

ULSTER COUNTY ECONOMIC DEVELOPMENT ALLIANCE, INC.

ANNUAL HOUSEKEEPING RESOLUTION – 2016

The annual meeting of the Board of Directors of the Ulster County Economic Development Alliance, Inc. (the "Corporation") was convened on July 13, 2016 at 4:30 p.m. at 244 Fair Street, Kingston, New York.

The following resolution were duly offered and seconded, to wit:

**RESOLUTION APPROVING CERTAIN APPOINTMENTS AND
ADMINISTRATIVE MATTERS OF THE CORPORATION.**

WHEREAS, the members of the Corporation desire to make certain appointments and approve certain administrative matters;

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE CORPORATION, AS FOLLOWS:

Section 1. The Corporation hereby takes the following actions:

(A) Approves the appointments and the administrative matters described in Schedule "A" attached hereto.

(B) Approves and confirms the policies described in Schedule "A" and contained in the Corporation's Policy Manual.

(C) Approves that this meeting shall constitute the annual meeting of the Corporation as provided in the By-Laws of the Corporation.

Section 2. The Corporation hereby authorizes the (Vice) Chair and the Chief Executive Officer 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 vote on roll call, which resulted as follows:

	YEA	NAY	ABSENT	ABSTAIN
Julie Cohen-Lonstein	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Kenneth Crannell	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Burton Gulnick, Jr.	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
James Maloney	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Hector Rodriguez	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Robert Sudlow	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
Ward Todd	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>

The resolution was thereupon declared duly adopted.

EXHIBIT A

Officers of the Corporation	Julie Cohen Lonstein, Chair James Maloney, Vice Chair Burton Gulnick, Jr., Treasurer Ward Todd, Secretary
Appointment of President/CEO	Suzanne Holt
Appointment of Chief Financial Officer	Christopher J. Rioux
Staff of the Alliance	Ulster County Office of Economic Development
Appointment of Bank of the Board	M&T Bank
Approval and Confirmation of Policies	Mission Statement Code of Ethics Compensation Policy Defense and Indemnification Policy Investment and Deposit Policy No Extension of Credit Policy Procurement Policy Property Disposition Policy Travel Policy Whistleblower Policy
Appointment of Contract Officer	Julie Cohen Lonstein
Appointment of Investment Officer	Burton Gulnick, Jr.
Appointment of Audit and Finance Committee Members	Julie Cohen-Lonstein Kenneth Crannell Burton Gulnick, Jr. James Maloney Hector Rodriguez Robert Sudlow Ward Todd
Appointment of Governance Committee	Julie Cohen-Lonstein Kenneth Crannell Burton Gulnick, Jr. James Maloney Hector Rodriguez Robert Sudlow Ward Todd