

**MINUTES OF THE REGULAR MEETING
OF THE
BUFFALO SEWER AUTHORITY
March 12, 2025**

59205

59253

BUFFALO SEWER AUTHORITY

REGULAR MEETING

March 12, 2025

9:00 A.M.

**Buffalo City Hall, 65 Niagara Square Room 1038
Teleconference +1 917- 933-2166, ID #159 504 441#**

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ATTACHMENTS & EXHIBITS

Attachment A: Memorandum Of Understanding Between Buffalo Sewer Authority and Buffalo Municipal Housing Authority

Attachment B: Memorandum Of Understanding Between Buffalo Sewer Authority and Buffalo Public Schools

Attachment C: SEQR

Project: Sidney St and Lark St -CSO053_1.4 SP336B Real -Time Controls (Sidney-Lark RTC)

Exhibit A: Contract Of Purchase

Exhibit B: Preliminary Official Statement

Exhibit C: Continuing Disclosure Agreement

CALL OF THE ROLL

Present:	Herbert Bellamy, Jr.	Chairman of Board
	Christopher Roosevelt	Vice Chairman of the Board
	Eleanor Petrucci	Secretary of the Board
	Charles Riley	Executive Secretary
	Cheryl Colston	General Counsel
	Adam Sassone	Secretary to General Manager
	Alexander Emmerson	Treatment Plant Superintendent
	Rosaleen Nogle, P.E.	Assistant Principal Engineer
	Joel Renzoni	Director of Sewer Maintenance
	Paul Harris	Superintendent of Mechanical Maintenance
	Timothy Blake	Senior Instrument Technician
	LaToya Cunningham	Special Assistant
	Desiree Briggs	Preventive Maintenance Coordinator
	Regina Harris	Senior Engineer
	Dax Blake	Arcadis
	Nadia Mugisha, P.E.	Arcadis
	Laura Surdej	Erie County Department of Sewerage
	Carol Burns	Executive Assistant to Comptroller

The meeting was called to order at 9:15 AM. A quorum was present.

ITEM NO. 1

Motion to Adopt the Minutes of the Meeting of February 19, 2025

MOTION TO	ADOPT
MADE BY	MRS. PETRUCCI
2 ND BY	MR. ROOSEVELT
AYES	3 NOES 0

Board Meeting of March 12, 2025

ITEM NO. 2

APPROVAL OF CONSENT AGENDA**CONTENTS**

- A. Informative: Temporary Investments
- B. Informative: Reallocation of Funds
- C. Claim Against Liability and Casualty Reserve Fund
- D. Request For Leave of Absence
- E. Amendment To Schedule of Job Classification Plan

MOTION TO APPROVE
MADE BY MRS. PETRUCCI
2ND BY MR. ROOSEVELT
AYES 3 NOES 0

Board Meeting of March 12, 2025

2-A

INFORMATIVE: TEMPORARY INVESTMENTS (CERTIFICATES OF DEPOSIT AND TREASURY BILLS)

As of January 31st, 2025

ISSUE DATE	MATURITY DATE	TOTAL DAYS	AMOUNT	BANK	RATE	INTEREST AMOUNT
CONSTRUCTION/CAPITAL IMPROVEMENT FUND						
31-Jul-12	MONEY MARKET		\$3,372,631.47	Key	0.01%	Public NOW
30-Jan-25	13-Feb-25	14	\$7,499,671.97	Key Banc Capital	4.22%	\$ 12,328.03
31-Jan-25	27-Feb-25	27	\$19,499,236.14	Key Banc Capital	4.21%	\$ 61,763.86
			\$30,371,539.58			
LIABILITY AND CASUALTY RESERVE FUND						
31-Jul-12	MONEY MARKET		\$243,556.90	Key	0.01%	Public NOW
16-Jan-25	17-Apr-25	91	\$779,673.90	Key Banc Capital	4.18%	\$8,326.10
			\$1,023,230.80			
OPERATING FUND						
31-Jul-12	SUPER NOW		\$3,433,143.58	Key	0.01%	Public NOW
TRUST & AGENCY FUND						
31-Jul-12	SUPER NOW		\$29,044.60	Key	0.01%	Public NOW
SURPLUS FUND						
21-Nov-24	15-May-25	175	\$625.78	Wilmington U.S. Treasury	4.79%	
			\$10,004,262.50	Key Banc Capital	4.50%	\$ 223,737.50
			\$10,004,888.28			
NET REVENUE FUND						
31-Oct-24	25-Feb-25	117	\$229,745.25	Wilmington U.S. Treasury		
			\$7,998,401.65	M&T Securities	4.42%	\$116,598.35
28-Jan-25	27-Mar-25	58	\$3,490,216.27	Key Banc Capital	4.20%	\$23,783.73
			\$11,718,363.17			

BSA 2021 EIB FUND

			\$324,902.08	Cash	0.00%	
14-Nov-24	8-May-25	175	\$32,615,964.44	Key Banc Capital	4.26%	\$690,035.56
12-Dec-24	5-Jun-25	175	\$9,982,955.78	M&T Securities	4.16%	\$206,044.22
19-Dec-24	5-Jun-25	168	\$10,101,004.00	M&T Securities	4.14%	\$198,996.00
			\$53,024,826.30			

DEBT RESERVE FUND

				Series J		
02-Jul-14	13-Nov-33	7076	\$278,762.17	UST State/Local Govt	2.70%	
				Series K		
02-Jul-14	15-Feb-33	6803	\$194,396.92	UST State/Local Govt	2.70%	
				Series L		
12-Nov-15	1-Oct-35	7263	\$689,547.00	UST State/Local Govt	2.44%	
				Series M		
27-Jun-14	1-May-44	10901	\$585,063.94	UST State/Local Govt	2.70%	
				Series N		
15-Nov-12	15-Apr-32	7091	\$2,167,157.00	UST State/Local Govt	2.42%	

EFC 2021

			\$563.64	Wilmington U.S. Treasury	4.79%	
22-Aug-24	13-Feb-25	175	\$349,820.69	Key Banc Capital	4.70%	\$8,179.31
			\$350,384.33			

DSF PRIN &INT

\$0.01 Wilmington Fund

DSF 2021 EIB

\$957,260.91 Wilmington Fund 4.79%

RECEIVE & FILE

Board Meeting of March 12th, 2025

2-B

INFORMATIVE: REALLOCATION OF FUNDS

The following budgetary transfers have been made to cover unforeseen shortages. These transfers do not change the total amount of the Buffalo Sewer Authority's operating budget.

