

RESOLUTION
of the
ST. LAWRENCE COUNTY PROPERTY DEVELOPMENT CORPORATION
Res. No. PDC-19-03-07

Approved and Adopted: March 26, 2019
Governance Committee Review: March 22, 2019

ADOPTING CERTAIN POLICIES, STANDARDS AND PROCEDURES
RELATING TO ITS ORGANIZATION AND IN CONNECTION WITH THE
PUBLIC AUTHORITIES ACCOUNTABILITY ACT OF 2005, AS AMENDED
BY CHAPTER 506 OF THE LAWS OF 2009 OF THE STATE OF NEW
YORK

WHEREAS, pursuant to Section 1411 of the Not-for-Profit Corporation Law (herein, the “N-PCL” or the “Act”), a Certificate of Incorporation (the “Certificate”) establishing the Corporation was filed with the New York Secretary of State on the 12th day of July 2018; and

WHEREAS, pursuant to Section 2 of the Public Authorities Law (“PAL”) of the State, the provisions of the Public Authorities Accountability Act of 2005, as amended by Chapter 506 of the Laws of 2009 of the State of New York (“PAAA”) apply to certain defined “local authorities”, including the Corporation; and

WHEREAS, the Directors of the Corporation (hereinafter, the “Board”), desire to adopt proposed policies, standards and procedures of the Corporation in accordance with applicable provisions of the N-PCL;

NOW, THEREFORE, BE IT RESOLVED, each Board member shall execute a Certificate of Independence, attached hereto as **Exhibit A**, pursuant to Section 2 of the PAL.

Move:	LaBaff			
Second:	Hall			
VOTE	AYE	NAY	ABSTAIN	ABSENT
Blevins				X
Hall	X			
LaBaff	X			
McMahon				X
Morrill	X			
Reagen	X			
Staples	X			

I HEREBY CERTIFY that I have compared this copy of this Resolution with the original record in this office, and that the same is a correct transcript thereof and of the whole of said original record.

/s/

Lori Sibley
March 26, 2019

ST. LAWRENCE COUNTY PROPERTY DEVELOPMENT CORPORATION

CERTIFICATE OF INDEPENDENCE FOR MEMBERS

Resolution No.: PDC-19-03-07

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The undersigned, having been appointed to serve as a member of the St. Lawrence County Property Development Corporation (the "Corporation"), hereby certifies, pursuant to subdivision 2 of Section 2825 of the Public Authorities Law, as follows:

He or she is not, and in the past two (2) years, has not been, employed by the Corporation, or an affiliate in an executive capacity or been employed by an entity that received remuneration valued at more than \$15,000 for goods and services provided to the Corporation or received any other form of financial assistance valued at more than \$15,000 from the Corporation.

He or she is not a relative of an executive officer or employee in an executive position of the Corporation or an affiliate.

He or she is not, and in the past two (2) years, has not been a lobbyist registered under a state or local law and paid by a client to influence the management decisions, contract awards, rate determinations or any other similar actions of the Corporation or an affiliate.

IN WITNESS WHEREOF, the undersigned has executed this Certificate as of the date signed below.

By:	Witness:
Printed Name of Corporation Member	Printed Name of Witness
Date of Appointment	
Signature	Signature
Date	Date