

**ULSTER COUNTY CAPITAL RESOURCE CORPORATION
2022 ELECTION OF THE OFFICERS AND APPOINTMENT
OF COMMITTEES OF THE CORPORATION**

A regular meeting of Ulster County Capital Resource Corporation (the "Corporation") was convened in public session at the Ulster County Office Building, Legislative Chambers, 6th floor located at 244 Fair Street in the City of Kingston, Ulster County, New York on June 15, 2022 at 9:00 o'clock a.m., local time.

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

PRESENT:

Diane Eynon, Ph.D.	Chair
Michael J. Ham	Secretary
Lynn Archer	Member
Steven Kelley	Member
Rachel Silverman	Member
Rashida Tyler	Member
Kaustabh Wahal	Member

ABSENT:

CORPORATION STAFF PRESENT INCLUDED THE FOLLOWING:

Rose Woodworth	Chief Executive Officer
A. Joseph Scott, III, Esq.	Special Counsel

The following resolution was offered by Michael J. Ham, seconded by Kaustabh Wahal, to wit:

Resolution No. 0122-

**RESOLUTION APPROVING THE ELECTION OF OFFICERS AND APPOINTMENT
OF COMMITTEES OF THE 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

WHEREAS, the members of the Corporation desire to elect the officers of the Corporation;

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE ULSTER COUNTY CAPITAL RESOURCE CORPORATION, AS FOLLOWS:

Section 1. The Corporation hereby takes the following actions:

(A) Approves the election of the officers and the appointment of the Committees described in Schedule A attached hereto.

Section 2. The Corporation hereby authorizes the Chair of the Corporation to take all steps necessary to implement the matters described in Schedule A attached.

Section 3. 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:

Diane Eynon, Ph.D.	VOTING	<u>YES</u>
Michael J. Ham	VOTING	<u>YES</u>
Lynn Archer	VOTING	<u>YES</u>
Steven Kelley	VOTING	<u>YES</u>
Rachel Silverman	VOTING	<u>YES</u>
Rashida Tyler	VOTING	<u>YES</u>
Kaustabh Wahal	VOTING	<u>YES</u>

The foregoing Resolution was thereupon declared duly adopted.

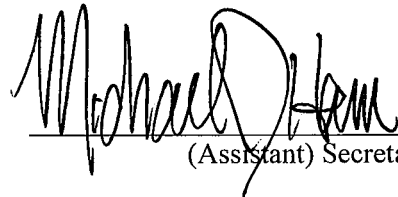
STATE OF NEW YORK)
) SS.:
COUNTY OF ULSTER)

I, the undersigned (Assistant) Secretary of Ulster County Capital Resource Corporation (the "Corporation"), DO HEREBY CERTIFY that I have compared the foregoing annexed extract of the minutes of the meeting of the members of the Corporation, including the Resolution contained therein, held on June 15, 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 such Resolution contained therein 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 Agency 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"), 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 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 17th day of August, 2022.



(Assistant) Secretary

(SEAL)

SCHEDULE A

<p>Officers of the Corporation</p>	<p>Lynn Archer, Vice Chair Steven Kelley, Treasurer Rashida Tyler, Assistant Secretary Rachel Silverman, Assistant Treasurer</p>
<p>Governance Committee Members</p>	<p>Michael J. Ham, Chair Lynn Archer Kaustabh Wahal</p>
<p>Audit Committee Members</p>	<p>Steven Kelley, Chair Diane Eynon, Ph.D. Rachel Silverman</p>
<p>Finance Committee Members</p>	<p>Rachel Silverman, Chair Diane Eynon, Ph.D. Michael J. Ham Lynn Archer Steven Kelly Rashida Tyler Kaustabh Wahal</p>