

**RESOLUTION 5-2025
OF THE
CAPITALIZE ALBANY CORPORATION**

WHEREAS, Article III (section 2) of the bylaws of the Capitalize Albany Corporation (“CAC”) provides that “[t]he number of Directors shall not exceed sixteen (16)”; and

WHEREAS, pursuant to Resolution 6-2024 adopted on May 21, 2024, the number of Directors was fixed at fourteen (14); and

WHEREAS, Article III (section 5) of the CAC bylaws provides that the Board of Directors may fill any vacancy(ies) on the Board, and Directors appointed to fill such vacancies shall hold office until the following annual election during the Annual Meeting of Members; and

WHEREAS, the Governance Committee has identified and reviewed a slate of qualified candidates for two (2) open Board positions; and

NOW THEREFORE BE IT RESOLVED, that the Board of Directors hereby nominates and appoints the following individuals as a member of the Board of Directors until the next annual meeting of the CAC membership:

Sheila C. Seery
Alfred V. Testa

Signed: *John Vero*
John Vero, Esq., Secretary

Date of Authorization: April 22, 2025
Prepared by: Thomas M. Owens

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

Board Member	Voting	Board Member	Voting	Board Member	Voting
Kaweeda Adams		Heather Mulligan		Karen Torrejon	
Michael Castellana		David Parente		John Vero	
Michael Fancher		Richard Sleasman			
Anthony Gaddy		Toyin Tofade		Aye:	No:
John Harris		Anders Tomson		Recused:	