appointments to Governance Committee

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

Appointments to Audit Committee

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

Appointments to Finance Committee

Cynthia A. Henninger – Chairman
John H. Clinton, Jr. – Member
Ronald Bounds – Member
Douglas Baldrey – Member
Michael Della Rocco – 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
Policy on Sexual Harassment

Appointment of Depository Banking Institutions for Calendar Year 2021

Key Bank
Pioneer Bank