

1000 ISLANDS REGIONAL LOCAL DEVELOPMENT CORPORATION
M-1 - MEMBER ADOPTION OF AMENDED AND RESTATED BYLAWS
Annual Meeting of the Members | September 2, 2026

WHEREAS, the Members have reviewed the Corporation's Certificate of Incorporation, current Bylaws, and the proposed Amended and Restated Bylaws presented for consideration at this Annual Meeting; and

WHEREAS, the proposed Amended and Restated Bylaws are intended to update the Corporation's governance structure, officer titles, committees, financial administration, ethics, public-accountability provisions and other operating procedures while remaining subject to the Certificate of Incorporation and applicable law;

NOW, THEREFORE, BE IT RESOLVED, the Members hereby adopt the Amended and Restated Bylaws presented at this meeting, effective immediately upon adoption, subject to any amendments expressly approved and reflected in the meeting minutes.

BE IT FURTHER RESOLVED, the Secretary is directed to retain the adopted Bylaws with the Corporation's permanent records and to cause required organizational, PARIS and public-posting information to be updated as applicable.

ACTION RECORD

Motion by: John Second by: Mark

Vote: Ayes 8 Nays 1 Abstentions/Recusals Jim Wright

Adopted: Yes / No Date: September 2, 2026


REC. SECRETARY

1000 ISLANDS REGIONAL LOCAL DEVELOPMENT CORPORATION

B-1 - ELECTION OF OFFICERS

Annual Meeting of the Board of Directors | September 2, 2026

WHEREAS, the Board is required to elect officers for the coming year in accordance with the Corporation's governing documents;

NOW, THEREFORE, BE IT RESOLVED, the following persons are elected to the respective offices of the Corporation, to serve in accordance with the Amended and Restated Bylaws and until their successors are duly elected or appointed:

Chairperson: Joel Bartlett

Vice Chairperson: Michael Campbell

Treasurer: Tom Bowie

Secretary: Michele Carpenter

BE IT FURTHER RESOLVED, the Secretary shall update the Corporation's officer roster and required organizational, banking, PARIS and public records accordingly.

ACTION RECORD

Motion by: _____ Mike _____ Second by: _____ John _____

Vote: Ayes 8 Nays _____ Abstentions/Recusals _____ Jim Wright Abstained _____

Adopted: Yes / No Date: September 2, 2026

 REC. SECRETARY

1000 ISLANDS REGIONAL LOCAL DEVELOPMENT CORPORATION
B-2 - STANDING COMMITTEE APPOINTMENTS
Annual Meeting of the Board of Directors | September 2, 2026

WHEREAS, the Board has reviewed the independence and qualification information presented for the proposed members of the Governance Committee and Audit & Finance Committee;

NOW, THEREFORE, BE IT RESOLVED, Michael Campbell, Michele Carpenter, Fritz Hager and John Morgia are appointed to the Governance Committee, with Michele Carpenter designated as Chair, to serve until their successors are appointed or they otherwise cease to serve.

BE IT FURTHER RESOLVED, Fritz Hager , Mike Campbell, Tom Bowie and Darrel Aubertine are appointed to the Audit & Finance Committee, with Fritz Hager designated as Chair, to serve until their successors are appointed or they otherwise cease to serve.

BE IT FURTHER RESOLVED, based upon the confirmations completed at this meeting, the Board finds the committee compositions satisfy the applicable independence and qualification requirements, and the Secretary shall retain the supporting confirmations with the Corporation's records.

Governance - ACTION RECORD

Motion by: ___ Darrel ___ Second by: ___ Jlm ___

Vote: Ayes ___ 9 ___ Nays ___ Abstentions/Recusals ___

Adopted: Yes / No Date: September 2, 2026

Audit -ACTION RECORD

Motion by: ___ Michele ___ Second by: ___ Mike ___

Vote: Ayes ___ 9 ___ Nays ___ Abstentions/Recusals ___

Adopted: Yes / No Date: September 2, 2026


REC. SECRETARY

1000 ISLANDS REGIONAL LOCAL DEVELOPMENT CORPORATION
B-3 - ADOPTION OF COMMITTEE CHARTERS
Annual Meeting of the Board of Directors | September 2, 2026

WHEREAS, the Board has reviewed the proposed Governance Committee Charter and Audit & Finance Committee Charter presented at this Annual Meeting; and

WHEREAS, the charters define the responsibilities, composition, authority, meeting requirements and annual review obligations of the Corporation's standing committees;

NOW, THEREFORE, BE IT RESOLVED, the Governance Committee Charter and the Audit & Finance Committee Charter are hereby adopted in the forms presented to the Board, subject to any amendments stated in the minutes.