Wastewater Treatment Plant

02/03/2025	00530103 YARD Electric Light & Power	-\$725.00	00410103 HAMB Electric Light & Power	\$725.00
02/03/2025	00300103 BLOW Electric Light & Power	-\$8,300.00	00390103 HAMB Drain Float Nat Gas	\$8,300.00
02/03/2025	00330105 FINA Chemical and Gases	-\$304,145.00	00360103 DEWA Water	\$304,145.00
02/24/2025	00370105 CENT. Equipment Maintenance	-\$3,448.50	00330105 FINA Laboratory Supplies	\$3,448.50
02/24/2025	00270105 GAS Equipment Maintenance	-\$5,000.00	00520105 Main Gasoline and Lubricants	\$5,000.00

Sewer Maintenance

02/19/2025	00650106 SWRM Ed Lic & Training	-\$545.01	00670105 SWRC Small Tools	\$545.01
02/19/2025	00650106 SWRM Ed Lic & Training	-\$2,096.40	00650107 SWRM Office Equipment	\$2,096.40
02/24/2025	00660105 SWRR Road & Highway Main	-\$36,676.41	00690107 AUTO Cars & Other Vehicle	\$36,676.41

RECEIVE & FILE

Board Meeting of March 12, 2025

2-C

CLAIM AGAINST LIABILITY AND CASUALTY RESERVE FUND

WHEREAS: Gloria Stepney-Heard filed a Notice of Claim for property damage arising out of an alleged sewer basement back up at or near 545 Masten Avenue in the City of Buffalo on or about January 14, 2025.

WHEREAS: After reviewing this matter, the General Counsel agrees that the final settlement amount of \$3,384.95 is in the best interest of the Buffalo Sewer Authority.

NOW THEREFORE
BE IT RESOLVED:

That the Board of the Buffalo Sewer Authority hereby authorizes payment to Gloria Stepney-Heard in the final settlement amount of \$3,384.95 and in full and complete settlement of this matter. This claim will be paid out of the Liability and Casualty Reserve Fund.

2-D

REQUEST FOR LEAVE OF ABSENCE

WHEREAS: Victor Orlando a Wastewater Operator I, has requested a non-medical leave of absence beginning December 9,2024, and extending until April 1, 2025.

WHEREAS: The Executive Secretary has reviewed this request and recommends approving this leave of absence request for a period of four (4) months.

NOW THEREFORE

BE IT RESOLVED: That the Board of the Buffalo Sewer Authority hereby grants Victor Orlando a four (4) month unpaid non-medical leave of absence without pay beginning December 9,2024 and extending until April 1, 2025.

2-E

AMENDMENT TO SCHEDULE OF JOB CLASSIFICATION PLAN

WHEREAS: There is a need to modify the Job Classification Plan.

NOW THEREFORE

BE IT RESOLVED: That the Board of the Buffalo Sewer Authority approves the addition of the following positions to the Job Classification Plan:

One (1) Laborer II

00530161

411001

ITEM NO. 3

**PRELIMINARY OUTLINE OF OPERATING BUDGET FOR THE FISCAL YEAR
COMMENCING JULY 1, 2025**

A proposed Operating Budget, with full details, for the fiscal year beginning July 1, 2025, will be presented for formal consideration by your Honorable Body at the next scheduled meeting on April 9, 2025. This proposed budget will be in an amount not to exceed \$79,400,000 which is a \$5,000,000 increase from the current budget of \$74,400,000.

At this time, an outline of the proposed budget is submitted for your tentative approval. Once approved, we will proceed in the preparation of a formal budget document complete with comparison charts and exhibits. Attached to this outline are the following exhibits:

A Revenue Estimate and comparison for the years 2022-2023 to 2025-2026 Proposed;

A comparison of Appropriation by Division for the years 2022-2023 to 2025-2026 Proposed;

Capital Budget Projects for 2025-2026.

The Proposed Schedule of Sewer Rents and the final budget appropriations for the 2025-2026 fiscal year will be detailed at the scheduled meeting of April 9, 2025.

WHEREAS: The preliminary budget presented herein reflects a balanced plan to fund the necessary operations of the Buffalo Sewer Authority for the fiscal year beginning July 1, 2025.

NOW THEREFORE
BE IT RESOLVED: That the Board of the Buffalo Sewer Authority hereby authorizes the General Manager to proceed in preparing a detailed budget not to exceed \$79,400,000 to be submitted to this Body at the meeting of April 9, 2025.

MOTION TO	<u>APPROVE</u>		
MADE BY	<u>MRS. PETRUCCI</u>		
2 ND BY	<u>MR. ROOSEVELT</u>		
AYES	<u>3</u>	NOES	<u>0</u>

Board Meeting of March 12, 2025

BUFFALO SEWER AUTHORITY**REVENUE ESTIMATE
2025-2026 PRELIMINARY BUDGET**

Revenue	2022-2023 Actual	2023-2024 Actual	2024-2025 Budget	2025-2026 Budget
Assessment Sewer Rents	\$12,106,289	\$19,640,080	\$24,957,600	\$29,947,600
Water Use Sewer Rents	26,044,993	24,445,837	25,136,900	24,925,000
Outside City-Sewer Connection	12,665,958	20,003,617	15,000,000	16,500,000
Industrial Waste	5,133,775	4,926,821	3,875,000	4,070,000
Interest Income	4,954,854	6,504,595	4,125,000	3,145,200
Miscellaneous	1,283,502	3,899,420	1,305,500	812,200
Total Revenues	<u>\$62,189,371</u>	<u>\$79,420,370</u>	<u>\$74,400,000</u>	<u>\$79,400,000</u>

**BUFFALO SEWER AUTHORITY
APPROPRIATIONS BY DIVISION
2025-2026 PRELIMINARY BUDGET**

Division	2022-2023 Actual	2023-2024 Actual	2024-2025 Budget	2025-2026 Budget
General Offices	\$1,824,940	\$1,950,787	\$2,135,044	\$2,335,993
Wastewater Treatment Facility	27,151,593	30,193,647	34,235,402	35,011,426
Industrial Waste	713,800	1,097,544	1,250,243	1,504,637
Engineering	1,113,334	1,289,895	2,443,491	3,959,565
Sewer Maintenance	3,934,133	5,125,090	7,439,374	6,732,456
Miscellaneous Financial Chgs	5,197,275	4,604,761	5,989,690	5,649,690
Fringe Benefits	10,092,292	10,533,431	12,296,500	12,607,500
Debt Service & Reserve	6,246,309	6,203,338	8,610,256	11,598,733
Total Appropriations	<u>\$56,273,676</u>	<u>\$60,998,493</u>	<u>\$74,400,000</u>	<u>\$79,400,000</u>

**BUFFALO SEWER AUTHORITY
CAPITAL PROJECTS
2025 - 2026 PRELIMINARY BUDGET**

<u>PROJECT TITLE:</u>	ESTIMATED COST
<u>TREATMENT PLANT:</u>	
RWW/SWW Pump Station Improvement Project Phase 1	\$7,000,000
Waste Heat Boilers	2,277,290
Ash Exhauster/Silo/Ancillary Ductwork	1,500,000
Replace Gas Compressors/Building & Piping	300,000
Engineering Term Contracts	1,000,000
Digester Cleaning	200,000
Replace AUH 7-14/Blower Building	500,000
Facility Controls -Ovation Hardware Upgrade	1,200,000
Blower Air Supply Line Evaluation & Replacement	1,000,000
IWS Waste Hauler Facilities - Including South Buffalo Pump Station	1,300,000
Seepage And Subsidence Phase 2	2,000,000
Duct Cleaning of all Building AHUs	150,000
Treatment Plant Interiors Renovation	1,000,000
Interior/Exterior Lighting	500,000
Protected Water Secondary Sand Filter System	150,000
Fine Screen Room Rehab	2,000,000
Incinerator #1/ WHRB #1 Upgrade	2,000,000
SCRS Rehabilitation/Rewet/Holding Tank	1,000,000
Power System Survey and Implementation	5,000,000
Plant Wide Pipe Evaluation	200,000
Laboratory Rehabilitation	250,000
Electrical Sub-Metering and Distribution Modifications	100,000
Structural Phase 3-Megastructure Additional Stairways	100,000
South Buffalo Pump Station	7,000,000
NFA Phase I	5,000,000
Primary System Engineering (NFA Phase II.A)	5,000,000
Primary System Rehabilitation (NFA Phase II.B)	7,000,000
Secondary Treatment Rehabilitation (NFA Phase III)	2,000,000
DCS Engineering Services	<u>1,000,000</u>
TREATMENT PLANT TOTAL	\$57,727,290
<u>COLLECTION SYSTEM:</u>	
Program Management	\$10,000,000
Delavan Trunk Sewer Improvements at Spillman Place	1,500,000
Scajaquada Creek & Black Rock Canal Smart Sewer Project	2,000,000
Breckenridge St. CSO010_1	7,000,000
Delavan Trunk Sewer Improvements at Florida Street	882,828
CSO-053 Various SPP Modifications	1,800,000
Genesee & Kearns SPP341A Modification	3,000,000

