

**MEMBER RESOLUTION**  
**LAFAYETTE REDEVELOPMENT CORPORATION**

Town of LaFayette  
Bill McConnell, Supervisor

WHEREAS, the Town of LaFayette (the "Town") adopted a Resolution dated May 14, 2024 (the "Town Resolution"), which authorized the establishment of the LaFayette Redevelopment Corporation (the "Corporation") pursuant to and in accordance with Section 1411 of the Not-for-Profit Corporation Law ("N-PCL") as a charitable not-for-profit local development corporation of the State of New York (the "State") with purposes and powers included and as set forth within N-PCL Section 1411 (hereinafter, the "Act"); and

WHEREAS, the Corporation was established pursuant that certain Certificate of Incorporation establishing the Corporation as filed with the New York Secretary of State on June 12, 2024 (the "Certificate") in accordance with the purposes and powers vested with local development corporations pursuant to the Act; and

WHEREAS, the Corporation was organized with the Town serving as sole member, acting by and through the undersigned as Supervisor, and with an initial Board of Directors (the "Board") on June 18, 2024; and

WHEREAS, the Member desires to clarify that certain directors are serving in an ex officio capacity on the Board, and, to revise the Bylaws to clarify the same.

NOW, THEREFORE, THE UNDERSIGNED, HEREBY AUTHORIZES AND APPROVES:

1. The following Directors are serving in an ex officio capacity by virtue of their positions with the Town and/or the County Legislature:

William McConnell (Town Board)
Melanie Palmer (Town Board)
Jerry Marzo (Town Board)
Carole Dwyer (Town Board)
Nate Loughlin (Town Board)
Mark Distler (Deputy Supervisor)
Dave Knapp (County Legislature)

2. The adoption of revised bylaws in the form attached hereto as **Exhibit A**.
3. All acts and transactions of the member from the date of creation of the Corporation to the date of this resolution are ratified and approved.

Dated: September 9, 2024

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Bill McConnell, Town of LaFayette Supervisor