Dutchess County-Poughkeepsie Land Bank  
Meeting of the Board of Directors  
April 27, 2022  
Minutes

Present: Angela DeFelice, Brian Engles, Susan Fortunato, Brian Martinez, Jacob Reckess, Heidi Seelbach, Eoin Wrafter

Excused/Absent: Marc Nelson

Others: Paul Hesse

The meeting was called to order at 5:35 PM by Susan Fortunato, with a quorum of Directors present.

1) Public Comment (Agenda Items Only): None

2) Approval of Minutes from March 16, 2022: Susan asked if there were any comments or edits to the draft minutes, none were offered. Susan called for a motion (Engles\Seelbach), and everyone in attendance voted in favor.

3) Election of Officers: Susan Fortunato explained that our Chair Erica Lane has resigned for personal reasons, she needs to step down from the land bank. Susan explained that she was willing to step into the role of Chair, Angela would also agree to move into the role of Vice-Chair. Susan then asked the group if anyone was interested in the treasurer role. Brian Engels agreed to fill the role of treasurer.

The draft resolution was read by Eoin Wrafter, it was moved by Heidi Seelbach, and Seconded by Brian Martinez, everyone in attendance voted in favor.

4) Property Acquisition: Susan explained that the executive committee met with our consultant Tarik Abdelazim from the Center for Community Progress about property acquisition. He recommended that the board move as quickly as it can to acquire a property for two reasons, 1) to formalize a process and 2) to show progress and help us qualify for state funding.

Early thoughts are to work with the County to acquire properties they have in the foreclosure process and with the City as they change their property disposition process. The board discussed the process by which this could occur and agreed to form a working group that would run through options, scenarios, mechanisms, etc, and report back to the board. Brian Engles, Heidi Seelbach, Brian Martinez, and Paul Hesse will be the working group.

5) Financial Updates:
   a) Angela DeFelice provided an update based on the distributed Management Report (attached), We had very few transactions in March, just a few administrative things, and we did receive reimbursement from the Community Foundations for 2021 expenses.
   b) Angela reported that the audit is almost complete and the Auditor will be presenting it to the audit working group on Friday the 29th. and it is expected that the board will be asked to accept it at the next meeting of the board by resolution.
c) PARIS report has to be worked on next.

6) Updates
   a) Website Development: Paul Hesse reported that the consultant is working on the framework for the website and the logo. The board discussed the desire to get the consultant to focus on getting the basic website up.
   b) Legal Services Agreement: Fully executed
   c) New York State Land Bank Association Update: Heidi Seelbach agreed to attend the monthly meeting as our representative.
   d) Executive Director: The group discussed the need for the Executive director and whether it was a part-time or full-time position. It was agreed that a full-time position was preferable. The working group has been collecting other job descriptions of executive directors, and they should have something to report at the next meeting.
   e) ABO Training: Eoin discussed the remaining training needs of members.

7) Member Comments/Announcements:
   a) Angela Defelice reported that she has been in contact with Common Council Chair Sarah Salem about appointing a replacement member to the board.

8) Correspondence: None

9) Public Comment: Ryan Schroder asked about the County Foreclosure process and how it is different from the Land Bank. It was explained that they are two separate entities processes but that there is the intention to work together in the future when the Land Bank may acquire county foreclosed parcels.

10) Adjournment: A motion to adjourn was made by Selbach\DeFelice, and it passed unanimously. Meeting adjourned at 6:13 PM.

Respectfully submitted, Eoin Wrafter
STATE OF NEW YORK

ss:

COUNTY OF DUTCHESS

I, the undersigned, Eoin Wrafter, Secretary of the Dutchess County Poughkeepsie Land Bank, DO HEREBY CERTIFY:

That I have compared the foregoing extract of the minutes of the meeting of Dutchess County Poughkeepsie Land Bank including the resolution(s) contained therein, held on the 27th day of April 2022, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Dutchess County Poughkeepsie Land Bank and of such resolution set forth therein and of the whole of said original insofar as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that all members of said Dutchess County Poughkeepsie Land Bank had due notice of said meeting, that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public, and that public notice of the time and place of said meeting was duly given in accordance with such Article 7.

I FURTHER CERTIFY that there was a quorum of the members of the Dutchess County Poughkeepsie Land Bank 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 modified.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the DCPLB this 18th day of May, 2022.

[Signature]

SECRETARY OF THE CORPORATION
RE: ELECTION OF OFFICERS

Members Seelbach and Martinez 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, Erica Lane submitted her resignation from the Board effective April 18th and she was the Chairperson of the Board; and

WHEREAS, Article IV Section 5 of the Bylaws states that vacancies occurring in any office shall be filled by a majority vote of the Board of Directors at any regular or special meeting.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors elects, pursuant to Article IV Section 5 of the Bylaws,
Susan Fortunato as Chairperson
Angela DeFelice as Vice Chairperson
Brian Engles 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:

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<tr>
<th>Name</th>
<th>Aye</th>
<th>Nay</th>
<th>Other (Absent/Abstain)</th>
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<tbody>
<tr>
<td>Angela DeFelice</td>
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<td>Brian Engles</td>
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<td>Susan Fortunato</td>
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<td>Brian Martinez</td>
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<td>Marc Nelson</td>
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<td>Jacob Reckess</td>
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<td>Heidi Seelbach</td>
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<td>Eoin Wrafter</td>
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<td>Vacancy</td>
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Total  7  0  2

Present:  7
Absent:  2
STATE OF NEW YORK

COUNTY OF DUTCHESS

I, the undersigned, Eoin Wrafter, Secretary of the Dutchess County Poughkeepsie Land Bank, DO HEREBY CERTIFY:

That I have compared the foregoing extract of the minutes of the meeting of Dutchess County Poughkeepsie Land Bank including the resolution(s) contained therein, held on the 16th day of March 2022, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Dutchess County Poughkeepsie Land Bank and of such resolution set forth therein and of the whole of said original insofar as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that all members of said Dutchess County Poughkeepsie Land Bank had due notice of said meeting, that the meeting was in all respects duly held and that, pursuant to Article 7 of the Public Officers Law (Open Meetings Law), said meeting was open to the general public, and that public notice of the time and place of said meeting was duly given in accordance with such Article 7.

I FURTHER CERTIFY that there was a quorum of the members of the Dutchess County Poughkeepsie Land Bank 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 modified.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the DCPLB this 27th day of April 2022.

[Signature]

SECRETARY OF THE CORPORATION