Sidney & Lark OLS	1,500,000
Edison Martha OLS	1,500,000
CSO014_1.1 SPP206A&B RTC	300,000
System_2 Schiller Park OLS	960,000
System_2_3 SPP339 Modification	850,000
System_2_4 Schiller Park OLS SPP340 Modification	850,000
SPP304 Modification	100,000
CSO064_1.1 ILS	200,000
SPP 137 Modification	50,000
Hertel & Smith Backwater	200,000
Fruit Belt	3,023,059
Wet Weather	300,000
Permeable Pavement	75,000
Green Infrastructure Grant Program	500,000
Syphon Resiliency	2,000,000
Swan Trunk Cleaning	1,500,000
Flood Mitigation	1,500,000
Engineering Term Contracts	500,000
Swan Trunk Lining/Repairs	500,000
Scajaquada Creek	165,000
Green Infrastructure Programmatic Support	1,000,000
Eddie Dawson, Genesee, Lincoln & MLK Jr. Parks GI Retrofit	300,000
Hennepin Park Green Infrastructure Retrofit FID #8	497,921
Third-Party Verification for Environmental Impact Bond	150,000
Raincheck 2.0 GI Opportunity Projects	18,000,000
CSO053_12.2 Jefferson Ave GI	400,000
CSO053_12.1 Jefferson Ave GI	<u>100,000</u>
COLLECTION SYSTEM TOTAL	\$63,203,808
 <u>GRAND TOTAL</u>	 <u>\$120,931,098</u>

ITEM NO. 4

THE SUPPLEMENTAL SEWER SYSTEM REVENUE BOND RESOLUTION SEWER SYSTEM REVENUE BONDS, SERIES 2025A

EXTRACT OF MINUTES
 Meeting of the Buffalo Sewer Authority
 of the City of Buffalo, County of Erie, New York
 March 12, 2025

A regular meeting of the Buffalo Sewer Authority of the City of Buffalo, in the County of Erie, New York, was held at City Hall, 65 Niagara Square, Buffalo, New York, on March 12, 2025, at 9:00 o'clock A.M. (Prevailing Time).

There were present: 15

Members: 3

There were absent: 0

Also present: 0

Member MRS. PETRUCCI offered the following resolution and offered its adoption:

2 ND BY	_____ MR. ROOSEVELT _____
AYES	_____ 3 _____ NOES _____ 0 _____

Board Meeting of March 12, 2025

BUFFALO SEWER AUTHORITY

**Supplemental Sewer System Revenue Bond Resolution
Authorizing
Up To \$52,000,000 Sewer System Revenue Bonds, Series 2025A**

Adopted: March 12, 2025

BUFFALO SEWER AUTHORITY

Supplemental Sewer System Revenue Bond Resolution
Authorizing
Up To \$52,000,000 Sewer System Revenue Bonds, Series 2025A

BE IT RESOLVED by the Board of the Buffalo Sewer Authority (the “Authority”) as follows:

ARTICLE I

DEFINITIONS AND AUTHORITY

Section 101. Short Title. This resolution may hereafter be cited by the Authority as the Supplemental Sewer System Revenue Bond Resolution, Series 2025A. It is referred to herein as this “Supplemental Resolution.”

Section 102. Definitions.

(A) All terms defined in Section 102 of the resolution adopted by the Authority on May 26, 2021 and entitled “Amended and Restated Sewer System Revenue Bond Resolution” (as amended and supplemented, the “General Resolution”) shall have the same meanings, respectively, in this Supplemental Resolution as such terms are given in said Section 102 of the General Resolution.

(B) In this Supplemental Resolution:

“Code” means the Internal Revenue Code of 1986, as amended.

“Contract of Purchase” means the Contract of Purchase described in Section 302 hereof.

“Series 2025A Bonds” means the Sewer System Revenue Bonds, Series 2025A, authorized by Article II hereof.

“Series 2025A Project” means, collectively, the projects described in Section 203 hereof.

“Supplemental Resolution” means this Supplemental Sewer System Revenue Bond Resolution, Series 2025A.

“Underwriter” means Samuel A. Ramirez & Co., Inc.

Section 103. Authority for This Supplemental Resolution. This Supplemental Resolution is adopted pursuant to the provisions of the Act and the General Resolution.

Section 104. Resolution to Constitute Contract. In consideration of the purchase and acceptance of the Series 2025A Bonds by those who shall own the same from time to time, the provisions of this Supplemental Resolution and the General Resolution (including any amendments thereto) shall be

a part of the contract of the Authority with the owners of Series 2025A Bonds, and shall be deemed to be and shall constitute a contract among the Authority, the Trustee and the owners from time to time of the Series 2025A Bonds.

ARTICLE II

AUTHORIZATION AND TERMS OF SERIES 2025A BONDS

Section 201. Supplemental Resolution. This Supplemental Resolution is supplemental to, and is adopted in accordance with, Article II and Article VIII of the General Resolution.

Section 202. Principal Amount, Designation, and Series. Pursuant to the provisions of the General Resolution, a Series of Bonds entitled to the equal benefit, protection, and security thereof are hereby authorized and shall be issued in an aggregate principal amount of up to \$52,000,000, as determined pursuant to the provisions of Article III hereof and as set forth in the Contract of Purchase, and shall be designated as, and shall be distinguished from the Bonds of all other Series by the title, "Sewer System Revenue Bonds, Series 2025A".

