



A meeting of the Board of Directors of the Greater Syracuse Property Development Corporation (“GSPDC”) was convened at 431 E. Fayette Street; Syracuse, NY 13202 on February 21, 2023 at 8:00 a.m.

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

PRESENT:

Patrick Hogan, Chair
Michael LaFlair, Treasurer (via video conference)
Nancy Quigg, Vice Chair
Jonathan Link Logan, Secretary
Oceanna Fair

EXCUSED:

FOLLOWING PERSONS WERE ALSO PRESENT:

Katelyn E. Wright	Executive Director
John Sidd	General Counsel

The following resolution was offered by Jonathan Link Logan, seconded by Nancy Quigg, to wit:

Resolution No.: 8 of 2023

**RESOLUTION AUTHORIZING THE GSPDC TO
CONTRACT WITH THE NYS OFFICE OF PARKS,
RECREATION, AND HISTORIC PRESERVATION
FOR A \$750,000.00 GRANT TO SUPPORT THE
RESTORATION OF THE GUSTAV STICKLEY
HOUSE “PHASE 2”**

WHEREAS, New York Not-For-Profit Corporation Law §1610(a) authorizes GSPDC to receive funding through grants and loans from certain sources including the State of New York; and

WHEREAS, the GSPDC applied for financial assistance from the New York State Office of Parks, Recreation and Historic Preservation (“OPRHP”) under the Environmental Protection Fund grant program for the purpose of funding the Gustav

Stickley House Restoration – Phase 2, as described in the grant application (“Project”); and

WHEREAS, OPRHP awarded, under certain terms and conditions, GSPDC financial assistance under the Environmental Protection Fund grant program for the Project in the amount of \$750,000.00 (“Grant”); and

WHEREAS, GSPDC desires to accept the Grant for the Project under the terms and conditions set forth by OPRHP; and

WHEREAS, the Bylaws of GSPDC and Article 16 of New York Not-For-Profit Corporation Law permit the Board to authorize any officer or agent to enter into any contract or execute and deliver any document in the name of and on behalf of GSPDC;

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 GSPDC is authorized and directed to accept the Grant for the Project.

Section 3. The GSPDC agrees to the terms and conditions of the Grant as set forth in the Master Contract with OPRHP for the Project.

Section 4. The GSPDC shall agree to the terms and conditions of any required deed of easement granted to OPRHP that affects title to the real property on which the Project is located, which may be a duly recorded public access covenant, conservation easement, and/or preservation covenant.

Section 5. The Executive Director and Board Chair are each independently authorized, on behalf of GSPDC, to execute and deliver the Master Contract and any amendments thereto, any required deed of easement, and any other certifications in form and content agreeable to counsel, with such changes, variations, omissions and insertions thereto as the Executive Director pr Board Chair shall approve, the execution thereof by the Executive Director or Board Chair to constitute conclusive evidence of such approval.

Section 6. 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 Grant.

Section 7. 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:

Patrick Hogan	VOTING	<u>Yes</u>
Michael LaFlair	VOTING	<u>Yes</u>
Oceanna Fair	VOTING	<u>Yes</u>
Nancy Quigg	VOTING	<u>Yes</u>
Jonathan Link Logan	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 "GSPDC"), DO HEREBY CERTIFY, that the foregoing is a full, true, and accurate copy of a resolution duly and regularly adopted by the Board of Directors of this Corporation, at a meeting of the Board duly and regularly held on February 21, 2023, at which quorum was present throughout, and the required majority of Directors voted in favor of this resolution. I further certify that this resolution is still in full force and effect and has not been revoked or modified.

IN WITNESS WHEREOF, I have hereunto set my hand this 21st day of February, 2023.



Jonathan Link Logan, Secretary

Subscribed to before me this
21 day of February, 2023



NOTARY PUBLIC

Honora K Spillane - Notary Public
Onondaga Cty, NY #02SP3246982
Commission Expires October 8, 2023