

A meeting of the Board of Directors of the Greater Syracuse Property Development Corporation ("GSPDC") was convened in public session in the third floor conference room of the Central New York Philanthropy Center located at 431 East Fayette Street Syracuse, New York 13202 on November 20, 2018 at 8:00 a.m.

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

**PRESENT:**

Vito Sciscioli, Chair  
Daniel Barnaba, Treasurer  
Julie Cerio, Secretary  
James Corbett, Vice Chair

**ABSENT:**

El-Java Abdul-Qadir

**FOLLOWING PERSONS WERE ALSO PRESENT:**

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

The following Resolution was offered by Julie Cerio, and duly seconded by Dan Barnaba, to wit:

**RESOLUTION 32 of 2018**

**RESOLUTION ACCEPTING A LAND BANK  
COMMUNITY REVITALIZATION INITIATIVE  
GRANT FROM ENTERPRISE COMMUNITY  
PARTNERS, INC. IN THE AMOUNT OF  
\$2,000,000.00.**

**WHEREAS**, Enterprise Community Partners, Inc. ("Enterprise") has awarded GSPDC a Land Bank Community Revitalization Initiative Grant in the amount of \$2,000,000.00 ("CRI Program Grant"); and

**WHEREAS**, the GSPDC desires to accept and implement the CRI Program Grant in accordance with its terms and conditions;

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

Section 1. The recitals above are hereby incorporated into this Resolution as if fully set forth herein.

Section 2. The Executive Director of the GSPDC is hereby authorized, directed and empowered to accept the CRI Program Grant and to execute and deliver in the name of the GSPDC such documents as may be necessary to accept and implement the CRI Program Grant including, without limitation, grant agreements, contracts, indemnities, disclosure agreements, receipts, instructions, certificates, authorizations, acknowledgements and any other documents relating the CRI Program Grant (collectively "Grant Documents"); and

Section 3. The Executive Director is hereby authorized to make such revisions to the Grant Documents on behalf of the GSPDC, as she may approve in consultation with counsel to the GSPDC, such approval to be conclusively (but not exclusively) evidenced by execution thereof; and

Section 4. The authority given hereunder shall be deemed retroactive. Any actions authorized herein and performed by the GSPDC prior to the date of this Resolution are hereby ratified, confirmed and approved; and

Section 5. The Executive Director is hereby authorized to take such further actions (including, without limitation, the payment of costs, fees, expenses and other amounts), on behalf of the GSPDC, as she deems necessary or appropriate to consummate the CRI Program Grant or perform the GSPDC's obligations under any of the Grant Documents; and

Section 6. This Resolution shall take effect immediately.

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

Vito Sciscioli	VOTING	<u>Yes</u>
James Corbett	VOTING	<u>Yes</u>
Daniel Barnaba	VOTING	<u>Yes</u>
Julie Cerio	VOTING	<u>Yes</u>
El-Java Abdul-Qadir	VOTING	<u>Excused</u>

The foregoing Resolution was thereupon declared and duly adopted.

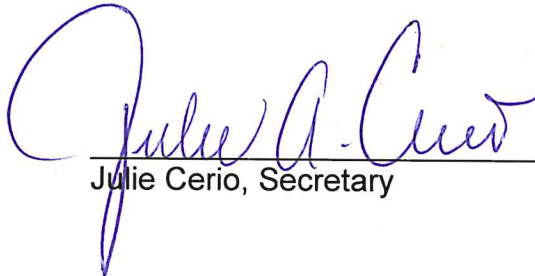
STATE OF NEW YORK                    )  
COUNTY OF ONONDAGA            ) ss.:

I, the undersigned Secretary of the Greater Syracuse Property Development Corporation, 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 November 20, 2018 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 this 20<sup>th</sup> day of November, 2018.

  
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Julie Cerio, Secretary