

City of Albany Capital Resource Corporation

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

Susan Pedo, Chair
Lee Eck, Vice Chair
Darius Shahinfar, Treasurer
Anthony Gaddy, Secretary
Robert Schofield
Elizabeth Staubach
Joseph Better

Sarah Reginelli, Chief Executive Officer
Thomas Conoscenti, COO/Interim CFO
Andy Corcione, Project Services Director
Marisa Franchini, Agency Counsel
A. Joseph Scott, Special Counsel

To: Susan Pedo
Lee Eck
Darius Shahinfar
Anthony Gaddy

Robert Schofield
Elizabeth Staubach
Joseph Better

CC: Sarah Reginelli
Marisa Franchini
Joe Scott
Emma Fullem

Thomas Conoscenti
Andy Corcione
Erin Grace
Jesse McCaughey

Date: January 14, 2022

CRC ANNUAL MEETING

The Annual Meeting of the City of Albany Capital Resource Corporation will be held on **Thursday, January 20th, 2021 at 12:15 pm** (or directly following the Board Meeting of the City of Albany IDA) and conducted telephonically pursuant to recent legislation.

AGENDA

Roll Call, Reading & Approval of the Minutes of the Annual Meeting of January 21, 2021

New Business

- A. Election of Officers Approval Resolution 2022

Other Business

- A. None

Adjournment

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Tracy Metzger, *Chair*
Susan Pedo, *Vice Chair*
Darius Shahinfar, *Treasurer*
Lee Eck, *Secretary*
Anthony Gaddy
Robert Schofield
L. Lloyd Stewart

Sarah Reginelli, *Chief Executive Officer*
Mark Opalka, *Chief Financial Officer*
Marisa Franchini, *Agency Counsel*
A. Joseph Scott, *Special Counsel*

MINUTES OF CRC ANNUAL MEETING

Thursday, January 21, 2021

Attending: Darius Shahinfar, Tracy Metzger, Lee Eck, Anthony Gaddy, Susan Pedo, Robert Schofield and Lee Eck

Also Present: Sarah Reginelli, Mark Opalka, Joe Scott, Amy Lavine, Andy Corcione, Virginia Rawlins, Tom Conoscenti, Nora Culhane Friedel, Ashley Mohl, Michael Bohne and Nicole Brown-Bruette

Public Present: Jacque Vincent

These minutes are of a meeting conducted telephonically pursuant to Executive Order No. 202.87 issued by New York State Governor Andrew M. Cuomo, which suspended provisions of Article 7 of the Public Officers Law requiring public in-person access to public meetings and authorizing board members to participate in said meetings by conference call or similar service. Each of the members and staff present participated by conference call.

Chair Tracy Metzger called the Annual Meeting of the CRC to order at 12:59 p.m.

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

Chair Tracy Metzger reported that all Board members, with the exception of L. Lloyd Stewart, were present. Since the minutes of the previous meeting had been distributed to the Board members in advance for review, Chair Tracy Metzger made a proposal to dispense with the reading of the minutes. Chair Tracy Metzger made a proposal to approve the minutes of the January 16, 2020 Annual meeting as presented. A motion to accept the minutes, as presented, was made by Robert Schofield and seconded by Susan Pedo. A vote being taken, the motion passed unanimously with all members voting aye.

Election of Officers

The following Board members were nominated to serve as the 2021 Officers of the Capital Resource Corporation.

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

Chair Metzger presented the Board with a Resolution electing the nominated members to serve as 2021 Officers for the Capital Resource Corporation. A motion to accept the Resolution as presented was made by Anthony Gaddy and seconded by Darius Shahinfar. A vote being taken, the Officers were elected unanimously with all members voting aye.

Other Business

None.

There being no further business. Chair Metzger adjourned the Annual Meeting at 1:01 p.m.

Respectfully submitted,

Lee Eck, Secretary

**CITY OF ALBANY CAPITAL RESOURCE CORPORATION
ELECTION OF OFFICERS APPROVAL RESOLUTION 2022**

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 20, 2022 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:

Susan Pedo	Chair
Lee E. Eck, Jr.	Vice Chair
Darius Shahinfar	Treasurer
Anthony Gaddy	Secretary
Joseph Better	Member
Robert T. Schofield	Member
Elizabeth Staubach	Member

Each of the members present participated in the meeting either in person or remotely pursuant to the signing into law on January __, 2022 of Chapter ___ of the Laws of 2022.

ABSENT:

CORPORATION STAFF PRESENT INCLUDED THE FOLLOWING:

Sarah Reginelli	Chief Executive Officer
Thomas Conoscenti	Chief Operating Officer/Interim CFO
Andrew Corcione	Project Services Director
Ashley Mohl	Director of Economic Development, Capitalize Albany Corporation
Renee McFarlin	Senior Economic Developer, Capitalize Albany Corporation
Michael Bohne	Communications & Marketing Manager, Capitalize Albany Corporation
Emma Fullem	Program Assistant, Capitalize Albany Corporation
Jesse McCaughey	Program Assistant, Capitalize Albany Corporation
Erin Grace	Executive Assistant, Capitalize Albany Corporation
Marisa Franchini, Esq.	Corporation Counsel
A. Joseph Scott, III, Esq.	Special Corporation Counsel

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

**RESOLUTION APPROVING THE 2022 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, 2022 (the “2022 Officers”); and

WHEREAS, the members of the Corporation desire to approve the 2022 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 2022 Officers:

Susan Pedo	Chair
Lee E. Eck, Jr.	Vice Chair
Hon. Darius Shahinfar	Treasurer
Anthony Gaddy	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:

Susan Pedo	VOTING	_____
Lee E. Eck, Jr.	VOTING	_____
Darius Shahinfar	VOTING	_____
Anthony Gaddy	VOTING	_____
Joseph Better	VOTING	_____
Robert T. Schofield	VOTING	_____
Elizabeth Staubach	VOTING	_____

The Resolution was thereupon declared duly adopted.

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

I, the undersigned 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 20, 2022 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 Chapter ___ of the Laws of 2022 (the “2022 Laws”), said meeting was open to the general public, and due notice of the time and place of said meeting was duly given; and (D) there was a quorum of the members of the Agency, either in person or attending remotely in accordance with the 2021 Laws, 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, 2022.

Secretary

(SEAL)