

MINUTES OF FIRST MEETING

OF BOARD OF DIRECTORS

OF CANANDAIGUA LOCAL DEVELOPMENT CORPORATION, INC.

The first meeting of the Board of Directors of Canandaigua Local Development Corporation, Inc., a New York non-for-profit corporation (the "Corporation") was held on the 1st day of October 2019 at 10:15 a.m. at 113 S Main Street, Canandaigua, New York 14424.

1. CALL TO ORDER

The following Directors were present:

Doug Finch
Ethan Fogg
John D. Goodwin
Andrew Griffith
Kevin Reynolds (via phone)
Carl A. Steinbrenner
James P. Terwilliger
Robert Taylor

2. APPOINTMENT OF TEMPORARY BOARD OFFICERS

Upon motion duly made, seconded and unanimously carried, the following resolution was adopted:

RESOLVED, Carl A. Steinbrenner was named temporary Chairman of the Board and Doug Finch was named temporary Board Secretary.

3. APPOINTMENT OF OFFICERS

The meeting then proceeded to the election of officers. The following persons were duly nominated; and on motion duly made, seconded and unanimously carried, the following resolution was adopted:

RESOLVED, that the following persons are appointed as officers of the Corporation to serve until their respective successors are elected and qualified:

President:	Carl A. Steinbrenner
Vice President:	Kevin Reynolds
Treasurer:	Robert Taylor
Secretary:	John D. Goodwin

4. APPOINTMENT OF BOARD OFFICERS

The Directors then elected Board Officers. The following persons were duly nominated; and on motion duly made, seconded and unanimously carried, the following resolution was adopted:

RESOLVED, the following were elected as Board Officers to serve until their respective successors are elected and qualified:

Chairman:	Carl A. Steinbrenner
Vice Chairman:	Kevin Reynolds
Board Secretary:	John D. Goodwin

The Chairman and Board Secretary thereupon assumed their respective offices in place of the temporary Chairman and the temporary Secretary.

5. APPROVAL OF ARTICLES OF INCORPORATION

The Chairman informed the Directors present that the original Certificate of Incorporation had been filed in the Office of the Secretary of State, and approved on September 30, 2019. A certified copy of the Certificate of Incorporation has been provided to the Secretary, who is hereby directed to insert the copy in the Record Book of the Company; and on motion duly made, seconded and unanimously carried, the following resolution was adopted:

RESOLVED, that the Secretary is instructed to insert a copy of the Certificate of Incorporation of the Corporation, certified by the New York Secretary of State, in the Record Book of the Corporation.

6. CORPORATE RECORD BOOK

The Chairman stated that a book should be maintained as the Record Book of the Corporation for the purpose of collecting and having all of the important documents of the Corporation readily available; and on motion duly made, seconded and unanimously carried, the following resolution was adopted:

RESOLVED, that the Corporation shall obtain and maintain a Record Book of the Corporation, which shall include the Certificate of Incorporation and any amendments thereto, and the Bylaws and any amendments thereto, the minutes of all meetings (or consents in lieu of meetings) of the Board of Directors of the Corporation and all other important corporate documents.

7. APPROVAL OF BYLAWS

The Chairman requested review of the proposed Bylaws of the Corporation as submitted to the Board.

Concern was raised regarding Article IV Paragraph K not being consistent with NYS Open Meetings Law. Upon motion duly made, seconded and unanimously carried, the following resolutions were adopted:

RESOLVED, Article IV Paragraph K be deleted from the proposed Bylaws; and the Bylaws as thereby revised be approved and adopted as the Bylaws of the Corporation.

RESOLVED FURTHER, that the Secretary is instructed to insert a copy of the Bylaws of the Corporation into the Record Book.

8. DESIGNATION OF PRINCIPAL OFFICE

The Chairman stated that the principal place of business in New York state should be identified. A proposed office space lease was submitted to the Board. Upon motion duly made, seconded and unanimously carried, the following resolutions were adopted:

RESOLVED, that the principal place of business of the Corporation shall be located at the following:

Canandaigua Chamber of Commerce
113 S. Main Street
Canandaigua, New York 14424

FURTHER RESOLVED, that the lease agreement with the Canandaigua Chamber of Commerce as submitted to the Board be approved.