Section 203. Purposes. The Series 2025A Bonds are issued to finance the design, rehabilitation and construction of certain projects (collectively, the "Series 2025A Project") consisting of:

- (A) For the Raw Wastewater Pump Station, the following upgrades (including any related work necessary to complete these upgrades): (i) replacement of vacuum priming system; (ii) rehabilitation of pumps numbers 5 and 4, motors, and valves; (iii) rehabilitation of pump number 4 impeller and eddy current drive; (iv) rehabilitation of pump number 6 valve; (v) rehabilitation or replacement of roof; (vi) installation of updated electrical and control systems; and (vii) rehabilitation of pump number 2, including motor (originally the motor from pump number 5) and valve (once complete, swap motors to their original pump).
- (B) For the Settled Wastewater Pump Station, the following upgrades (including any related work necessary to complete these upgrades): (i) rehabilitation of pump numbers 1 and 5, including pump impeller, valve, motor and eddy current drive; (ii) rehabilitation of pumps numbers 3 and 6; (iii) rehabilitation or replacement of the SWWPS building roof; (iv) improvement of HVAC systems for safety and operational efficiency; and (v) installation of updated electrical and control systems.
- (C) For the South Buffalo Pump Station, the following upgrades (including any related work necessary to complete these upgrades): (i) complete rehabilitation of pump numbers 1, 3, and 4 and partial rehabilitation of pump number 2 as well as improvements to the seal water system; (ii) modifications to the discharge junction chamber to improve pump isolation and access to the interior of the structure; (iii) structural rehabilitation throughout the station, a new platform for removal of major equipment, civil improvements for access out the north side of the building, and replacement of the low and high roofing systems; (iv) complete replacement of the HVAC system; (v) rehabilitation of the plumbing system, including replacement of corroded potable water piping, bathroom fixtures, hose bibs, and hot water heater; (vi) replacement of the variable frequency drives for each pump; and (vii) installation of a new control system, including enhanced communication with the Bird Island Wastewater Treatment Facility.
- (D) For the Fruit Belt Sewer, the following upgrades (including any related work necessary to complete these upgrades): installation of approximately 20,000 linear feet of ultraviolet cured in place pipe lining of existing sewers together with approximately 30

spot repairs and the replacement of 200 linear feet of sewer, including cleaning and televising to verify proper installation.

Section 204. Date, Maturities, and Interest Rates. (A) The Series 2025A Bonds shall be dated April 23, 2025, and shall bear interest from their dated date. The Series 2025A Bonds shall mature on June 15 of each of the years and in the principal amounts determined pursuant to the provisions of Article III hereof and as set forth in the Contract of Purchase, and shall bear interest at the rates determined pursuant to the provisions of Article III hereof and as set forth in the Contract of Purchase, payable semiannually on June 15 and December 15 of each year commencing December 15, 2025, until maturity or prior redemption. Interest on the Series 2025A Bonds accrues at fixed rates throughout the terms of the respective Series 2025A Bonds as set forth in the Contract of Purchase.

(B) Interest on the Series 2025A Bonds shall be computed on the basis of a 360-day year of twelve 30-day months. Notwithstanding anything herein to the contrary, the interest rate borne by the Series 2025A Bonds shall not exceed the maximum permitted by law.

Section 205. Form, Denominations, Numbers, and Letters. The Series 2025A Bonds maturing in any particular year shall be issued in the form of fully registered bonds, in the denomination of \$5,000 or any multiple thereof not exceeding the aggregate principal amount of Series 2025A Bonds maturing in such year.

Section 206. Registration and Transfer of the Series 2025A Bonds. (A) The Series 2025A Bonds shall be initially issued in the form of a separate single authenticated fully registered bond in the amount of each separate stated maturity of the Series 2025A Bonds in the registry books of the Authority in the name of Cede & Co., as nominee of The Depository Trust Company, New York, New York (“DTC” or the “Securities Depository”), the securities depository with respect to the Series 2025A Bonds, and the Series 2025A Bonds will be deposited with DTC to be held in trust until maturity. Purchases of ownership interests in the Series 2025A Bonds will be made in book-entry form in denominations of \$5,000 or any integral multiples thereof. Any Authorized Officer is hereby authorized to enter into an agreement with the Securities Depository for the Series 2025A Bonds in order to carry out the provisions of this Supplemental Resolution with respect to the use of the Securities Depository. Beneficial owners of the Series 2025A Bonds will not receive certificates representing their interest in the Series 2025A Bonds. Unless the Authority determines otherwise, transfers or exchanges of ownership interests in the Series 2025A Bonds may be accomplished via book-entry transactions only, as recorded through the book-entry system established and maintained by DTC or a successor depository. Any provisions of the General Resolution inconsistent with book-entry-only Bonds shall not be applicable to the Series 2025A Bonds.

(B) The Authority and the Trustee shall have no responsibility or obligation to any participant or to any beneficial owner. Without limiting the immediately preceding sentence, the Authority and the Trustee shall have no responsibility or obligation with respect to (i) the accuracy of the records of the Securities Depository, its nominee, or any participant with respect to any ownership interest in the Series 2025A Bonds, (ii) the delivery to any participant, any beneficial owner or any other person, other than the nominee or Securities Depository, of any notice with respect to the Series 2025A Bonds, including any notice of redemption, or (iii) the payment to any participant, any beneficial owner or any other person, other than the nominee or Securities Depository, of any amounts with respect to the principal of or premium, if any, or interest on the Series 2025A Bonds. The Authority and the Trustee may treat as and deem the nominee or Securities Depository to be the absolute owner of each Series 2025A Bond for the purpose of payment of the principal of and premium, if any, and interest on such Series 2025A Bond, for

the purpose of giving notices of redemption and other matters with respect to such Series 2025A Bond, for the purpose of registering transfers with respect to such Series 2025A Bonds and for all other purposes whatsoever. The Trustee shall pay all principal of and premium, if any, and interest on the Series 2025A Bonds only to or upon the order of the nominee or Securities Depository, and all such payments shall be valid and effective to fully satisfy and discharge the Authority's obligation with respect to the principal of and premium, if any, and interest on the Series 2025A Bonds to the extent of the sum or sums so paid. No person other than the nominee or Securities Depository shall receive an authenticated Series 2025A Bond evidencing the obligation of the Authority to make payments of principal of and premium, if any, and interest pursuant to this Supplemental Resolution. Upon delivery by the nominee or Securities Depository to the Trustee of written notice to the effect that the Securities Depository has determined to substitute a new nominee in place of the existing nominee, the Authority shall issue and the Trustee shall authenticate and deliver a new registered bond to the new nominee in exchange for each bond surrendered which was registered in the name of the old nominee to such new nominee of the Securities Depository.

(C) Upon receipt by the Authority and the Trustee of written notice from the Securities Depository to the effect that the Securities Depository is unable or unwilling to discharge its responsibilities and no substitute depository willing to undertake the functions of the Securities Depository hereunder can be found which is willing and able to undertake such functions upon reasonable and customary terms, then the Series 2025A Bonds shall no longer be restricted to being registered in the registry books of the Authority kept by the Trustee in the name of the nominee of the Securities Depository, but may be registered in whatever name or names the beneficial owners transferring or exchanging Series 2025A Bonds shall designate, in accordance with the provisions of this Supplemental Resolution. Notwithstanding the foregoing, the Authority will use reasonable best efforts to identify a suitable securities depository willing to undertake the functions of the Depository upon reasonable and customary terms.

(D) In the event the Authority determines that it is in the best interest of the beneficial owners that they be able to obtain Series 2025A Bond certificates, the Authority may notify the Securities Depository and the Trustee, whereupon the nominee or Securities Depository will notify the participants of the availability through the nominee or Securities Depository of Series 2025A Bond certificates. In such event, the Authority shall issue and the Trustee shall authenticate, transfer and exchange Series 2025A Bond certificates, as requested to the Securities Depository and any other Bondholders in appropriate amounts, and whenever the Securities Depository requests the Authority and the Trustee to do so, the Trustee and the Authority will cooperate with the Securities Depository by taking appropriate action after reasonable notice (i) to make available one or more separate certificates evidencing the Series 2025A Bonds to any nominee or Securities Depository participant having Series 2025A Bonds credited to its Securities Depository account or (ii) to arrange for another securities depository to maintain custody of certificates evidencing the Series 2025A Bonds.

