

City of Albany Capital Resource Corporation

21 Lodge Street
Albany, New York 12207
Telephone: (518) 434-2532
Fax: (518) 434-9846

Tracy Metzger, *Chair*
Susan Pedo, *Vice Chair*
Darius Shahinfar, *Treasurer*
C. Anthony Owens, *Secretary*
Lee Eck
Dominick Calsolaro
Robert Schofield

Sarah Reginelli, *Chief Executive Officer*
Mark Opalka, *Chief Financial Officer*
William Kelly, *Agency Counsel*

To: Anthony Owens
Darius Shahinfar
Susan Pedo
Tracy Metzger
Lee Eck

Cc: Robert Schofield
Dominick Calsolaro

Sarah Reginelli
Mark Opalka
John Reilly
Joe Scott
Joe Landy
Andy Corcione
Chantel Burnash

Date: January 20, 2017

CRC ANNUAL MEETING AGENDA

The Annual Meeting of the City of Albany Capital Resource Corporation will be held on **Thursday, January 26th** at **5:30 PM** at 21 Lodge Street, Albany, NY 12207 (Large Conference Room).

Roll Call

Reading of Minutes of the Annual Meeting of January 28, 2016

Approval of Minutes of the Annual Meeting of January 28, 2016

Unfinished Business

- None

New Business

- A. Election of Officers Approval Resolution 2017

Other Business

- None

Adjournment

City of Albany Capital Resource Corporation

21 Lodge Street
Albany, New York 12207
Telephone: (518) 434-2532
Fax: (518) 434-9846

Tracy Metzger, *Chair*
Susan Pedo, *Vice Chair*
Darius Shahinfar, *Treasurer*
C. Anthony Owens, *Secretary*
Lee Eck
Dominick Calsolaro
Robert Schofield

Sarah Reginelli, *Chief Executive Officer*
Mark Opalka, *Chief Financial Officer*
John Reilly, *Agency Counsel*

CRC MINUTES OF THE ANNUAL MEETING Thursday, January 28, 2016

Attending: Tracy Metzger, C. Anthony Owens, Robert Schofield, Lee Eck, Darius Shahinfar, and Susan Pedo

Absent: Dominick Calsolaro

Also Present: Joseph Scott, John Reilly, Sarah Reginelli, Bradley Chevalier, Mark Opalka, Sabina Mora, Andy Corcione, Mike Bohne, Ashley Mohl, Amy Gardner, and Chantel Burnash

Chair Tracy Metzger called the Annual Meeting of the CRC to order at 12:22 p.m.

Roll call

Chair Tracy Metzger reported that all Board members were present, except Dominick Calsolaro.

Reading of Minutes of the Annual Meeting of January 22, 2015

Since the minutes of the previous meeting had been distributed to Board members in advance for review, Chair Tracy Metzger made a proposal to dispense with the reading of the minutes.

Approval of Minutes of the Annual Meeting of January 22, 2015

Chair Tracy Metzger made a proposal to approve the minutes of the Annual Meeting of January 22, 2015 as presented. A motion to accept the minutes, as presented, was made by Susan Pedo and seconded by C. Anthony Owens. A vote being taken, the minutes were accepted unanimously.

Election of Officers

The following Board members were nominated to serve as the 2016 Officers of the Albany Capital Resource Corporation.

Chair – Tracy Metzger
Vice Chair – Susan Pedo
Treasurer – Darius Shahinfar
Secretary – C. Anthony Owens

Chair Tracy Metzger presented the Board with a Resolution electing the nominated members to serve as 2016 Officers for the Albany Capital Resource Corporation. A motion to accept the Resolution as presented was made by Robert Schofield and seconded by C. Anthony Owens. A vote being taken, the Officers were elected unanimously.

Other Business

Staff distributed the Confidential Board Performance form, Acknowledgement of Fidiciary Duties and Responsibilities form, and Code of Ethics certificate to the Board. Staff asked the Board to fill out the documents and return to Staff. Staff encouraged the Board to contact Counsel or Staff with any questions or concerns.

