

A meeting of the Board of Directors of the Greater Syracuse Property Development Corporation ("GSPDC") was convened in public session at the offices of the GSPDC located at 333 West Washington Street, Suite 130, Syracuse, New York 13202 on August 13, 2013 at 12:30 p.m.

The meeting was called to order by the Chairman and, upon roll being called, the following directors of the GSPDC were:

PRESENT:

Vito Sciscioli, Chair
Mary Beth Primo, Vice Chair
Daniel Barnaba, Treasurer
Dwight L. Hicks, Secretary
James Corbett

ABSENT:

FOLLOWING PERSONS WERE ALSO PRESENT:

Katelyn Wright	Executive Director
John P. Sidd, Esq.	GSPDC Counsel

The following resolution was offered by Mary Beth Primo, seconded by Daniel Barnaba, to wit:

Resolution No.: 30 of 2013

**RESOLUTION AUTHORIZING THE TREASUER TO OPEN
BANK ACCOUNTS ON BEHALF OF THE GSPDC FOR
PROPERTY MANAGEMENT AND SECURITY DEPOSITS**

WHEREAS, New York Not-For-Profit Corporation Law §1607(a)(14) authorizes the GSPDC to collect rents, fees and charges for the use of the GSPDC's real property;

WHEREAS, New York Not-For-Profit Corporation Law §1607(a)(21) authorizes the GSPDC to do all things necessary to achieve its objectives and purposes;

WHEREAS, New York General Obligations Law § 7-103 requires that owners of real estate maintain a separate trust account for their tenants' security deposits; and

WHEREAS, in order to collect rent for the use of the GSPDC's real property, the Board of Directors deems it a necessity to open a bank account which will be used to hold GSPDC tenants' security deposits in accordance with New York General

Obligations Law § 7-103 and to open four bank accounts which will be used as operating accounts for the management of the GSPDC real property.

NOW, THEREFORE, BE IT RESOLVED BY THE GREATER SYRACUSE PROPERTY DEVELOPMENT CORPORATION AS FOLLOWS:

Section 1. The Treasurer of GSPDC is hereby authorized to open five bank accounts on behalf of and in the name of GSPDC with M&T Bank. One bank account will be used for holding security deposits collected from tenants of GSPDC real property, and the following persons will be authorized signatories on said account: Executive Director, Treasurer and Chairman. Each of the following four property management companies (collectively "the Companies" or individually the "Company") will be authorized to use one bank account for conducting its property management activities for GSPDC: Home Headquarters, Inc., Sutton Real Estate Company, LLC, Willowbank Company, LLC, and Tempo Enterprises, LLC. The Executive Director and Treasurer will be authorized signatories on each of the bank accounts. In addition, each Company will have up to two authorized officers or owners named as authorized signatories on the bank account designated to the Company's use, subject to the consent and approval of the Executive Director.

Section 2. The Treasurer of GSPDC is hereby authorized and directed to execute all documents on behalf of GSPDC which may be necessary or desirable to further the intent of this Resolution, including any Certified Banking Resolution which may be required by the bank, and do such further things or perform such acts as may be necessary or convenient to implement the provisions of this Resolution.

Section 3. The other officers, employees and agents of GSPDC are hereby authorized and directed for and in the name and on behalf of GSPDC to do all acts and things required or provided for by the provisions of the Agreement and to execute and deliver all such additional certificates, instruments and documents, to pay all such fees, charges and expenses and to do all such further acts and things as may be necessary or, in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing Resolution and to cause compliance by GSPDC with all of the terms, covenants and provisions of the Agreement binding upon GSPDC.

Section 4. This Resolution shall take effect immediately.

The question of the adoption of the foregoing Resolution was duly put to a vote on roll call, which resulted as follows:

Vito Sciscioli	VOTING	<u>Yes</u>
Mary Beth Primo	VOTING	<u>Yes</u>
Daniel Barnaba	VOTING	<u>Yes</u>
Dwight L. Hicks	VOTING	<u>Yes</u>
James Corbett	VOTING	<u>Yes</u>

The foregoing Resolution was thereupon declared and duly adopted.


STATE OF NEW YORK)
COUNTY OF ONONADAGA) ss.:

I, the undersigned Secretary of the Greater Syracuse Property Development Corporation (the "Agency"), DO HEREBY CERTIFY, that I have compared the foregoing extract of the minutes of the meeting of the directors of GSPDC, including the Resolution contained therein, held on August 13, 2013 with the original thereof on file in my office, and that the same is a true and correct copy of such proceedings of GSPDC and of such Resolution set forth therein and of the whole of said original so far as the same related to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all directors of GSPDC had due notice of said meeting; (B) said meeting was in all respect 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 directors of GSPDC present through 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 GSPDC this 17th day of September, 2013.



Dwight L. Hicks, Secretary