(E) In the event that individual Series 2025A Bond certificates are to be issued to beneficial owners of the Series 2025A Bonds in accordance with any provision of this Section 206, the Authority shall bear the expense of providing an inventory of Series 2025A Bond certificates for purposes of producing such certificates.

(F) Notwithstanding any other provision of this Supplemental Resolution to the contrary, so long as any Series 2025A Bond is registered in the name of a nominee of the Securities Depository, all payments with respect to the principal of any premium, if any, and interest on such Series 2025A Bond and all notices with respect to such Series 2025A Bond shall be made and given, respectively, to the nominee or Securities Depository.

(G) In connection with any notice or other communication to be provided to holders of the Series 2025A Bonds pursuant to this Supplemental Resolution by the Authority or the Trustee with respect to any consent or other action to be taken by holders of the Series 2025A Bonds, the Authority shall establish a record date for such consent or other action and give the nominee or Securities Depository notice of such record date not less than fifteen calendar days in advance of such record date to the extent possible.

Section 207. Redemption Prices and Terms. (A) Optional Redemption of Series 2025A Bonds. The Series 2025A Bonds maturing on or after June 15, 2035 (or such other date as determined pursuant to the provisions of Article III hereof) will be subject to redemption prior to maturity at the option of the Authority on June 15, 2034 (or such other date as determined pursuant to the provisions of Article III hereof) and thereafter on any date, as a whole or in part at 100% of the principal amount to be redeemed plus accrued interest to the date of redemption, in such order of maturity as is selected by the Authority and by lot within a maturity, in principal amounts of \$5,000 or integral multiples thereof.

(B) Mandatory Sinking Fund Redemption. Any Series 2025A Term Bonds may be subject to mandatory sinking fund redemption established pursuant to the provisions of Article III hereof. Such sinking fund installments shall become due on June 15 in each of the years determined pursuant to the provisions of Article III hereof in an amount sufficient to redeem on such date (or in the case of the last such sinking fund installment to pay at maturity), at 100% of the principal amount thereof plus accrued interest thereon to such redemption date, the Series 2025A Term Bonds determined pursuant to Article III hereof, the particular Series 2025A Term Bonds to be redeemed to be selected by lot.

(C) Mandatory Redemption with Unspent Bond Proceeds. Any amounts remaining in the Construction Fund for the Series 2025A Bonds upon completion of the Series 2025A Project shall be deposited in the Redemption Fund and applied on the next interest payment date for the Series 2025A Bonds to redeem Series 2025A Bonds, at par plus accrued interest to the date of redemption, in such order of maturity as is selected by the Authority and by lot within a maturity.

Section 208. Debt Reserve Requirement. A Series Debt Reserve Account shall be established securing the Series 2025A Bonds and the Debt Reserve Requirement for the Series 2025A Bonds shall be determined in accordance with the General Resolution and pursuant to the provisions of Article III hereof.

ARTICLE III

SALE AND DISPOSITION OF PROCEEDS AND OTHER AMOUNTS

Section 301. Private Sale. Should the Authority, in consultation with its independent financial advisor, determine pursuant to Section 1187 of the Act that the private sale of the Series 2025A Bonds is in the best interests of the Authority, it will apply for the approval of the Comptroller of the State for such private sale pursuant to said Section 1187.

Section 302. Sale of the Series 2025A Bonds. (A) The substance and form of the Contract of Purchase relating to the Series 2025A Bonds by and between the Authority and the Underwriter, substantially in the form presented at this meeting and annexed hereto as Exhibit A, is hereby approved. The Chairman, Vice-Chairman, and Executive Secretary are each hereby authorized, empowered, and directed to negotiate with the Underwriter the terms and conditions of the Series 2025A Bonds, including, but not limited to, the aggregate principal amount, maturity dates, redemption provisions, and interest rate or rates. The Chairman, Vice-Chairman, or Executive Secretary of the Authority are each hereby authorized to execute and deliver the Contract of Purchase with such changes, insertions, and omissions as may be approved by such Chairman, Vice-Chairman, or Executive Secretary, and such execution shall be conclusive evidence of any approval required by this Section 302(A). Subject to the approval of the Comptroller of the State, if required, the Series 2025A Bonds are hereby authorized to be sold to the Underwriter on the terms and conditions set forth in the Contract of Purchase.

(B) The Chairman, Vice-Chairman, and Executive Secretary of the Authority (each, an “Authorized Officer”) are each hereby authorized to execute and deliver any and all papers, instruments, opinions, certificates, affidavits, and other documents and to do and cause to be done all acts and things necessary, convenient or proper for carrying out the General Resolution, this Supplemental Resolution, the Contract of Purchase and the issuance, sale, and delivery of the Series 2025A Bonds.

Section 303. Date and Place of Sale. The Series 2025A Bonds shall be sold to the Underwriter, on a date to be determined by the Chairman, Vice Chairman, or Executive Secretary and set forth in the Contract of Purchase.

Section 304. Official Statement. (A) The Preliminary Official Statement, in substantially the form presented to this meeting and annexed hereto as Exhibit B, is hereby approved, but is subject to change by the Chairman, Vice Chairman or Executive Secretary without notice and to completion or amendment or supplementation in the final Official Statement as specified below. The Chairman, Vice Chairman or Executive Secretary is hereby authorized to distribute copies of the Preliminary Official Statement to the Underwriter in such quantities as any such officer determines to be appropriate.

(B) Upon the sale of the Series 2025A Bonds, the Chairman, Vice Chairman, or Executive Secretary is hereby authorized to complete the final Official Statement with such changes, variations, omissions, and insertions as any such officer shall deem necessary or desirable to finalize the Official Statement. The Chairman, Vice Chairman or Executive Secretary is hereby further authorized to furnish the Underwriter copies of the final Official Statement, in such quantities as any such officer determines to be appropriate, within seven (7) days of the award of the Series 2025A Bonds.

Section 305. Continuing Disclosure Agreement. The Continuing Disclosure Agreement, in substantially the form presented to the Authority and attached hereto as Exhibit C, is hereby approved. The Authorized Officers of the Authority, and each of them without the others, are hereby authorized to

execute and deliver the Continuing Disclosure Agreement on behalf of the Authority, together with such changes, variations, omissions, and insertions as such officers or any of them shall deem appropriate, without additional action by the Authority; such execution shall constitute conclusive evidence of such approval.

Section 306. Disposition of Proceeds of the Series 2025A Bonds. The proceeds of the sale of the Series 2025A Bonds shall be applied as follows:

(A) To be paid to the Trustee for deposit into the Construction Fund with respect to the Series 2025A Project, the amount determined pursuant to the provisions of this Article III and as set forth in the Contract of Purchase, a portion of which, in an amount determined pursuant to the provisions of this Article III and as set forth in the Contract of Purchase, will be deposited into the Capitalized Interest Account.

