

Date: January 15, 2020

At a regularly scheduled meeting of the City of Poughkeepsie Industrial Development Agency (the "Agency") duly convened by the Vice Chair of the Agency and held on Wednesday, January 15, 2020, at 6:30 p.m. at Common Council Chambers, Poughkeepsie City Hall, 62 Civic Center Plaza, 3rd Floor, Poughkeepsie, New York 12601, the following members of the Agency were:

Present: Ms. Vetter, Mr. Smith, Mr. Johnson, Mr. Shook

Absent: none

After the meeting had been duly called to order, the Chair announced that among the purposes of the meeting was to consider and take action on certain matters pertaining to the approval of a resolution rescinding a resolution adopted by the Agency at its meeting of December 11, 2019 that approved an amendment to the By-Laws of the Agency with respect to the appointment of an Executive Director and related matters

The following resolution was duly moved and seconded, discussed and adopted with the following members voting:

Voting Aye

Ms. Vetter
Mr. Smith
Mr. Johnson
Mr. Shook

Voting Nay

RESOLUTION OF THE CITY OF POUGHKEEPSIE INDUSTRIAL DEVELOPMENT AGENCY RESCINDING A RESOLUTION OF THE AGENCY ADOPTED AT ITS MEETING OF DECEMBER 11, 2019 THAT APPROVED AN AMENDMENT TO THE BY-LAWS OF THE AGENCY WITH RESPECT TO THE APPOINTMENT OF AN EXECUTIVE DIRECTOR AND RELATED MATTERS

WHEREAS, by Title I of Article 18-A of the General Municipal Law of the State of New York, as amended, and Chapter 304 of the Laws of 1974 of the State of New York, as the same may be amended from time to time (collectively, the "Act"), the **CITY OF POUGHKEEPSIE INDUSTRIAL DEVELOPMENT AGENCY** (the "Agency"), was created with the authority and power among other things, to assist with the acquisition of certain industrial development projects as authorized by the Act; and

WHEREAS, the Act authorizes the Agency (1) to promote the economic welfare, recreational opportunities and prosperity of the inhabitants of the City of Poughkeepsie (the "City"), and (2) to promote, attract, encourage and develop recreation and economically sound commerce and industry through governmental action for the purpose of preventing unemployment and economic deterioration; and

WHEREAS, pursuant to Section 858(5) of the Act, the Agency has heretofore adopted and amended certain by-laws for the management and regulation of its affairs (the "By-Laws") and

WHEREAS, pursuant to Section 858(7) of the Act, the By-Laws provide for the appointment by the Agency of certain officers and employees; and

WHEREAS, at its meeting of December 11, 2019, the agency adopted a resolution approving certain amendments to the By-Laws with respect to the Executive Director of the Agency and the exercise of the duties and responsibilities of the Executive Director (the "December 11, 2019 Resolution"); and

WHEREAS, the Agency has subsequently determined that the December 11, 2019 Resolution was adopted in error as the Agency had previously adopted amendments to the By-Laws regarding the Executive Director and other matters relating to the Agency at its meeting of January 16, 2019 (the "January 16, 2019 Resolution"); and

WHEREAS, the Agency has accordingly determined that the December 11, 2019 Resolution should be rescinded in its entirety so as to be of no force or effect and that the By-Laws, as amended by the January 16, 2019 Resolution, should be ratified and confirmed and remain in full force and effect.

NOW, THEREFORE, BE IT RESOLVED by the Agency (a majority of the members thereof affirmatively concurring) as follows:

Section 1. The Agency hereby rescinds the December 11, 2019 Resolution in its entirety and the same is null, void and no longer of any force or effect.

Section 2. The Agency hereby ratifies, confirms and restates the By-Laws, as amended by the January 16, 2019 Resolution, which By-Laws, as so amended, are and shall remain in full force and effect

Section 3. The By-Laws, as amended by the January 16, 2019 Resolution, shall be filed in the records of the Agency and posted on the website of the Agency and copies thereof otherwise made available to the public upon request.

Section 5. This resolution shall take effect immediately.

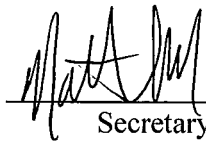
STATE OF NEW YORK)
 : SS.:
COUNTY OF DUTCHESS)

I, the undersigned Secretary of the City of Poughkeepsie Industrial Development Agency, DO HEREBY CERTIFY:

That I have compared the annexed extract of the minutes of the meeting of the City of Poughkeepsie Industrial Development Agency (the "Agency"), including the resolutions contained therein, held on the ~~10th~~^{15th} day of January, 2020, with the original thereof on file in my office, and that the same is a true and correct copy of the proceedings of the Agency and of such resolutions set forth therein and of the whole of said original insofar as the same related to the subject matters therein referred to.

I FURTHER CERTIFY that public notice of the time and place of said meeting was duly given to the public and the news media in accordance with the New York Open Meetings Law, constituting Chapter 511 of the Laws of 1976 of the State of New York, that all members of said Agency had due notice of said meeting and that the meeting was in all respects duly held.

IN WITNESS WHEREOF, I have hereunto set my hand as of the 15th day of January, 2020.



Secretary