BE IT FURTHER RESOLVED, each committee shall operate in accordance with its adopted charter, the Corporation's Bylaws, applicable law and Board direction, and shall report its actions and recommendations to the Board.

ACTION RECORD

Motion by: _____ Michele _____ Second by: _____ John _____

Vote: Ayes 9 Nays _____ Abstentions/Recusals _____

Adopted: Yes / No Date: September 2, 2026

A handwritten signature in black ink, followed by the word "SECRET" written in all caps.

1000 ISLANDS REGIONAL LOCAL DEVELOPMENT CORPORATION

B-4 - APPROVAL OF ANNUAL REPORT

Annual Meeting of the Board of Directors | September 2, 2026

WHEREAS, the Board has received and reviewed the Corporation's Annual Report on Operations and Accomplishments for fiscal year 2025-2026; and

WHEREAS, the Annual Report summarizes the Corporation's activities, projects, governance work and organizational accomplishments for the year;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby approves and receives the Annual Report on Operations and Accomplishments for fiscal year 2025-2026 in the form presented, subject to any non-material corrections authorized by the Chairperson and Secretary.

BE IT FURTHER RESOLVED, the approved Annual Report shall be retained with the Corporation's records and filed, submitted or publicly posted as required by applicable law, PARIS/ABO requirements and Corporation policy.

ACTION RECORD

Motion by: ____John____ Second by: ____Darrel____

Vote: Ayes _9_ Nays ____ Abstentions/Recusals ____

Adopted: Yes / No Date: September 2, 2026

A handwritten signature in black ink, appearing to read "The Secretary", is written over a horizontal line.

1000 ISLANDS REGIONAL LOCAL DEVELOPMENT CORPORATION
B-5 - ANNUAL INDEPENDENT AUDIT AUTHORIZATION
Annual Meeting of the Board of Directors | September 2, 2026

WHEREAS, the Corporation's fiscal year ended June 30, 2026, and the Board has received an August 25, 2026 proposal from DiMarco, Abiusi & Pascarella CPAs, P.C. for the annual financial statement audit and preparation of the financial statements; and

WHEREAS, the proposal estimates a first-year fee of \$3,400 to \$4,000 and identifies Andrey Makarchuk, CPA, as the assigned audit partner;

NOW, THEREFORE, BE IT RESOLVED, the Board accepts the August 25, 2026 proposal, subject to final engagement documentation consistent with the proposal, and authorizes a first-year fee not to exceed \$4,000 without further Board approval.

BE IT FURTHER RESOLVED, the Audit & Finance Committee shall oversee the audit, review the financial statements, management letter, internal-control communications and material findings, and report its recommendations to the Board.

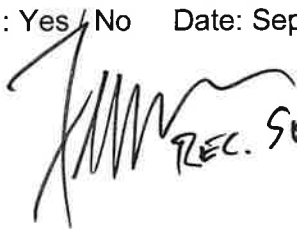
BE IT FURTHER RESOLVED, the Chairperson, Treasurer, or another officer designated by the Board is authorized to execute the engagement letter and coordinate the provision of records reasonably required by the auditor; completed audit materials shall be reported, retained and publicly posted as required.

ACTION RECORD

Motion by: Mark Second by: Jim

Vote: Ayes 9 Nays Abstentions/Recusals

Adopted: Yes / No Date: September 2, 2026

 REC. SECRETARY

1000 ISLANDS REGIONAL LOCAL DEVELOPMENT CORPORATION
B-6 - ADOPTION OF UPDATED MISSION STATEMENT
Annual Meeting of the Board of Directors | September 2, 2026

WHEREAS, the Board has reviewed the Corporation's mission statement in light of its Certificate of Incorporation, statutory purposes, current activities and annual governance responsibilities;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby adopts the updated mission statement presented at this meeting, in the form attached to or incorporated into the meeting record, subject to any amendments expressly stated in the minutes.

BE IT FURTHER RESOLVED, the Governance Committee shall review the mission statement and related performance measures at least annually and recommend any appropriate changes to the Board, and the adopted mission statement shall be used in required public reporting and posting.

ACTION RECORD

Motion by: Mike Second by: John

Vote: Ayes 8 Nays 1 Abstentions/Recusals Jim Wright

Adopted: Yes / No Date: September 2, 2026



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1000 ISLANDS REGIONAL LOCAL DEVELOPMENT CORPORATION
B-7 - GOVERNANCE AND COMPLIANCE UPDATE
Annual Meeting of the Board of Directors | September 2, 2026

WHEREAS, the Board has received a Governance and Compliance Update addressing the Certificate of Incorporation, Bylaws, Authorities Budget Office and PARIS obligations, annual governance requirements, policies, committees, records and public reporting;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby receives the Governance and Compliance Update presented at the September 2, 2026 Annual Meeting.

