

ULSTER COUNTY DEVELOPMENT CORPORATION

AUTHORIZING RESOLUTION

(Disposition and transfer of 300 Flatbush Avenue, Kingston, New York and approximately 7.513 acre parcel of vacant land adjacent to Golden Hill Health Care Center, located in the Town of Ulster)

At a meeting of the Directors of Ulster County Development Corporation, a Local Development Corporation (the "Corporation"), was convened on May 13, 2014 at ____ p.m.

RESOLUTION OF THE ULSTER COUNTY DEVELOPMENT CORPORATION AUTHORIZING THE UNDERTAKING AND THE DISPOSITION OF 300 FLATBUSH AVENUE, KINGSTON, NEW YORK AND AN APPROXIMATELY 7.513 ACRE PARCEL OF VACANT LAND ADJACENT TO THE GOLDEN HILL HEALTH CARE CENTER, LOCATED IN THE TOWN OF ULSTER, NEW YORK

WHEREAS, the County of Ulster owns the following properties (collectively, the "Properties"):

1. 300 Flatbush Avenue, Kingston, New York (sbl no.: 48.074-3-14.100);
2. An approximately 7.513 acre parcel of vacant land adjacent to the Golden Hill Health Care Center, located in the Town of Ulster; and

WHEREAS, Section 1411 of the Not-For-Profit Corporation Law of the State of New York (the "LDC Act") authorizes the legislative body of a county, by resolution, to determine that certain real property of the County not required for use by the County may be sold or leased to a not-for-profit local development corporation for purposes that include lessening the burdens of government and acting in the public interest; and

WHEREAS, it is anticipated that the Ulster County Legislature will adopt a resolution to transfer its interest in the Properties to the Corporation, subject to the County's reserved leasehold interest in the Properties and further require that the next proceeds of such disposition and any eventual sale of the Properties are paid to the County; and

WHEREAS, it is contemplated that the Corporation will receive the transfer of the Properties from the County of Ulster in accordance with the provisions set forth within the County authorizing resolution;

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

1. The Corporation hereby consents to and accepts for disposition, the Properties in accordance with the provisions set forth within the County authorizing resolution, a copy of which is annexed hereto, when such County authorizing resolution is adopted by the Ulster County Legislature.

2. This Resolution shall take effect upon the adoption of the County authorizing resolution by the Ulster County Legislature.

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
Anthony Campagiorni	[]	[]	[]	[]
Robert Sudlow	[]	[]	[]	[]
Kenneth Crannell	[]	[]	[]	[]
James Maloney	[]	[]	[]	[]
Burton Gulnick	[]	[]	[]	[]
Ward Todd	[]	[]	[]	[]
T. J. Briggs	[]	[]	[]	[]

SECRETARY'S CERTIFICATION

STATE OF NEW YORK)

SS.:

COUNTY OF ULSTER)

I, the undersigned Secretary of Ulster County Development Corporation, DO HEREBY CERTIFY:

That I have compared the annexed extract of minutes of the meeting of the Ulster County Development Corporation (the "Corporation"), including the resolution contained therein, held on May 13, 2014, 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 _____ day of _____, 2014.

Secretary

[SEAL]