(B) To be paid to the Trustee for deposit into, or to purchase a surety bond or other Reserve Fund Facility to be held in, the Series Debt Reserve Account for Common Debt Reserve Secured Bonds of the Debt Reserve Fund with respect to the Series 2025A Bonds, the amount to be determined pursuant to the provisions of this Article III and as set forth in the Contract of Purchase.

(C) To pay the amount, if any, determined pursuant to the provisions of this Article III and as set forth in the Contract of Purchase, to pay the premium for bond insurance to secure repayment of principal and interest on the Series 2025A Bonds.

(D) To pay Costs of Issuance of the Series 2025A Bonds either directly therefrom or following deposit thereof in an account hereby authorized to be established and to be held by the Authority, designated as the Series 2025A Bonds Costs of Issuance Account, the amount remaining after the application required in Sections 306(A) and (B) above has been effected. Such amount as therein deposited shall be promptly expended to pay the Costs of Issuance of the Series 2025A Bonds not otherwise paid. Any amounts remaining in such account after payment of all Costs of Issuance may be applied to and expended for any lawful purpose of the Authority.

Section 307. Tax Covenants. (A) The Authority shall not permit at any time or times any of the proceeds of the Series 2025A Bonds or any other funds of the Authority to be used directly or indirectly to acquire any securities or obligations, the acquisition of which would cause any Series 2025A Bond to be an “arbitrage bond” as defined in Section 148 of the Internal Revenue Code of 1986, as amended (the “Code”).

(B) The Authority shall not permit at any time or times any proceeds of the Series 2025A Bonds or any other funds of the Authority to be used, directly or indirectly, in a manner that would result in the exclusion of any Series 2025A Bond from the treatment afforded by Section 103(a) of the Code, as from time to time amended, or result in the classification of any Series 2025A Bond as a “private activity bond” within the meaning of Section 141 of the Code.

(C) The Authority will comply with the provisions and procedures of the Arbitrage and Use of Proceeds Certificate to be delivered concurrently with the delivery of the Series 2025A Bonds, and it will do and perform all acts and things necessary or desirable to assure that interest paid on the Series 2025A Bonds is excludable from gross income under Section 103 of the Code.

Section 308. Credit Facility; Reserve Fund Facility. The Authority may enter into one or more Credit Facility Agreements and/or Reserve Fund Facility Agreements with respect to the Series 2025A Bonds in form and substance and with such Credit Issuers or Reserve Fund Facility Providers as may be approved by any Authorized Officer of the Authority, in consultation with the Authority's Financial Advisor.

ARTICLE IV

FORM AND EXECUTION

Section 401. Form of the Series 2025A Bonds. Subject to the provisions of the General Resolution, the Series 2025A Bonds shall be executed in substantially the following form:

REGISTERED

REGISTERED

No. 2025R-__

\$_____

BUFFALO SEWER AUTHORITY

SEWER SYSTEM REVENUE BOND, SERIES 2025A

MATURITY DATE	INTEREST RATE	DATE OF ORIGINAL ISSUE	CUSIP
---------------	---------------	------------------------	-------

REGISTERED OWNER:

PRINCIPAL SUM: _____ DOLLARS AND NO CENTS

BUFFALO SEWER AUTHORITY (the "Authority"), a body corporate and politic constituting a public benefit corporation organized and existing under the laws of the State of New York (the "State"), for value received, hereby promises to pay solely as hereinafter provided to the REGISTERED OWNER named above, or registered assigns, on the MATURITY DATE (stated above), the PRINCIPAL SUM (stated above) upon presentation and surrender hereof at the corporate trust office of Manufacturers and Traders Trust Company, in Buffalo, New York (the "Paying Agent"), and to pay interest on such PRINCIPAL SUM from April 23, 2025 or from the most recent interest payment date to which interest has been paid at the INTEREST RATE (stated above), payable December 15, 2025, and semiannually thereafter on June 15 and December 15 in each year to maturity. Interest hereon shall be payable by the Paying Agent on each interest payment date to the registered owner hereof at his address as it appears on the registration books of the Authority maintained by the Paying Agent or at such other address as may be furnished in writing by the registered owner to the Paying Agent at the close of business on the fifteenth day of the month preceding each interest payment date. Principal of, redemption premium, if any, and interest on this Bond are payable in any coin or currency of the United States of America that, at the date of payment, is legal tender for the payment of public and private debts.

REFERENCE IS MADE TO THE FURTHER PROVISIONS OF THIS BOND SET FORTH ON THE REVERSE HEREOF WHICH SHALL FOR ALL PURPOSES HAVE THE SAME EFFECT AS THOUGH FULLY SET FORTH HEREIN.

This Bond and the issue of which it forms a part are special obligations of the Authority payable solely from revenues and other moneys pledged for such payment pursuant to the Act and the Resolution. This Bond and the issue of which it forms a part shall not in any respect be a general obligation of the Authority to which the full faith and credit of the Authority is pledged and shall not in any manner or to any extent constitute or be a charge upon any moneys or property of the Authority not specifically pledged thereto by the Resolution. The Authority has no taxing power. This Bond is not a debt of the State of New York or the City of Buffalo, and neither the State of New York nor the City of Buffalo is liable hereon, nor is this Bond payable out of any funds other than those of the Authority.

This Bond is issued pursuant to and in full compliance with the Constitution and laws of the State. It is hereby certified, recited, and declared that all acts, conditions, and things required to exist, happen, and be performed precedent to and in the issuance of this Bond do exist, have happened and have been performed in due time, form, and manner as required by law and that the issuance of this Bond and of the issue of which it forms a part, together with all other obligations of the Authority, do not exceed or violate any constitutional or statutory limitation.

Neither the officers of the Authority nor any person executing this Bond shall be liable personally or be subject to any personal liability or accountability by reason of the issuance hereof.

This Bond shall not be valid or become obligatory for any purpose or be entitled to any security or benefit under the Resolution until the certificate of authentication hereon shall have been signed by the Trustee.

IN WITNESS WHEREOF, THE BUFFALO SEWER AUTHORITY has caused this Bond to be executed in its name and on its behalf by the manual or facsimile signature of its Chairman or Vice-Chairman, and its corporate seal (or facsimile thereof) to be affixed, imprinted, engraved or otherwise reproduced hereon and attested by the manual or facsimile signature of its Secretary or an Assistant Secretary, all as of the ____ day of _____, 2025.

