

OWASCO LAKE WATERSHED MANAGEMENT COUNCIL, INC.

RESOLUTION

A meeting of the Board of Directors of the **Owasco Lake Watershed Management Council, Inc.** was convened on **August 18, 2026 at 10:00 A.M.** at City of Auburn Council Chambers, 24 South Street, Auburn, NY 13021 and the following resolution was duly offered and seconded to wit:

Resolution No. 02-26

Resolution Appointing Ginny Kent as Chair of the Owasco Lake Watershed Management Council and Authorizing the Chair as an Official Signatory for Financial, Banking, Grant, Contractual, and Administrative Matters

MOTION BY: Aiken McNebb-Coleman

WHEREAS, pursuant to Section 1411 of the Not-for-Profit Corporation Law ("N-PCL", and hereinafter referred to as the "Act"), and a Certificate of Incorporation (the "Certificate") filed with the New York Secretary of State on the 23rd day of February, 2011, the **Owasco Lake Watershed Management Council, Inc.** (the "Corporation") has been established as a not-for-profit, local development corporation to relieve and reduce unemployment, promote and provide for additional and maximum employment, improve and maintain job opportunities, instructing or training individuals to improve or develop their capabilities for such jobs, carrying on scientific research for the purpose of aiding a community or geographical area by attracting new industry to the community or area or by encouraging the development of, or retention of, an industry in the community or area, lessening the burdens of government and acting in the public interest, including undertaking programs and activities in furtherance of managing, monitoring and protecting the water resources of Owasco Lake and the water resources within the Owasco Lake Watershed for the well-being and benefit of the residents of the County; and

WHEREAS, the Owasco Lake Watershed Management Council ("Council") was established to coordinate and advance the protection, restoration, and responsible management of the Owasco Lake watershed through intermunicipal cooperation and collaborative decision-making; and

WHEREAS, the Board of Directors recognizes that effective governance depends upon experienced leadership, organizational continuity, and consistent administration of the Council's affairs; and

WHEREAS, continuity in the office of Chair promotes sound governance by preserving institutional knowledge, strengthening relationships with municipal, county,

state, and federal partners, and ensuring the efficient administration of ongoing watershed initiatives, grants, contracts, and financial obligations; and

WHEREAS, the Board further recognizes that the Chair serves as the principal officer of the Council and should possess the authority necessary to conduct the routine business of the Council while remaining accountable to the Board of Directors and acting in accordance with the Council's bylaws, adopted policies, approved budgets, and applicable law; and

WHEREAS, Ginny Kent, the City of Auburn Member Representative to the Owasco Lake Watershed Management Council, since her appointment in January 2022, has demonstrated nearly five years of leadership, experience, and a thorough understanding of the Council's mission, operations, and strategic priorities, making her well qualified to continue providing stable and effective leadership as Chair; and

WHEREAS, the Board finds that appointing Ginny Kent as Chair is in the best interests of the Council and will promote consistency in governance, financial administration, grant management, and intergovernmental coordination.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors hereby appoints Ginny Kent, City of Auburn Member Representative, to serve as Chair of the Owasco Lake Watershed Management Council, effective immediately, to serve in accordance with the Council's bylaws until her successor is duly elected or appointed, or until otherwise provided by the bylaws.

BE IT FURTHER RESOLVED, that the Chair shall serve as the principal authorized representative of the Council in carrying out the policies and actions approved by the Board of Directors and shall represent the Council before governmental agencies, funding organizations, municipal partners, contractors, consultants, and other public and private entities.

BE IT FURTHER RESOLVED, that the Chair is hereby designated as an Authorized Signatory of the Owasco Lake Watershed Management Council and is authorized to execute and sign, on behalf of the Council and consistent with actions approved by the Board, all documents necessary for the conduct of Council business, including but not limited to:

1. Bank signature cards, banking resolutions, depository agreements, treasury management documents, ACH and electronic funds transfer authorizations, and other banking documents;
2. Financial reports, payment authorizations, reimbursement requests, invoices, vouchers, and related fiscal documents;
3. Grant applications, grant agreements, grant amendments, reimbursement requests, certifications, assurances, reporting documents, and all other documents required by federal, state, county, municipal, or private funding agencies;
4. Contracts, memoranda of understanding, intermunicipal agreements, consultant agreements, procurement documents, and amendments thereto, when such

agreements have been approved by the Board or are otherwise authorized under the Council's adopted policies;

5. Administrative forms, governmental filings, insurance documents, tax reporting forms, compliance certifications, records, and other documents necessary to carry out the lawful business of the Council;
6. Official correspondence and certifications made on behalf of the Council.

BE IT FURTHER RESOLVED, that financial institutions, governmental agencies, grant administrators, auditors, vendors, contractors, and all other entities doing business with the Council may rely upon this Resolution as evidence that the Chair possesses full authority to execute the documents described herein unless and until written notice of amendment or revocation of this authority has been provided by the Council.

BE IT FURTHER RESOLVED, that the authority granted herein shall not diminish or supersede the authority of the Board of Directors to establish policy, approve annual budgets, authorize expenditures as required by Council policy, approve contracts requiring Board approval, or otherwise exercise its governance responsibilities under the Council's bylaws.

BE IT FURTHER RESOLVED, that the Board affirms its commitment to experienced and consistent leadership and recognizes that continuity in the office of Chair supports responsible stewardship of public funds, effective oversight of grants and projects, preservation of institutional knowledge, strong partnerships among member municipalities and agencies, and the successful implementation of the Council's watershed protection mission.

BE IT FURTHER RESOLVED, that any financial institution maintaining accounts on behalf of the Council is authorized to recognize the Chair as an authorized signer on all Council accounts and financial instruments, together with such additional officers or representatives as may be designated by separate resolution of the Board.

BE IT FINALLY RESOLVED, that the Executive Director will provide certified copies to financial institutions, governmental agencies, auditors, grant administrators, and other entities as may be necessary to carry out the purposes of this Resolution.

SECOND BY: Nancy Hart

Dated: August 18, 2026

**Owasco Lake Watershed
Management Council, Inc.**

Aileen McNabb-Coleman

Hon. Aileen McNabb Coleman, Cayuga County Legislator, Vice-Chairperson
Member, ex officio

Nancy Hart

Hon. Nancy Hart, Town of Scipio, Secretary
Director, ex officio

CERTIFICATION

STATE OF NEW YORK
COUNTY OF CAYUGA

I, Nancy Hart, the undersigned, Secretary of the **Owasco Lake Watershed Management Council, Inc.** (the "Corporation"), do hereby certify that I have compared the foregoing extract of the minutes of the meeting of the Members of the Corporation, including the Resolution contained therein, held on August 18, 2026 with the original thereof on file in my office, and that the same is a true and correct copy of said original and of such Resolution set forth therein and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the "Open Meetings Law:"), said meeting was open to the general public, and due notice of the time and place of said meeting was duly given in accordance with such Open Meetings law; and (D) there was a quorum of the members present throughout said meeting.

I FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

8/18/26
Date

Nancy Hart
Secretary