

ULSTER COUNTY ECONOMIC DEVELOPMENT ALLIANCE, INC.

ANNUAL HOUSEKEEPING RESOLUTION – 2017

The annual meeting of the Board of Directors of the Ulster County Economic Development Alliance, Inc. (the "Corporation") was convened on July 5, 2017 at 4:30 p.m., Legislative Chambers, 6th Floor, Ulster County Office Building, 244 Fair Street, Kingston, New York.

The following resolution was duly offered and seconded, to wit:

RESOLUTION APPROVING CERTAIN APPOINTMENTS AND ADMINISTRATIVE MATTERS OF THE CORPORATION.

WHEREAS, the members of the Corporation desire to make certain appointments and approve certain administrative matters;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE CORPORATION, AS FOLLOWS:

Section 1. The Corporation hereby takes the following actions:

(A) Approves the appointments and the administrative matters described in Schedule "A" attached hereto.

(B) Approves and confirms the policies described in Schedule "A" and contained in the Corporation's Policy Manual.

(C) Approves that this meeting shall constitute the annual meeting of the Corporation as provided in the By-Laws of the Corporation.

Section 2. The Corporation hereby authorizes the (Vice) Chair and the Chief Executive Officer 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, which resulted as follows:

	YEA	NAY	ABSENT	ABSTAIN
Julie Cohen-Lonstein	[]	[]	[]	[]
Kenneth Crannell	[]	[]	[]	[]
Burton Gulnick, Jr.	[]	[]	[]	[]
James Maloney	[]	[]	[]	[]
Hector Rodriguez	[]	[]	[]	[]
Robert Sudlow	[]	[]	[]	[]
Ward Todd	[]	[]	[]	[]

The resolution was thereupon declared duly adopted.

SECRETARY'S CERTIFICATION

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

I, the undersigned Secretary of Ulster County Economic Development Alliance Inc., DO HEREBY CERTIFY:

That I have compared the annexed extract of minutes of the meeting of the Ulster County Economic Development Alliance Inc. (the "Corporation"), including the resolution contained therein, held on July 5, 2017, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Corporation and of such resolution set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

I FURTHER CERTIFY, that all members of said Corporation 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 Corporation 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 said Corporation this 5th day of July, 2017.

Secretary

[SEAL]

EXHIBIT A

Officers of the Corporation	Julie Cohen Lonstein, Chair James Maloney, Vice Chair Burton Gulnick, Jr., Treasurer Ward Todd, Secretary
Appointment of President/CEO	Suzanne Holt
Appointment of Chief Financial Officer	Christopher J. Rioux
Staff of the Alliance	Ulster County Office of Economic Development
Appointment of Bank of the Board	M&T Bank
Approval and Confirmation of Policies	Mission Statement Code of Ethics Compensation Policy Defense and Indemnification Policy Investment and Deposit Policy No Extension of Credit Policy Procurement Policy Property Disposition Policy Travel Policy Whistleblower Policy
Appointment of Contract Officer	Julie Cohen Lonstein
Appointment of Investment Officer	Burton Gulnick, Jr.
Appointment of Audit and Finance Committee Members	Julie Cohen-Lonstein Kenneth Crannell Burton Gulnick, Jr. James Maloney Hector Rodriguez Robert Sudlow Ward Todd
Appointment of Governance Committee	Julie Cohen-Lonstein Kenneth Crannell Burton Gulnick, Jr. James Maloney Hector Rodriguez Robert Sudlow Ward Todd