

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*
Lee Eck, *Secretary*
Robert Schofield
Anthony Gaddy
L. Lloyd Stewart

Sarah Reginelli, *Chief Executive Officer*
Mark Opalka, *Chief Financial Officer*
Marisa Franchini, *Agency Counsel*

To: Tracy Metzger
Darius Shahinfar
Susan Pedo
Lee Eck
Anthony Gaddy
Robert Schofield
L. Lloyd Stewart

Sarah Reginelli
Mark Opalka
Amy Lavine
Joe Scott
Andy Corcione
Thomas Conoscenti
Virginia Rawlins

Date: January 15, 2021

CRC ANNUAL MEETING AGENDA

The Annual Meeting of the City of Albany Capital Resource Corporation will be held on **Thursday, January 21, 2021 at 12:15 PM** (or directly after the Board Meeting of the City of Albany IDA) and conducted telephonically pursuant to Executive Order No. 202.87 issued by the New York State Governor's Office.

Roll Call, Reading and Approval of the Minutes of the Annual Meeting of January 16, 2020

Unfinished Business

- None

New Business

A. Election of Officers Approval Resolution 2021

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*
Lee Eck, *Secretary*
Dominick Calsolaro
Robert Schofield
Jahkeen Hoke

Sarah Reginelli, *Chief Executive Officer*
Mark Opalka, *Chief Financial Officer*
Marisa Franchini, *Agency Counsel*

MINUTES OF CRC ANNUAL MEETING

Thursday, January 16, 2020

Attending: Darius Shahinfar, Susan Pedo, Dominick Calsolaro, Lee Eck, Robert Schofield and Jahkeen Hoke

Absent: Tracy Metzger

Public Present: Phil Stenglein, Matthew Riordan, Deb Lambek, Meredith Malark, Bill Walsh and Garry Ero

Also Present: Sarah Reginelli, Mark Opalka, Amy Lavine, Joe Scott, Ashley Mohl, Andy Corcione, Chris Medve, Virginia Rawlins, Nora Culhane, Tammie Fanfa and Mike Bohne

Acting Chair Susan Pedo called the Annual Meeting of the CRC to order at 12:50 p.m.

Roll Call, Reading and Approval of Minutes of the January 17, 2019 Committee Meeting

Acting Chair Susan Pedo reported that all Board members, with the exception of Tracy Metzger, were present. Since the minutes of the previous meeting had been distributed to the Board members in advance for review, Acting Chair Susan Pedo made a proposal to dispense with the reading of the minutes. Acting Chair Susan Pedo made a proposal to approve the minutes of the January 17, 2019 Annual meeting as presented. A motion to accept the minutes, as presented, was made by Darius Shahinfar and seconded by Dominick Calsolaro. A vote being taken, the minutes were accepted unanimously.

Election of Officers

The following Board members were nominated to serve as the 2020 Officers of the Capital Resource Corporation.

Chair – Tracy Metzger
Vice Chair – Susan Pedo
Treasurer – Hon. Darius Shahinfar
Secretary – Lee Eck

Acting Chair Pedo presented the Board with a Resolution electing the nominated members to serve as 2020 Officers for the Capital Resource Corporation. A motion to accept the Resolution as presented was

made by Darius Shahinfar and seconded by Robert Schofield. A vote being taken, the Officers were elected unanimously with all members voting aye.

Other Business

None.

There being no further business. Acting Chair Pedro adjourned the Annual Meeting at 12:54 p.m.

Respectfully submitted,

Lee Eck, Secretary

**CITY OF ALBANY CAPITAL RESOURCE CORPORATION
ELECTION OF OFFICERS APPROVAL RESOLUTION 2021**

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 21, 2021 at 12:15 p.m., local time.

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

PRESENT:

Tracy L. Metzger	Chair
Susan Pedo	Vice Chair
Lee E. Eck, Jr.	Secretary
Hon. Darius Shahinfar	Treasurer
Anthony Gaddy	Director
Robert T. Schofield, Esq.	Director
L. Lloyd Stewart	Director

Each of the members present participated in the meeting telephonically pursuant to Executive Order No. 202.1, as supplemented, issued by New York State Governor Andrew M. Cuomo, suspending provisions of Article 7 of the Public Officers Law that require public in-person access to public meetings and authorizing board members to participate in said meetings by conference call or similar service.

ABSENT:

CORPORATION STAFF PRESENT INCLUDED THE FOLLOWING:

Sarah Reginelli	Chief Executive Officer
Mark Opalka	Chief Financial Officer
Thomas Conoscenti	Vice President, Capitalize Albany Corporation
Ashley Mohl	Director of Development, Capitalize Albany Corporation
Andrew Corcione	Senior Economic Developer II, Capitalize Albany Corporation
Michael Bohne	Communications & Marketing, Capitalize Albany Corporation
Nora Culhane	Economic Development Specialist, Capitalize Albany Corporation
Virginia Rawlins	Program Assistant, Capitalize Albany Corporation
Amy Lavine, Esq.	Assistant Corporation Counsel
A. Joseph Scott, III, Esq.	Special Agency Counsel

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

**RESOLUTION APPROVING THE 2021 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 Corporation has proposed a slate of officers for its fiscal year commencing January 1, 2021 (the “2021 Officers”); and

WHEREAS, the members of the Corporation desire to approve the 2021 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 2021 Officers:

Tracy L. Metzger	Chair
Susan Pedo	Vice Chair
Hon. Darius Shahinfar	Treasurer
Lee E. Eck, Jr.	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 L. Metzger	VOTING	_____
Susan Pedo	VOTING	_____
Lee E. Eck, Jr.	VOTING	_____
Hon. Darius Shahinfar	VOTING	_____
Anthony Gaddy	VOTING	_____
Robert T. Schofield, Esq.	VOTING	_____
L. Lloyd Stewart	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 21, 2021 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”) except as modified by Executive Order 202.1, as supplemented, said meeting was open to the general public, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Corporation present, either in-person or appearing telephonically in accordance with Executive Order 202.1, as supplemented, 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 ____ day of January, 2021.

(Assistant) Secretary

(SEAL)