

**ULSTER COUNTY ECONOMIC DEVELOPMENT ALLIANCE, INC.**

**RESOLUTION OF THE SOLE MEMBER**

An annual meeting of the Ulster County Economic Development Alliance, Inc. (the “Corporation”) was convened on Thursday, February 22, 2024 at 5:00 p.m.

**RESOLUTION OF THE SOLE MEMBER OF THE ULSTER COUNTY ECONOMIC DEVELOPMENT ALLIANCE, INC. (THE “CORPORATION”) APPOINTING TWO NEW DIRECTORS TO THE BOARD OF DIRECTORS OF THE CORPORATION AND RE-APPOINTING OTHER DIRECTORS.**

**WHEREAS**, the Sole Member of the Corporation desires to adopt a resolution to appoint two new directors to the Board of Directors of the Corporation to fill two vacancies on the Board of Directors; and

**WHEREAS**, the Sole Member of the Corporation desires to re-appoint other directors to another one year term; and

**NOW, THEREFORE, BE IT RESOLVED BY THE SOLE MEMBER OF THE CORPORATION AS FOLLOWS:**

Section 1. The Sole Member of the Corporation hereby appoints the following persons to serve as Directors of the Corporation under the terms outlines in the By-laws of the Corporation:

1. Brian Cahill
2. Nejla Liias

Section 2. The Sole Member hereby re-appoints the following persons to serve as Directors of the Corporation under the terms outlined in the By-laws of the Corporation:

1. Ward Todd
2. Christopher Cerrone
3. Gregory Simpson
4. The Chair of the Economic Development and Tourism Committee of the Ulster County Legislature, ex-officio, or his or her designee.
5. The Ranking Member of the Economic Development and Tourism Committee of the Ulster County Legislature, ex-officio, or his or her designee.

Section 3. The Sole Member hereby resolves that as in accordance with the terms as outlined in the Corporation's By-Laws, the Directors and officers of the Corporation be, and the same hereby are, authorized, empowered and directed to do all things and acts and to execute as may be necessary or advisable and proper to carry on the business of the Corporation.

Section 4. This resolution shall take effect immediately.

The undersigned, as the Sole Member of the Corporation, hereby waives notice of the meeting at which the foregoing resolutions were passed.

Dated: February 22, 2024

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Jen Metzger, Ulster County Executive  
Sole Member, ex-officio