

RESOLUTION APPROVING AMENDMENTS TO THE BY-LAWS OF THE BROOME COUNTY LAND BANK CORPORATION

WHEREAS, the Broome County Land Bank Corporation is a legally incorporated entity; and

WHEREAS, on February 16th, a working group of the Board of Directors submitted draft amendments to the by-laws for consideration by the Directors of the Broome County Land Bank Corporation; and

WHEREAS, the Directors of the Broome County Land Bank Corporation have reviewed the draft amendments to the by-laws; and

WHEREAS, the draft amendments to the by-laws are attached hereto as Exhibit "A"; and, now, therefore, be it

RESOLVED, that the Corporation approves the amendments to the by-laws as delineated in Exhibit "A"; and

FURTHER RESOLVED, that a copy of the amended by-laws shall be submitted to the Chairman of the Broome County Legislature and Clerk of the Broome County Legislature for filing with the official communications of Broome County; and be it

FURTHER RESOLVED, that 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:

| Director | AYE | NAY | Abstain | Absent |
|-----------------|-----|-----|---------|--------|
| Aaron Martin | X | | | |
| Stacey Duncan | X | | | |
| Dave Hamlin | | | | X |
| Elaine Miller | X | | | |
| Chris Papastrat | X | | | |
| VACANT | | | | |
| VACANT | | | | |

The foregoing resolution was thereupon declared and duly adopted by the Board of Directors on this 22 day of February 2017.

Margaret Scarinzi
Margaret Scarinzi, Executive Director

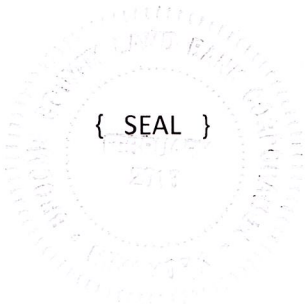


Exhibit "A"

Proposed Amendments to the ByLaws
of the Broome County Land Bank Corporation

Article III, Section 2. Number of Directors and Term of Office. (a) The Board shall consist of ~~seven (7)~~ **nine (9)** Directors. Each Director shall serve a three (3) year term and continue to hold office until his or her successor is appointed and has been elected and qualified. Directors shall be elected by the Member. As used in this Article, "entire Board" means the total number of Directors entitled to vote which the Corporation would have if there were no vacancies.

Article III, Section 7. Place of Meeting. The Board may hold its meetings at ~~the~~ **the** Broome County ~~Office of Planning and Economic Development~~ **Public Library**, Binghamton, New York 13901, or at such place or places within the State of New York as the Board may from time to time by resolution determine.

Article III, Section 8. Annual Meetings. ~~Except in case of the Annual Meeting in calendar year 2013, t~~The annual meeting of the Corporation shall be held ~~on the fourth Wednesday of February in each calendar year, at 4:00 pm~~ **no later than March 1st** at the regular meeting place of the Corporation as described in Section 7 of this Article at a date and time set by resolution of the Board. ~~Such 2013 annual meeting may be held at such time as approved by the chairman of the Corporation; and if it is held at another time, notice shall be given as hereinafter provided for special meetings of the Board.~~