

**RESOLUTION 23-2019  
OF THE  
CAPITALIZE ALBANY CORPORATION**

**WHEREAS**, Article II (section 2) and Article III (section 2) of the bylaws of the Capitalize Albany Corporation (“CAC”) provide that the CAC Members shall, at their Annual Meeting, elect Directors to fill any vacancies on the CAC Board which exist due to expired terms or other reasons; and

**WHEREAS**, the CAC Annual Meeting is scheduled for December 17, 2019, and at such meeting the Members shall elect Directors to fill five (5) open Board positions for terms effective from January 1, 2020 through the dates specified below;

**WHEREAS**, procedurally, each of the five candidates identified below shall be considered, and voted on, individually pursuant to five separate votes of the Board (with each candidate who is a current Director abstaining from the deliberation/vote related to herself/himself), with this resolution 23-2019 meant only to summarize the results of such five separate Board votes;

**NOW THEREFORE BE IT RESOLVED**, that the Board of Directors nominates the following candidates to the CAC Members for election to fill such five (5) Board positions:

<u>Name</u>	<u>Term</u>
Robert Curley	December 31, 2023
John Harris	December 31, 2023
Susan Pedo	December 31, 2023
Matt Peter	December 31, 2023
John Vero	December 31, 2023

Signed:

DocuSigned by:  
  
Michael Castellana, Chairman

Date of Authorization:        October 22, 2019

The question of the adoption of the foregoing resolution for Robert Curley was duly put to a vote on roll call, which resulted as follows:

Board Member	Voting	Board Member	Voting	Board Member	Voting
Kaweeda Adams	Absent	John Harris	Aye	Anders Tomson	Absent
Heather Briccetti	Absent	David Parente	Aye	Karen Torrejon	Aye
Michael Castellana	Aye	Susan Pedo	Aye	Michele Vennard	Aye
Bob Curley	Recused	Matthew Peter	Aye	John Vero	Aye
Sonya del Peral	Aye	Havidan Rodriguez	Aye	Aye: 11; No: Recused: 1	
Michael Fancher	Absent	Jeffrey Sperry	Aye		

The question of the adoption of the foregoing resolution for John Harris was duly put to a vote on roll call, which resulted as follows:

Board Member	Voting	Board Member	Voting	Board Member	Voting
Kaweeda Adams	Absent	John Harris	Recused	Anders Tomson	Absent
Heather Briccetti	Absent	David Parente	Aye	Karen Torrejon	Aye
Michael Castellana	Aye	Susan Pedo	Aye	Michele Vennard	Aye
Bob Curley	Aye	Matthew Peter	Aye	John Vero	Aye
Sonya del Peral	Aye	Havidan Rodriguez	Aye	Aye: 11 ; No:	
Michael Fancher	Absent	Jeffrey Sperry	Aye	Recused: 1	

The question of the adoption of the foregoing resolution for Susan Pedo was duly put to a vote on roll call, which resulted as follows:

Board Member	Voting	Board Member	Voting	Board Member	Voting
Kaweeda Adams	Absent	John Harris	Aye	Anders Tomson	Absent
Heather Briccetti	Absent	David Parente	Aye	Karen Torrejon	Aye
Michael Castellana	Aye	Susan Pedo	Recused	Michele Vennard	Aye
Bob Curley	Aye	Matthew Peter	Aye	John Vero	Aye
Sonya del Peral	Aye	Havidan Rodriguez	Aye	Aye: 11 ; No:	
Michael Fancher	Absent	Jeffrey Sperry	Aye	Recused: 1	

The question of the adoption of the foregoing resolution for Matthew Peter was duly put to a vote on roll call, which resulted as follows:

Board Member	Voting	Board Member	Voting	Board Member	Voting
Kaweeda Adams	Absent	John Harris	Aye	Anders Tomson	Absent
Heather Briccetti	Absent	David Parente	Aye	Karen Torrejon	Aye
Michael Castellana	Aye	Susan Pedo	Aye	Michele Vennard	Aye
Bob Curley	Aye	Matthew Peter	Recused	John Vero	Aye
Sonya del Peral	Aye	Havidan Rodriguez	Aye	Aye: 11 ; No:	
Michael Fancher	Absent	Jeffrey Sperry	Aye	Recused: 1	

The question of the adoption of the foregoing resolution for John Vero was duly put to a vote on roll call, which resulted as follows:

Board Member	Voting	Board Member	Voting	Board Member	Voting
Kaweeda Adams	Absent	John Harris	Aye	Anders Tomson	Aye
Heather Briccetti	Absent	David Parente	Aye	Karen Torrejon	Aye
Michael Castellana	Aye	Susan Pedo	Aye	Michele Vennard	Aye
Bob Curley	Aye	Matthew Peter	Aye	John Vero	Recused
Sonya del Peral	Aye	Havidan Rodriguez	Aye	Aye: 11 ; No:	
Michael Fancher	Absent	Jeffrey Sperry	Aye	Recused: 1	