BE IT FURTHER RESOLVED, the appropriate officers and committees are directed to complete the remaining implementation, reporting, posting, record-retention and compliance actions identified in the meeting materials and in policies adopted by the Board.

ACTION RECORD

Motion by: _____Mike_____ Second by: _____Darrel_____

Vote: Ayes _8_ Nays _____ Abstentions/Recusals 1 _____ - Jim Wright

Adopted: Yes / No Date: September 2, 2026



REC. SECRETARY

1000 ISLANDS REGIONAL LOCAL DEVELOPMENT CORPORATION
B-8 - ADOPTION OF PHASE I GOVERNANCE POLICIES
Annual Meeting of the Board of Directors | September 2, 2026

WHEREAS, the Board has reviewed the Phase I governance and administrative policy package prepared for the Corporation;

NOW, THEREFORE, BE IT RESOLVED, the Board hereby adopts, effective September 2, 2026, the following policies in the forms presented, subject to any amendments stated in the minutes:

1. Investment and Deposit Policy
2. Code of Ethics
3. Conflict of Interest and Related Party Transactions Policy
4. Personnel, Compensation, Time & Attendance, and Whistleblower Policy
5. Travel and Expense Reimbursement Policy
6. Real Property Acquisition Policy
7. Property Disposition Guidelines
8. Defense and Indemnification Policy
9. FOIL Rules and Records Access Procedures

BE IT FURTHER RESOLVED, the Secretary shall maintain the adopted policies with the Corporation's permanent governance records, and the appropriate officers and committees shall administer and review them as required.

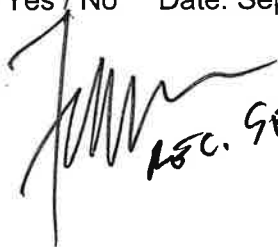
NOTE: Procurement Policy and Schedule A are presented separately under B-9.

ACTION RECORD

Motion by: _____ Second by: _____

Vote: Ayes 9 Nays Abstentions/Recusals

Adopted: Yes / No Date: September 2, 2026



SEC. GELASIMY

1000 ISLANDS REGIONAL LOCAL DEVELOPMENT CORPORATION
B-9 - PROCUREMENT POLICY SCHEDULE A
Annual Meeting of the Board of Directors | September 2, 2026

WHEREAS, the Board has adopted a Procurement Policy and Procedures and has reviewed proposed Schedule A internal procurement thresholds proportionate to the Corporation's size, operating model and risk; and

WHEREAS, the Board understands that stricter requirements imposed by law, grant, contract, financing document or funding source will control when applicable;

NOW, THEREFORE, BE IT RESOLVED, Procurement Policy Schedule A, as presented and as modified by any changes stated in the meeting minutes, is approved effective September 2, 2026.

BE IT FURTHER RESOLVED, the Procurement Officer shall implement the approved thresholds, maintain appropriate procurement documentation, and present the Policy and Schedule A to the Board for review at least annually.

ACTION RECORD

Motion by: _____ Michele _____ Second by: _____ Darrel _____

Vote: Ayes 9 Nays _____ Abstentions/Recusals _____

Adopted: Yes / No Date: September 2, 2026


REC. SECRETARY

WHEREAS, the Board desires to transition the Corporation's primary checking account from KeyBank to Watertown Savings Bank in order to maintain appropriate banking access and continuity of financial operations; and

WHEREAS, the Board desires to designate Michael Campbell and Fritz Hager as authorized signers on the new Watertown Savings Bank account, subject to the Corporation's Bylaws, banking controls, financial policies and any dual-approval requirements adopted by the Board;

NOW, THEREFORE, BE IT RESOLVED, the Board authorizes the opening of a checking account in the name of the 1000 Islands Regional Local Development Corporation at Watertown Savings Bank and designates Michael Campbell and Fritz Hager as authorized signers on that account.

BE IT FURTHER RESOLVED, Michael Campbell and Fritz Hager are authorized to execute the bank's customary account-opening documents, signature cards and related banking forms, and to establish appropriate online-banking access consistent with the Corporation's adopted controls and policies.

BE IT FURTHER RESOLVED, the existing KeyBank account shall be closed only after the Watertown Savings Bank account is fully established and outstanding checks, deposits and other transactions have cleared, and the remaining Corporation funds shall then be transferred to Watertown Savings Bank.

BE IT FURTHER RESOLVED, the current Treasurer and current KeyBank signers are authorized and directed to cooperate with the orderly account closure, transfer of funds and delivery of final account statements and records.

BE IT FURTHER RESOLVED, any prior banking authority inconsistent with this Resolution is superseded upon completion of the transition, and the Secretary shall retain this Resolution and the final banking documents with the Corporation's permanent records.