9. BANK RESOLUTIONS

The Chairman stated that a depository for the funds of the Corporation is needed. Upon motion duly made, seconded and unanimously carried, the following resolutions were adopted:

RESOLVED, that the President and Treasurer are hereby authorized to do the following acts:

- (a) To designate one or more banks, trust companies, or other similar institutions as depositories of the funds, including without limitation, cash and cash equivalents of the Corporation;
- (b) To open, keep and close general and special bank accounts, including general deposit accounts, payroll accounts and working fund accounts with any such depository;
- (c) To cause to be deposited in such accounts with any such depository, from time to time, such funds, including without limitations, cash and cash equivalents of the Corporation as such officers deem necessary or advisable, and to designate or change the designation of officers or members of the Corporation who would be authorized to make such deposits and to endorse checks, drafts or other instruments for such deposits;
- (d) From time to time to designate or change the designation of officers or members of this Corporation who will be authorized to sign or countersign checks, drafts or other orders for the payment of money issued in the name of the Corporation

against any funds deposited in any of such accounts, and to revoke any such designation;

- (e) To authorize the use of facsimile signatures for the signing or countersigning of checks, drafts or other orders for the payment of money, and to enter into such agreements as banks and trust companies customarily require as a condition for permitting the use of facsimile signatures;
- (f) To make such general and special rules and regulations with respect to such accounts as such members or officers may deem necessary or advisable; and
- (g) To complete and execute printed blank signature card forms in order to exercise the authority granted by this resolution, and any resolutions printed thereon shall be deemed adopted as a part hereof.

RESOLVED FURTHER, that all form resolutions required by any such depository as presented to and considered by such managers prior to the date of these minutes are hereby adopted in such forms utilized by the depository, and is hereby authorized to certify such resolutions as having been adopted by the Directors and is directed to attach such forms to these minutes as an Exhibit and insert the forms of such resolutions in the Corporate Record Book; and

RESOLVED FURTHER, that any such depository to which a copy of these resolutions have been delivered, shall be entitled to rely thereon for all purposes until it shall have received written notice of the revocation or amendment of these resolutions by the Members of Company.

10. PAYMENT OF EXPENSES OF ORGANIZATION

The Directors agreed to reimburse costs incurred for the organization of Corporation. Upon motion duly made, seconded and unanimously carried, the following resolutions were adopted:

RESOLVED, that each of the Directors and Officers of Company is authorized and directed to cause the Corporation to pay the expenses of its organization and to reimburse the persons advancing funds to the Corporation.

RESOLVED FURTHER, that the Treasurer is authorized and directed to purchase an accounting software package for the Corporation and to be reimbursed for advancing funds for the same.

11. FEDERAL TAX MATTERS

The Directors then authorized actions with respect to certain tax matters. Upon motion duly made, seconded and unanimously carried, the following resolutions were adopted:

Federal Tax Identification Number

RESOLVED, that the Treasurer is hereby authorized and directed to complete, execute, and file or to have completed, executed and filed the Federal Form SS-4, "Application for Employer Identification Number."

Adoption of Accounting Method

RESOLVED FURTHER, that the Treasurer is authorized and directed to maintain the financial records of the Corporation on the basis of the cash method of accounting.

Adoption of Tax Accounting Period

RESOLVED FURTHER, that the Treasurer is authorized and directed to use a calendar taxable year.

12. OTHER NECESSARY ACTS

The Directors then authorized all other acts necessary to complete the organizational process. Upon motion duly made, seconded and unanimously carried, the following resolution was adopted:

RESOLVED, that each of the Corporation's officers is authorized and directed to make such filings and applications, to execute and deliver such documents and instruments and to do such acts and obtain such licenses, authorizations, and permits as are necessary or desirable for the Corporation to conduct its business, to fulfill legal requirements applicable to the Corporation or its business to complete the organization of the Corporation and its qualification to do business wherever it does or desires to do business and to take any other action necessary or advisable to carry out the purposes of this resolution.

13. OTHER ACTS AND MATTERS

The Directors lastly addressed other matters in furtherance of the organizational process.