BUFFALO SEWER AUTHORITY

By: _____
Chairman

(SEAL)

Attest:

Secretary

(to be printed on reverse of bond)

BUFFALO SEWER AUTHORITY

Sewer System Revenue Bond, Series 2025A

This Bond is one of an authorized issue of bonds of the Authority designated “Sewer System Revenue Bonds, Series 2025A” in the aggregate principal amount of \$_____ (the “Bonds”), which are issued to finance the design, rehabilitation and construction of certain projects (collectively, the “Series 2025A Project”) at the Raw Wastewater Pump Station, the Settled Wastewater Pump Station, the South Buffalo Pump Station and the Fruit Belt Sewer (and as further described in the hereinafter-defined Supplemental Resolution). The Bonds are issued pursuant to the provisions of the Buffalo Sewer Authority Act, Title 8 of Article 5 of the Public Authorities Law, Chapter 43-A of the Consolidated Laws of the State of New York, as amended (the “Act”), a resolution adopted by the Authority on May 26, 2021, entitled “Amended and Restated Sewer System Revenue Bond Resolution” (the “General Resolution”) and a supplemental resolution authorizing the Bonds adopted by the Authority on March 12, 2025 (the “Supplemental Resolution” and, together with the General Resolution, the “Resolution”). A copy of the Resolution is on file at the office of the Authority in the City of Buffalo, New York, and at the principal office in the City of Buffalo, New York, of Manufacturers and Traders Trust Company, as trustee under the Resolution (said trustee and any successor trustee under the Resolution being called the “Trustee”). Reference to the Resolution and any and all supplements thereto and modifications and amendments thereof and to the Act is made for a description of the pledges and covenants securing the Bonds, the nature, extent, and manner of enforcement of such pledges, the rights and remedies of the registered owners of the Bonds with respect thereto and the terms and conditions upon which the Bonds are issued and additional Bonds may be issued in additional Series for the purpose of providing sufficient funds for the capital costs of the Authority’s sewer system or for the purpose of refunding outstanding Bonds.

This Bond is transferable or exchangeable only upon the books of the Authority kept for that purpose at the above-mentioned office of the Trustee by the registered owner hereof in person, or by his duly authorized attorney, upon surrender of this Bond (together with a written instrument of transfer satisfactory to the Trustee duly executed by the registered owner or his duly authorized attorney), and thereupon a new Bond or Bonds, in the same aggregate principal amount and of the same maturity, shall be issued to the transferee or the registered owner in exchange therefor as provided in the Resolution and upon payment of the charges therein prescribed. The Authority and the Trustee may deem and treat the person in whose name this Bond is registered as the absolute owner hereof for the purpose of receiving payment of, or on account of, the principal or redemption price hereof and interest due hereon and for all other purposes whatsoever.

The Bonds maturing on or after _____ will be subject to redemption prior to maturity at the option of the Authority on _____ and thereafter on any date, as a whole or in part at 100% of the principal amount to be redeemed plus accrued interest to the date of redemption, in such order of maturity as is selected by the Authority and by lot within a maturity, in principal amounts of \$5,000 or integral multiples thereof.

[This Bond is also subject to redemption in part by lot on _____ in each year commencing _____ at the principal amount plus accrued interest to the date of redemption thereof, from mandatory sinking fund installments, which are required to be made in amounts sufficient to redeem on _____ 1 of each year the principal amount specified for each of the years shown below:

Sinking Fund Installments

<u>Year</u>	<u>Amount]</u>
-------------	----------------

[Any amounts remaining in the Construction Fund for the Bonds upon completion of the Series 2025A Project shall be deposited in the Redemption Fund and applied on the next interest payment date for the Bonds to redeem Bonds, at par plus accrued interest to the date of redemption, in such order of maturity as is selected by the Authority and by lot within a maturity.]

If this Bond (or any portion hereof) is duly called for redemption, the Trustee shall give notice, in the name of the Authority, of the redemption of this Bond, which notice shall specify the Series and maturities of the Bonds to be redeemed, the redemption date and the place or places where amounts due upon such redemption will be payable and, if less than all of the Bonds of any like Series and maturity are to be redeemed, the numbers or other distinguishing marks of such Bonds so to be redeemed. Such notice shall further state that on such date, there shall become due and payable upon each Bond to be redeemed the Redemption Price thereof, together with interest accrued to the redemption date and that from and after such date, interest thereon shall cease to accrue and be payable. The Trustee shall, upon written instruction of an Authorized Officer, give such notice either by (i) delivery of a copy of such notice not less than thirty days before the redemption date, to the registered owners of any Bonds that are to be redeemed, at their last addresses, if any, appearing upon the registry books, or, in the case of Book Entry Bonds, to the Depository for such Book Entry Bonds in accordance with such Depository's standard practices, or (ii) publication once a week for at least two successive weeks in an Authorized Newspaper, the first such publication to be not less than thirty days nor more than sixty days prior to the redemption date, but such delivery or publication shall not be a condition precedent to such redemption and failure so to deliver or publish any such notice shall not affect the validity of the proceedings for the redemption of Bonds. If this Bond (or any portion hereof) shall have been duly called for redemption and notice of such redemption duly given as aforesaid, and if on or before the redemption date, there shall be deposited with the Trustee or other Paying Agent sufficient funds to pay the principal amount hereof to be redeemed at the then applicable redemption price and the interest accrued on the principal amount redeemed to the date of redemption, then this Bond (or such portion hereof) shall become due and payable upon such redemption date and interest shall cease to accrue and become payable from and after the redemption date on the principal amount hereof to be redeemed.

This Bond shall have all the qualities and incidents of a negotiable instrument to the extent provided by the Uniform Commercial Code of the State of New York and shall be transferable by the registered owner hereof or by such owner's authorized agent at the principal office of the registrar upon surrender and cancellation of this Bond, and thereupon a new registered Bond or Bonds without coupons of the same aggregate principal amount in authorized denominations and of the same series, interest rate, and maturity will be issued to the transferee as provided in the Resolution and upon payment of any transfer charge therein prescribed. The Authority, the Trustee, the Paying Agent and any other person may treat the person in whose name this Bond is registered as the absolute owner hereof for the purpose of receiving payment thereof and for all purposes and shall not be affected by any notice to the contrary, whether this Bond be overdue or not.

The Resolution permits, with certain exceptions as therein provided, the amendment thereof and the modification of the rights and obligations of the Authority and the rights of the holders of the Bonds at any time by the Authority with the consent of the holders of not less than a majority in

aggregate principal amount of the Bonds at the time Outstanding thereunder. Any such consent shall be conclusive and binding upon each such holder and upon all future holders of each Bond and of any such Bond issued upon the transfer or exchange thereof, whether or not notation of such consent is made thereon. The Resolution also contains provisions permitting the Trustee to waive certain past defaults and their consequences. The holder of this Bond shall have no right to enforce the provisions of the Resolution, to institute action to enforce the provisions and covenants thereof or to institute, appear in or defend any suit or other proceeds with respect thereto, except as provided in the Resolution.

[FORM OF ASSIGNMENT]

ASSIGNMENT

FOR VALUE RECEIVED the undersigned sells, assigns and transfers unto

(Please Print or Type Name and Address of Assignee) the within bond and does hereby irrevocably constitute and appoint.

Attorney to transfer the said bond on the books kept for the registration thereof, with full power of substitution in the premises.

Dated: _____

NOTICE:

The signature to this assignment must correspond with the name as it appears on the face of the within bond in every particular.

In the presence of:

Section 402. Certificate of Authentication. The Certificate of Authentication to be printed on each of the Series 2025A Bonds shall be in the following form:

[CERTIFICATE OF AUTHENTICATION]

This Bond is one of the Series 2025A Bonds described in the within-mentioned Resolution.

MANUFACTURERS AND TRADERS
TRUST COMPANY, as Trustee

By: _____
Authorized Officer

Section 403. No Recourse on Series 2025A Bonds. All covenants, stipulations, promises, agreements, and obligations of the Authority contained in this Supplemental Resolution shall be deemed to be the covenants, stipulations, promises, agreements, and obligations of the Authority and not of any officer or employee of the Authority in his or her individual capacity, and no recourse shall be had for the payment of the principal of or interest on the Series 2025A Bonds or for any claim based thereon or on this Supplemental Resolution, either jointly or severally against any officer or employee of the Authority or any person executing said Bonds.

