

ORGANIZATIONAL RESOLUTIONS
OF THE TRUSTEES
OF
LEBANON VALLEY COMMUNITY CORPORATION

RESOLVED, that the following persons are elected Trustees to serve until their successor(s) shall be duly elected, unless he or she resigns, is removed from office or is otherwise disqualified from serving as a Trustee of this nonprofit corporation, to take their respective positions immediately upon such appointment:

Trustee	Sharon Powers
Trustee	Erminia Rasmussen
Trustee	Gregg P Carroll
Trustee	Monte Wasch
Trustee	Danielle Kuffel
Trustee	Nina Keller

RESOLVED, that the following persons are elected to the office(s) indicated next to their names to serve until their successor(s) shall be duly elected, unless he or she resigns, is removed from office or is otherwise disqualified from serving as an officer of this nonprofit corporation, to take their respective office(s) immediately upon such appointment:

<u>Office</u>	<u>Name</u>
President	Erminia Rasmussen
Secretary	Sharon Powers
Treasurer	Gregg P Carroll

RESOLVED, that the Constitution presented to the Board of Trustees in the form of Exhibit 1 is hereby approved and the Trustees of this nonprofit charitable corporation are, and each individually is, authorized and instructed, for and in the name of this corporation, to execute and deliver such Constitution to the Secretary of the State of New York, with such changes thereto as the person executing the same shall approve, such approval to be conclusively evidenced by the execution and delivery thereof, for the purpose of incorporating under the Laws of the State of New York as a nonprofit charitable corporation.

RESOLVED, FURTHER that the By-Laws presented to the Board of Trustees in the form of Exhibit 2 are hereby approved.

RESOLVED, FURTHER that the Conflict of Interest Policy presented to the Board of Trustees in the form of Exhibit 3 is hereby approved.

RESOLVED, FURTHER that the Whistleblower Policy presented to the Board of Trustees in the form of Exhibit 4 is hereby approved.

RESOLVED, FURTHER that the Document Retention Policy presented to the Board of Trustees in the form of Exhibit 5 is hereby approved.

RESOLVED, FURTHER that the Counterterrorism Policy presented to the Board of Trustees in the form of Exhibit 6 is hereby approved.

RESOLVED, FURTHER, that the officers of this nonprofit corporation be, and each acting alone is, hereby authorized, empowered and directed, for and on behalf of this nonprofit corporation, to take or cause to be taken any and all actions, including, without limitation, the execution, acknowledgement, filing, amendment and delivery of any and all papers, agreements, documents, instruments and certificates, and the payment of such sums, as such officers may deem necessary or advisable to carry out and perform the obligations of this under such Agreement and consummate the transactions contemplated therein.

RESOLVED, FURTHER that the Board of Trustees cause to be formed an Advisory Board consisting of a diverse group of local residents which could include New Lebanon Town Employees, committee chairs or town board members and will be non-voting members of the Corporation and whose purpose is to present initiatives for consideration and implementation by the Corporation.

RESOLVED, FURTHER that the officers of this nonprofit corporation open a Business Checking account at Berkshire Bank naming Gregg Carroll and Sharon Powers as authorized signatories for said account.

RESOLVED, FURTHER that the officers of this nonprofit corporation apply to the BEDC of the Town of New Lebanon for reimbursement of incorporation fees in an amount not exceeding \$1000 from its ARPA Funds.

RESOLVED, FURTHER that the officers of this nonprofit corporation are, and each acting alone is, hereby authorized to do and perform any and all such acts, including execution of any and all documents and certificates, as such officers shall deem necessary or advisable, to carry out the purposes and intent of the foregoing resolutions.

RESOLVED FURTHER, that any actions taken by such officers prior to the date of the foregoing resolutions adopted hereby that are within the authority conferred thereby are hereby ratified, confirmed and approved as the acts and deeds of this limited liability company.

The Board of Trustees of this nonprofit corporation have adopted these resolutions by unanimous written consent as of the date and year set forth below.

Name: Gregg Carroll, Trustee

Date: _____

Name: Sharon Powers, Trustee

Date: _____

Name: Erminia Rasmussen, Trustee

Date: _____

Name: Monte Wasch , Trustee

Date: _____

Name: Danielle Kuffel, Trustee

Date: _____

Name: Nina Keller, Trustee

Date: _____