Board Meeting Schedule

The Directors discussed making the 3rd Thursday of each month at 10:00 a.m. the monthly meeting schedule in accordance with the Corporation's Bylaws. Upon motion duly made, seconded and unanimously carried, the following resolution was adopted:

RESOLVED, that regular monthly meetings of the Corporation's Board of Directors shall be held at 10:00 at the offices of the Corporation. Special meetings of the Board of Directors may be held at any place and time in accordance with the provisions of the Bylaws of the Corporation.

Procurement Policy and Code of Ethics

The Directors then discussed a procurement policy and code of ethics for the Corporation in the form and terms proposed and submitted by the Vice President and Mr. Finch. Upon motion duly made, seconded and unanimously carried, the following resolutions were adopted:

RESOLVED, that the Procurement Policy and Code of Ethics as hereby presented be approved and adopted by the Corporation.

RESOLVED FURTHER, that the Secretary is instructed to insert a copy of the same into the Corporation's Record Book.

Start-Up Assistance and Regulatory Compliance Facilitation

The Directors then discussed issuing a request for proposal to assist the Corporation in its startup phase. Upon motion duly made, seconded and unanimously carried, the following resolution was adopted:

RESOLVED, the Corporation shall issue a request for proposal to assist the Corporation in its startup phase with policies, procedures and action items, including assuring compliance with the Public Authority Accountability Act of 2005 and Public Authorities Reform Act of 2009, and the officers of the Corporation are hereby authorized and directed to take such action and execute and enter into on behalf of the Corporation such agreements, documents or instruments as may be necessary to accomplish the foregoing.

The Directors lastly discussed obtaining liability insurance for the Corporation and Board of Directors, the possible lease of space from the Canandaigua Chamber of Commerce for the Corporation's offices, and an opportunity for the Corporation to apply for a Genesee Transportation Council Waterfront Study and Plan Grant in conjunction with the City of Canandaigua and Town of Canandaigua.

14. ADJOURNMENT

A motion to adjourn was moved, seconded and unanimously adopted and the chair declared the meeting adjourned.

Minutes of this meeting respectfully submitted by:

John D. Goodwin
Board Secretary

MEETING MINUTES
OF THE BOARD OF DIRECTORS
OF CANANDAIGUA LOCAL DEVELOPMENT CORPORATION, INC.

The October monthly meeting of the Board of Directors of Canandaigua Local Development Corporation, Inc., a New York non-for-profit corporation (the "Corporation") was held on the 17th day of October 2019 at 10:00 a.m. at 113 Main Street, Canandaigua, New York 14424.

1. CALL TO ORDER

The following Directors were present:

Doug Finch
John D. Goodwin
Andrew Griffith
Kevin Reynolds
Carl A. Steinbrenner
James P. Terwilliger

2. GENESEE TRANSPORTATION COUNCIL GRANT APPLICATION

The Directors discussed the immediate opportunity for the Corporation to apply for a Genesee Transportation Council Waterfront Grant as part of its Unified Planning Work Program for a Canandaigua Waterfront Active Transportation Study and Plan in conjunction with the City of Canandaigua and Town of Canandaigua. Upon motion duly made, seconded and unanimously carried, the following resolution was adopted:

RESOLVED, the Corporation shall make a grant application jointly with the City of Canandaigua and Town of Canandaigua to the Genesee Transportation Council for a Canandaigua Waterfront Active Transportation Study and Plan and the officers of the Corporation are hereby authorized and directed to take such action and execute and enter into on behalf of the Corporation such agreements, documents or instruments as may be necessary to accomplish the foregoing.

3. CORPORATE OFFICES

The Directors then discussed the need for the Corporation to have a principal place of business and the availability of workspace and conference room facilities within the offices of the Canandaigua Chamber of Commerce. Upon motion duly made, seconded and carried, with Messrs. Steinbrenner and Griffith abstaining, the following resolution was adopted:

RESOLVED, the corporation shall maintain its principal place of business and corporate offices at 113 S. Main Street, Canandaigua, New York 14424, and the officers of the Corporation are hereby authorized and directed to take such action and execute and enter into on

behalf of the Corporation such agreements, documents or instruments as may be necessary to accomplish the foregoing.