There being no further business. Chair Tracy Metzger adjourned the annual meeting at 12:24 p.m.

Respectfully submitted,

C. Anthony Owens, Secretary

**CITY OF ALBANY CAPITAL RESOURCE CORPORATION
ELECTION OF OFFICERS APPROVAL RESOLUTION 2017**

The Annual Meeting of City of Albany Capital Resource Corporation (the “Corporation”) was convened in public session at the office of the Corporation located at 21 Lodge Street in the City of Albany, Albany County, New York on January 26, 2017 at 5:30 p.m., local time.

The meeting was called to order by the (Vice) Chair and, upon roll being called, the following members of the Agency were:

PRESENT:

Tracy L. Metzger	Chair
Susan Pedo	Vice Chair
Hon. Darius Shahinfar	Treasurer
C. Anthony Owens	Secretary
Dominick Calsolaro	Member
Lee Eck	Member
Robert T. Schofield	Member

ABSENT:

AGENCY STAFF PRESENT INCLUDED THE FOLLOWING:

Mark Opalka	Chief Financial Officer
Ashley Mohl	Senior Economic Developer II, Capitalize Albany Corporation
Joseph Landy	Senior Economic Developer II, Capitalize Albany Corporation
Andrew Corcione	Economic Developer, Capitalize Albany Corporation
Michael Bohne	Communications & Marketing, Capitalize Albany Corporation
Chantel Burnash	Executive Assistant, Capitalize Albany Corporation
William Kelly, Esq.	Interim Agency Counsel
A. Joseph Scott, III, Esq.	Special Agency Counsel

The following resolution was offered by _____, seconded by _____, to wit:

**RESOLUTION APPROVING THE 2017 ELECTION OF OFFICERS OF THE CITY
OF ALBANY CAPITAL RESOURCE CORPORATION.**

WHEREAS, the Corporation is authorized and empowered by the provisions of Section 1411 of the New York State Not-For-Profit Corporation Law (the “NFPCL”) to take steps to relieve and reduce unemployment, promote and provide for additional and maximum employment, better and maintain job opportunities, instruct or train individuals to improve or develop their capabilities for such jobs, carry on scientific research for the purpose of aiding a community or geographical area by attracting new industry to the community or area or by encouraging the development of, or retention of, an industry in the community or area, lessening the burdens of government and acting in the public interest; and

WHEREAS, the NFPCL and the Corporation’s certificate of incorporation allow the Corporation to make certain appointments and approve certain administrative matters; and

WHEREAS, the members of the Corporation desire to approve the 2017 Officers;

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE CITY OF ALBANY CAPITAL RESOURCE CORPORATION, AS FOLLOWS:

Section 1. The Corporation hereby elects as the following members of the Corporation as the 2016 Officers:

Tracy Metzger	Chair
Susan Pedo	Vice Chair
Hon. Darius Shahinfar	Treasurer
C. Anthony Owens	Secretary

Section 2. The Corporation hereby authorizes the Chair, the CEO and CFO to take all steps necessary to implement this Resolution.

Section 3. All action taken by the CEO and CFO of the Corporation in connection with the preparation and adoption of this Resolution prior to the date hereof is hereby ratified and confirmed.

Section 4. 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:

Tracy Metzger	VOTING	_____
Susan Pedo	VOTING	_____
Hon. Darius Shahinfar	VOTING	_____
C. Anthony Owens	VOTING	_____
Dominick Calsolaro	VOTING	_____
Lee Eck	VOTING	_____
Robert T. Schofield	VOTING	_____

The resolution was thereupon declared duly adopted.

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

I, the undersigned (Assistant) Secretary of City of Albany Capital Resource Corporation (the “Corporation”), do hereby certify that I have compared the foregoing extract of the minutes of the meeting of the members of the Corporation held on January 26, 2017 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Corporation 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 given in accordance with such Open Meetings Law; and (D) 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 rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Corporation this 26th day of January, 2017.

(Assistant) Secretary

(SEAL)