ACTION RECORD

Motion by: Michele Second by: Mike

Vote: Ayes 9 Nays Abstentions/Recusals

Adopted: Yes / No Date: September 2, 2026


Sec. SECRETARY

1000 ISLANDS REGIONAL LOCAL DEVELOPMENT CORPORATION
B-11 - WEBSITE COMPLIANCE PROPOSAL
Annual Meeting of the Board of Directors | September 2, 2026

WHEREAS, the Corporation requires a public-facing website that supports its transparency, public-authority reporting and organizational communication obligations; and

WHEREAS, the Board has reviewed the website compliance proposal presented for consideration at this meeting;

NOW, THEREFORE, BE IT RESOLVED, the Board approves the Evermark Ventures website rebuild proposal at a base cost of \$2,500, with an initial deposit of \$1,250 and the remaining balance due upon launch, subject to final administrative review of the scope and customary contract terms.

BE IT FURTHER RESOLVED, any optional ongoing monthly compliance or maintenance service shall require separate authorization and is not approved by this Resolution unless expressly stated in the meeting minutes.

BE IT FURTHER RESOLVED, the appropriate officers are authorized to coordinate the website rebuild and the posting of required organizational, governance, meeting, financial and public-information materials.

ACTION RECORD

Motion by: _____ Second by: _____

Vote: Ayes _____ Nays _____ Abstentions/Recusals _____

Adopted: Yes / No _____ Date: September 2, 2026


REC. SECRETARY

1000 ISLANDS REGIONAL LOCAL DEVELOPMENT CORPORATION
B-12 - CORPORATE RECORDS, WEBSITE AND ANNUAL COMPLIANCE CALENDAR
Annual Meeting of the Board of Directors | September 2, 2026

WHEREAS, the Board desires to maintain a clear annual system for corporate records, public website postings, meeting documentation and recurring compliance responsibilities; and

WHEREAS, the Corporation is subject to recurring governance, financial, public-authority and records-management requirements that benefit from a centralized annual compliance calendar;

NOW, THEREFORE, BE IT RESOLVED, the Board directs the Secretary and appropriate officers, with assistance from designated administrative support, to maintain the Corporation's permanent corporate records, including governing documents, adopted policies, resolutions, minutes, committee records, financial and audit records, and other records required by law or Board policy.

BE IT FURTHER RESOLVED, the Corporation shall maintain and periodically review a public website containing organizational, governance, meeting, financial and other public information required or appropriate for the Corporation.

BE IT FURTHER RESOLVED, an annual compliance calendar shall be maintained identifying recurring Board, audit, PARIS, financial, website, policy-review, meeting and other compliance deadlines, and shall be reviewed and updated as necessary during the fiscal year.

ACTION RECORD

Motion by: Darrel Second by: Mike

Vote: Ayes 9 Nays Abstentions/Recusals

Adopted: Yes / No Date: September 2, 2026


Asst. Secretary

1000 ISLANDS REGIONAL LOCAL DEVELOPMENT CORPORATION
B-13 - PROJECT SITE EVALUATION AND NON-BINDING EXPRESSION OF INTEREST
AUTHORITY

Annual Meeting of the Board of Directors | September 2, 2026

WHEREAS, the Corporation continues to evaluate potential sites, properties and redevelopment opportunities that may advance its economic-development mission and strategic initiatives; and

WHEREAS, preliminary discussions with property owners, brokers, public entities and other parties may require a written expression of interest in order to obtain additional information, facilitate due diligence or continue non-binding discussions; and

WHEREAS, the Board desires to permit such preliminary activity without authorizing any purchase, lease, financing commitment or other binding obligation of the Corporation;

NOW, THEREFORE, BE IT RESOLVED, the Chairperson, Vice Chairperson and such other Board designees as may be appropriate are authorized to continue preliminary site and property evaluations and, when useful, to issue non-binding expressions of interest on behalf of the Corporation.

BE IT FURTHER RESOLVED, any such expression of interest shall clearly state that it is non-binding and shall not establish or approve a purchase price, lease obligation, financing commitment, acquisition agreement or other binding obligation of the Corporation.

BE IT FURTHER RESOLVED, any proposed acquisition, lease, letter of intent containing binding provisions, borrowing, financing commitment or other material contractual obligation shall be returned to the Board for separate review and authorization before the Corporation becomes bound.

ACTION RECORD

Motion by: ___Darrel_____ Second by: ___John_____

Vote: Ayes ___8___ Nays ___1___ Abstentions/Recusals _____ - Jim Wright

Adopted: Yes / No Date: September 2, 2026



Jim Wright
Pres. Secretary