4. ADJOURNMENT

A motion to adjourn was moved, seconded and unanimously adopted, and the Chairman declared the meeting adjourned.

Minutes of this meeting respectfully submitted by:

John D. Goodwin
Board Secretary

MEETING MINUTES
OF THE BOARD OF DIRECTORS
OF CANANDAIGUA LOCAL DEVELOPMENT CORPORATION, INC.

The November monthly meeting of the Board of Directors of Canandaigua Local Development Corporation, Inc., a New York non-for-profit corporation (the "Corporation") was held on the 21st day of November 2019 at 10:00 a.m. at the Corporation's offices located at 113 Main Street, Canandaigua, New York 14424.

1. CALL TO ORDER

The following Directors were present:

Doug Finch
Ethan Fogg
John D. Goodwin
Andrew Griffith
Kevin Reynolds
Carl A. Steinbrenner
James P. Terwilliger
Robert Taylor

2. INSURANCE

Mr. Taylor reviewed proposals he had solicited and received for general liability, property and directors and officer's insurance coverage for the Corporation. After discussion regarding the terms and costs of the two quotations received, upon motion duly made, seconded and unanimously carried, the following resolution was adopted:

RESOLVED, the Corporation shall purchase and maintain insurance coverage with the Wolfe Insurance Agency in accordance with their insurance quotation and the officers of the Corporation are hereby authorized and directed to take such action and execute and enter into on behalf of the Corporation such agreements, documents or instruments as may be necessary to accomplish the foregoing.

3. START-UP ASSISTANCE AND REGULATORY COMPLIANCE FACILITATION

The Directors then reviewed and discussed three responses received to the Corporation's request for proposals to assist the Corporation in its startup phase. Upon motion duly made, seconded and unanimously carried, the following resolution was adopted:

RESOLVED, the Board of Directors shall hold a special meeting of the Board on December 12, 2019 for presentations by Insightovation Consulting, LLC and MRB Group on their proposals to assist the Corporation in its startup phase.

4. ADJOURNMENT

A motion to adjourn was moved, seconded and adopted and the Chairman declared the meeting adjourned.

Minutes of this meeting respectfully submitted by:

John D. Goodwin
Board Secretary

MEETING MINUTES
OF THE BOARD OF DIRECTORS
OF CANANDAIGUA LOCAL DEVELOPMENT CORPORATION, INC.

A special meeting of the Board of Directors of Canandaigua Local Development Corporation, Inc., a New York non-for-profit corporation (the "Corporation") was held on the 12th day of December 2019 at 10:00 a.m. at the Corporation's offices located at 113 Main Street, Canandaigua, New York 14424.

1. CALL TO ORDER

The following Directors were present:

Doug Finch
Ethan Fogg
John D. Goodwin
Andrew Griffith
Kevin Reynolds
Carl A. Steinbrenner
James P. Terwilliger
Robert Taylor

2. START-UP ASSISTANCE AND REGULATORY COMPLIANCE FACILITATION

Insightovation Consulting, LLC and MRB Group separately made presentations to the Board regarding assisting the Corporation in its startup phase. The Board then discussed the information both firms had provided, and after discussion regarding the merits of both firms and the resources they would offer, and upon motion duly made, seconded and unanimously carried, the following resolution was adopted:

RESOLVED, the Corporation shall retain MRB Group in accordance with its written proposal and the officers of the Corporation are hereby authorized and directed to take such action and execute and enter into on behalf of the Corporation such agreements, documents or instruments as may be necessary to accomplish the foregoing.

3. CANCELLATION OF DECEMBER BOARD MEETING

The Directors lastly discussed pending matters and cancellation of the previously scheduled regular monthly meeting of the Board of Directors in December. Upon motion duly made, seconded, and unanimously carried, the following resolution was adopted:

RESOLVED, the previously scheduled December monthly meeting of the Board is hereby cancelled.

4. ADJOURNMENT

A motion to adjourn was moved, seconded and adopted and the Chairman declared the meeting adjourned.

Minutes of this meeting respectfully submitted by:

John D. Goodwin
Board Secretary