

RESOLUTION NO. 2 OF 2021

RE: ANNUAL ELECTION OF OFFICERS

Members NELSON and SEELBACH offer the following and move its adoption:

WHEREAS, Article IV Section 1 of the Bylaws states that the officers of the Corporation shall consist of a Chairperson, Vice Chairperson, Secretary, and Treasurer, and such other officers as the Board of Directors may, in its discretion, elect. Any two or more officers may be held by the same person, except the officers of Chairperson and Secretary; and

WHEREAS, Article IV Section 2 of the Bylaws states that all officers of the Corporation shall be elected by majority vote at the annual meeting of the Board of Directors.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors elects, pursuant to Article IV Section 2 of the Bylaws,

Erica Lane as Chairperson
Susan Fortunato as Vice Chairperson
Angela DeFelice as Treasurer
Eoin Wrafter as Secretary

FINALLY RESOLVED, that each elected officer shall continue to serve as officer of the Corporation in their respective elected capacity at the pleasure of the Board of Directors and hold office for one year and until their successor has been duly elected and qualified, or upon his/her/their earlier resignation or removal.

The question of the adoption of the foregoing Resolution was duly put to vote on a roll call, which resulted as follows:

| | Aye | Nay | Other (Absent/Abstain) |
|-----------------|-----------------|-----------------|------------------------|
| Angela DeFelice | <u>X</u> | _____ | _____ |
| Brian Engles | <u>X</u> | _____ | _____ |
| Susan Fortunato | _____ | _____ | <u>X</u> |
| Erica Lane | <u>X</u> | _____ | _____ |
| Brian Martinez | <u>X</u> | _____ | _____ |
| Marc Nelson | <u>X</u> | _____ | _____ |
| Jacob Reckess | <u>X</u> | _____ | _____ |
| Heidi Seelbach | <u>X</u> | _____ | _____ |
| Eoin Wrafter | <u>X</u> | _____ | _____ |
| Total | <u>8</u> | <u>0</u> | <u>1</u> |

Present: 8

Absent: 1

The foregoing Resolution was thereupon declared duly adopted meeting the

requirements of the Dutchess County-Poughkeepsie Land Bank (DCPLB) bylaws requiring a majority of the Board approving this resolution.

STATE OF NEW YORK

ss:

COUNTY OF DUTCHESS

This is to certify that I, the undersigned Secretary of the Dutchess County-Poughkeepsie Land Bank (DCPLB) have compared the foregoing resolution with the original resolution now on file in the office of said secretary, and which was adopted by said Land Bank on the 26th day of August 2021, and that the same is a true and correct transcript of said original resolution and of the whole thereof.

I FURTHER CERTIFY that (A) all members of the Board 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; (D) there was a quorum of the members of the Board present throughout said meeting; and (E) Pursuant to the Bylaws, a majority of the Board has voted to approve this resolution.

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 this 31st day of August 2021.



SECRETARY OF THE CORPORATION