

RESOLUTION NO. 7 OF 2023

RE: RESOLUTION OF THE BOARD OF DIRECTORS ESTABLISHING THE PROPERTY ACQUISITION TECHNICAL ADVISORY AD HOC COMMITTEE

Members Reckess and Seelbach offer the following and move its adoption:

WHEREAS; Article III, Section 6 of the Dutchess County-Poughkeepsie Land Bank By-Laws allows the Board to to designate advisory and ad hoc committees, each of which shall consist of such persons and shall have such authority as is provided in the resolution designating the committee and that the Chairperson shall appoint the members of the committees; and

WHEREAS; the board discussed the need for a property aquisition technical advisory ad-hoc committee to assist and provide guidance regarding properties contemplated for acquisition; and

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors, as follows:

1. Recitals. The above recitals are true and correct and incorporated herein by reference.
2. Property Acquisition Technical Advisory Committee. The Property Acquisition Technical Advisory Ad Hoc Committee is hereby established as follows:
 - 2.1. The title of the committee shall be the "Property Acquisition Technical Advisory Ad Hoc Committee."
 - 2.2. The Property Acquisition Technical Advisory Ad Hoc Committee shall be assisted by any staff that may be required to carry out the functions of the Committee.
 - 2.3. The members shall be appointed by the Board Chairperson to a one year term. The Board Chairperson shall also select the Chairperson.
 - 2.4. The Chairperson of the Board shall make appointments to fill any vacancies.
 - 2.5. The Property Acquisition Technical Advisory Ad Hoc Committee shall conduct itself consistent with agreed upon rules of parliamentary procedure, all applicable policies of the Land Bank, and in accordance with New York State law.
 - 2.6. Members may be removed by a majority vote of the Directors of the Board for neglect of duty or misconduct in office, pursuant to rules and requirements adopted by the Board pursuant to section 1605 (2)(e) of the Not For Profit Corporation Law, or pursuant to any other provision of New York law.
 - 2.7. Any member may resign at any time by giving written notice to the Chairperson or the Secretary. Any such resignation shall take effect at the time specified therein or, if no time is specified, then upon delivery.

- 2.8. The scope of the Property Acquisition Technical Advisory Ad Hoc Committee functions shall include: review of properties consistent with our [Real Property Acquisition Policy and Guidelines](#), developing recommendations for considered properties, and engaging in any other related activities as might be necessary and proper in carrying out the scope of its functions set forth herein.
- 2.9. No other power of the Board, whether express or implied, is delegated to the Property Acquisition Technical Advisory Ad Hoc Committee.
- 2.10. The Property Acquisition Technical Advisory Ad Hoc Committee shall meet as necessary to carry out its purpose.
- 2.11. Adoption of this Resolution shall not be construed as to invalidate any prior lawful action taken by any previously existing committee, nor any subsequent lawful action taken by the Board thereupon.
- 2.12. The provisions of this Resolution shall take effect immediately upon adoption.

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> | _____ | _____ |
| Susan Fortunato | _ | _____ | Absent |
| Brian Martinez | <u>X</u> | _____ | _____ |
| Jacob Reckess | <u>X</u> | _____ | _____ |
| Kari Rieser | <u>X</u> | _____ | _____ |
| Heidi Seelbach | <u>X</u> | _____ | _____ |
| Eoin Wrafter | <u>X</u> | _____ | _____ |
| Vacant | _ | _____ | <u>Vacant</u> |
| Vacant | _ | _____ | <u>Vacant</u> |
| Total | <u>6</u> | <u>0</u> | <u>3</u> |

Present: 6

Absent: 1

Vacant: 2

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

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 13th day of December 2023, 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 14th day of December 2023.



SECRETARY OF THE CORPORATION

