



STERLING NATIONAL BANK
PUBLIC ENTITY RESOLUTIONS

I, Francis A. Frobel, the undersigned, being duly appointed and acting as the Village Manager of The Village of Hastings-on-Hudson (“Public Entity”), a municipality organized and existing under the laws of the State of New York, hereby certify to Sterling National Bank that at a meeting of the Board of Trustees or such other governing body (the “Governing Board”), as may be authorized or required by law to designate depositories and to transact, or delegate the authority to transact, the financial business of the Public Entity, duly called and held on the 4th day of April, 2017, in accordance with all applicable laws and organizational documents, the following resolutions were duly adopted, and that the said Resolutions have not been revoked or amended and remain in full force and effect.

RESOLVED:

1. Sterling National Bank, a New York State chartered bank, located and authorized to do business in New York, is hereby designated as a depository of this Public Entity.
2. The Village Manager or Village Clerk, when countersigned by the Mayor or one Trustee of the Public Entity, is hereby authorized to open a bank account or accounts from time to time with Sterling National Bank and its subsidiaries and affiliates (each being hereinafter referred to as “Bank”) for and in the name of the Public Entity with such title or titles as he/she or they may designate.
3. The Village Manager or Village Clerk, when countersigned by the Mayor or one Trustee of the Public Entity, signing jointly and their successors and any other person authorized by statute, regulation or court order on behalf of Public Entity (“Authorized Person(s)”) is/are hereby authorized to sign, by hand or by facsimile (including, but not limited to, electronically generated) signatures(s), checks, drafts, acceptances and other instruments (hereinafter collectively referred to as “Items(s)”). Notwithstanding the above, any Authorized Person is authorized singly to: (1) initiate Automated Clearing House (“ACH”) debits without a signature; (2) initiate payments by use of Depository Transfer Checks (“DTC”) without a signature provided that the name of the Public Entity is printed on the DTC; or (3) give instructions by means other than the signing of an Item, with respect to any account transaction, including, but not limited to, the payment, transfer or withdrawal by wire, computer or other electronic means (now existing or hereafter developed), of funds, credits, items or property at any time held by Bank for account of the Public Entity (“Instructions”).
4. The Village Manager or Village Clerk, when countersigned by the Mayor or one Trustee of the Public Entity, are hereby authorized without further action of this Governing Board to execute Bank’s form entitled “Appointment of Designated Person(s) to Provide Call Back verifications and Written Confirmations in Connection with Payment Orders”, thereby designating one or more individuals, whether or not such individuals be designated as “Authorized Persons”, for the purpose of the verification of payment orders and issuance of written confirmations.
5. The Bank is hereby authorized to honor and pay Items, whether signed by hand or by facsimile (including, but not limited to, electronically generated) signature(s). In the case of facsimile signatures, Bank is authorized to pay any Item if the signature resembles the specimens filed with the Bank by the Public Entity, regardless of how or by whom such signature was affixed and whether or not the form of signature used on such Item was actually prepared by or for Public Entity. Bank is further authorized to honor and pay DTC’s, ACH’s, Instructions and other orders given singly by any Authorized Person, including such as may bring about or increase an overdraft and such as may be payable to or for the benefit of any Authorized Person or employee individually, without inquiry as to the circumstances of the issuance or the disposition of the proceeds thereof and without limit as to amount.
6. The Bank is hereby authorized to accept for deposit, for credit, for collection, or otherwise, Items whether or not endorsed by any person or by stamp or other impression in the name of the Public Entity without inquiry as to the circumstances of the endorsement or lack of endorsement or the disposition of the proceeds.
7. The Public Entity agrees to be bound by the “Terms and Conditions for Business Accounts and Services”, currently in effect and as amended hereafter, as well as any signature card, deposit ticket, checkbook, passbook, statement of account, receipt, instrument, document or other agreement, such as, but not limited to, funds transfer agreements and security procedures delivered or made available to Public Entity from Bank, and by all notices posted at the office of Bank at which the account of the Public Entity is maintained, or on a website that Bank maintains or participates in, in each case with the same effect as if each and every term thereof were set forth in full herein and made a part hereof.
8. The Village Manager of the Public Entity is hereby authorized to act for the Public Entity in all other matters and transactions relating to any of its business with the Bank including, but not limited to, the execution and delivery of any agreement or contracts necessary to affect the foregoing resolutions.

Affix facsimile signature here.



9. Bank is hereby released from any liability and shall be indemnified against any loss, liability or expense arising from honoring any of these Resolutions.
10. Each of the foregoing Resolutions and the authority thereby conferred shall remain in full force and effect until written notice of revocation or modification by presentation of new Resolutions and Bank’s Signature Card Form shall be received by Bank; provided that such notice shall not be effective with respect to any revocation or modification of said authority until the Bank shall have had a reasonable opportunity to act following receipt of such notice and shall not be effective with respect to any checks or other instruments for the payment of money or the withdrawal of funds dated on or prior to the date of such notice.
11. The Village Manager is hereby authorized and directed to certify, under the seal of the Public Entity or not, but with like effect in the latter case, to the Bank the foregoing Resolutions, the names of the officers, Authorized Persons and other representatives of the Public Entity and any changes from time to time in the said Officers, Authorized Persons and representatives and specimens of their respective signatures. The Bank may conclusively assume that persons at any time certified to it to be officers, Authorized Persons or other representatives of the Public Entity continue as such until receipt by Bank of written notice to the contrary.
12. The authority given hereunder shall be deemed retroactive and any and all acts hereunder performed prior to the passage of these Resolutions are hereby ratified and approved.

I CERTIFY that there is no provision in the statutes applicable to, or organizational documents of, the Public Entity limiting the power of the Governing Board to pass the foregoing Resolutions, and that the same are in conformity with the provisions of said statutes and organizational documents.

I FURTHER CERTIFY that the persons designated by the Public Entity as “Authorized Persons” on the Bank’s Signature Card Form currently on file with Bank: (1) if officers of the Public Entity, have been duly elected or appointed to and now hold the offices in the Public Entity set forth opposite their respective names, and (2) if not officers of the Public Entity, are current employees who have been designated and empowered, in accordance with all proper procedures relating to the delegation of authority of the Public Entity, to exercise such authority as is provided for in these Resolutions or on the Bank’s Signature Card Form as is set forth opposite their respective names.

I FURTHER CERTIFY that accounts opened and maintained by the Public Entity with the Bank will not be used in connection with Internet gambling of any kind.

IN WITNESS WHEREOF, (if any) I have hereunto set my hand as Village Manager and affixed the seal of the said Public Entity (if any) this ____ day of November, 2017.

Note: In case the Village Manager is authorized to sign by the above resolutions, this certificate should be attested by a second officer of Public Entity.

Attest (Second Officer)

Signature
Joseph L. Cerretani

Name
Village Clerk

Title

Signature

Name – Francis A. Frobel

Title – Village Manager

AFFIX
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