

# Resolution 24-07

## Finger Lakes Regional Land Bank Corporation Board of Directors

Moved by: Joe Borst & Ernie Brownell

### RESOLUTION ESTABLISHING THE 2024 AUDIT COMMITTEE OF THE FINGER LAKES REGIONAL LAND BANK CORPORATION BOARD OF DIRECTORS

**WHEREAS**, the New York Public Authorities Law S2824(4) requires the Board of the Finger Lakes Regional Land Bank Corporation (“Board”) to establish an Audit Committee comprised of not less than three independent members who shall constitute a majority of the committee and who shall be familiar with corporate financial and accounting practices; and

**WHEREAS**, the Bylaws of the Finger Lakes Regional Land Bank Corporation requires that the Audit Committee be comprised of at least three Directors; and

**WHEREAS**, pursuant to the Bylaws of the Finger Lakes Regional Land Bank Corporation and New York Public Authorities Law S2824(4), the members of the Audit Committee shall have the responsibility for the Corporation’s internal and external audit process, the financial reporting process and the system of risk assessment and internal controls over financial reporting, provide an avenue of communication between management, the financial auditors, the internal auditors, and the Board of Directors, as described in the Audit Committee Charter and the responsibilities outlined in New York Public Authorities Law S2824(4) for audit committees ; now; and therefore be it,

**RESOLVED**, by the Board of Directors of the Corporation that:

1. The members of the Audit Committee shall be Jill Henry (chair), Frank Sinicropi (vice chair), and Les Marquart; and
2. Unless vacated earlier, the members of the Audit Committee shall continue to serve until the election of their successors at the 2025 annual meeting of the Board; and
3. That the appointment of the members of the Audit Committee is effective immediately.

I, Caitlin S. Ryan, Secretary of the Finger Lakes Regional Land Bank Corporation, a corporation organized and existing under the laws of the State of New York (the "Corporation"), do hereby certify that the above is a true and correct copy of a resolution duly adopted at a meeting of the Board of Directors of the Corporation duly held and convened on January 23, 2024, at which meeting a duly constituted quorum of the Board of Directors was present and acting throughout, and that such resolution has not been modified, rescinded, or revoked, and is at present in full force and effect.

IN WITNESS THEREOF, the undersigned has affixed their signature this 23<sup>rd</sup> day of January, 2024. The Corporation has no corporate seal.

X   
Caitlin S. Ryan, Secretary

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	Yes	Nay	Abstain	Absent
Joe Borst	[X]	[ ]	[ ]	[ ]
Ernie Brownell	[X]	[ ]	[ ]	[ ]
Jill Henry	[X]	[ ]	[ ]	[ ]
Les Marquart	[X]	[ ]	[ ]	[ ]
Don Northrup	[X]	[ ]	[ ]	[ ]
Frank Sinicropi	[ ]	[ ]	[ ]	[X]
David Wood	[ ]	[ ]	[ ]	[X]