ARTICLE V

MISCELLANEOUS

Section 501. Appointment of Paying Agent. Manufacturers and Traders Trust Company, Buffalo, New York, is hereby appointed Paying Agent for the Series 2025A Bonds pursuant to Section 1102 of the General Resolution.

Section 502. CUSIP Identification Numbers. CUSIP identification numbers, at the sole option of the Authority, may be placed on the Series 2025A Bonds, but neither the failure to place any such number on any Series 2025A Bond nor any inaccuracy, error, or omission with respect thereto shall constitute cause for failure or refusal by the Underwriter to accept delivery of and pay for the Series 2025A Bonds. No such CUSIP identification number shall constitute a part of the contract evidenced by the particular Series 2025A Bond upon which it is imprinted, and no liability shall attach to the Authority or any officer or agent thereof, including any registrar or Paying Agent for the Series 2025A Bonds, by reason of such number or any use made thereof, including any use thereof made by the Authority, any such officer or any such agent, or by reason of any inaccuracy, error or omission with respect thereto or in such use.

Section 503. Official Intent. The Authority may pay certain expenses incurred in connection with the Series 2025A Project prior to the date the Series 2025A Bonds are issued out of the Authority's general operating fund. The Authority intends to reimburse any such original expenditure with the proceeds of the Series 2025A Bonds in accordance with Treasury Regulation 1.150-2.

Section 504. Effective Date. This Supplemental Resolution shall take effect immediately.

EXHIBIT A

CONTRACT OF PURCHASE

EXHIBIT B

PRELIMINARY OFFICIAL STATEMENT

EXHIBIT C

CONTINUING DISCLOSURE AGREEMENT

CERTIFICATE

I, Eleanor Petrucci, Secretary of the Buffalo Sewer Authority in the County of Erie, State of New York, HEREBY CERTIFY that the foregoing annexed extract from the Minutes of a meeting of the Board of Directors of said Authority, duly called and held on March 12, 2025, and at which a quorum was present and acting throughout and the resolution contained therein is a true and complete copy of the resolution thereupon adopted and recorded in the Minutes of said Authority and that the foregoing extract has been compared by me with the original minutes as officially recorded in my office in the Minute Book of said Authority and is a true, complete and correct copy thereof and of the whole of said original minutes so far as the same relate to the subject matters referred to in said extract, and that said resolution has not been amended or repealed but is in full force and effect.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the corporate seal of said Authority this ____ day of _____, 2025.

(SEAL)

Eleanor Petrucci, Secretary

ITEM NO. 5

AUTHORIZATION TO ENTER INTO A MEMORANDUM OF UNDERSTANDING WITH THE BUFFALO MUNICIPAL HOUSING AUTHORITY REGARDING THE INSTALLATION OF GREEN INFRASTRUCTURE PRACTICES

- WHEREAS: On June 3, 2021, the Board of the Buffalo Sewer Authority approved the pricing and other details of the Sewer System Environmental Impact Revenue Bonds, Series 2021 to fund the Raincheck 2.0 Green Infrastructure Program.
- WHEREAS: As a term of these bonds, green infrastructure constructed through this funding mechanism is required to be on publicly-owned lands. Toward that end and working in tandem with the Buffalo Municipal Housing Authority, the Buffalo Sewer Authority has identified the Kenfield-Langfield and Ferry-Grider properties. These properties represent the best cost effective and efficient use of these bonds on public lands.
- WHEREAS: As a condition to constructing green infrastructure on these lands, Buffalo Sewer Authority representatives negotiated the terms of a Memorandum of Understanding with the Buffalo Municipal Housing Authority which sets forth the responsibilities of each party. The Memorandum of Understanding is attached hereto as Attachment A.
- WHEREAS: Pursuant to the parties' agreement as described in the Memorandum of Understanding, the Buffalo Sewer Authority is responsible for funding the design, engineering and construction of the green infrastructure projects. Both parties are responsible for the projects' completion as planned by June 15, 2028.
- WHEREAS: On November 21, 2024, the Board of the Buffalo Municipal Housing Authority authorized the Executive Director to enter into the Memorandum of Understanding.

NOW THEREFORE
BE IT RESOLVED:

That the Board of the Buffalo Sewer Authority hereby authorizes the Principal Sanitary Engineer and the Executive Secretary to enter into the above-referenced Memorandum of Understanding with the Buffalo Municipal Housing Authority.

MOTION TO APPROVE

MADE BY MRS. PETRUCCI

2ND BY MR. ROOSEVELT

AYES 3 NOES 0

Board Meeting of March 12, 2025

ITEM NO. 6

AUTHORIZATION TO ENTER INTO A MEMORANDUM OF UNDERSTANDING WITH THE BUFFALO PUBLIC SCHOOLS REGARDING THE INSTALLATION OF GREEN INFRASTRUCTURE PRACTICES

- WHEREAS: On June 3, 2021, the Board of the Buffalo Sewer Authority approved the pricing and other details of the Sewer System Environmental Impact Revenue Bonds, Series 2021 to fund the Raincheck 2.0 Green Infrastructure Program.
- WHEREAS: As a term of these bonds, green infrastructure constructed through this funding mechanism is required to be on publicly-owned lands. Toward that end and working in tandem with the Buffalo Public Schools, the Buffalo Sewer Authority has identified twenty (20) Buffalo Public Schools' properties. These properties represent the best cost effective and efficient use of these bonds on public lands.
- WHEREAS: As a condition to constructing green infrastructure on these lands, Buffalo Sewer Authority representatives negotiated the terms of a Memorandum of Understanding with the Buffalo Public Schools which sets forth the responsibilities of each party. The Memorandum of Understanding is attached hereto as B.
- WHEREAS: Pursuant to the parties' agreement as described in the Memorandum of Understanding, the Buffalo Sewer Authority is responsible for funding the design, engineering and construction of the green infrastructure projects. Both parties are responsible for the projects' completion as planned by June 15, 2028.
- WHEREAS: On November 20, 2024, the Board of the Buffalo Public Schools authorized the Superintendent to enter into the Memorandum of Understanding.

NOW THEREFORE
BE RESOLVED:

That the Board of the Buffalo Sewer Authority hereby authorizes the Principal Sanitary Engineer and the Executive Secretary to enter into the above-referenced Memorandum of Understanding with the Buffalo Public Schools.

MOTION TO	APPROVE		
MADE BY	MRS. PETRUCCI		
2 ND BY	MR. ROOSEVELT		
AYES	3	NOES	0

Board Meeting of March 12, 2025

ITEM NO. 7

CHANGE ORDER NO. 1 – CONTRACT NO. 82000062 ARCADIS ENGINEERING SERVICES FOR WASTE HEAT BOILER REHABILITATION

CONSULTANT:	ORIGINAL CONTRACT COST	\$398,000.00
Arcadis, Inc.	PREVIOUS CHANGE ORDERS	\$0.00
62638 Collection Center Drive	THIS CHANGE ORDER	<u>\$111,500.00</u>
Chicago, Il 60693-0626	ADJUSTED CONTRACT COST	\$509,500.00

VENDOR NO. 1652	ACCOUNT NO.	02000562-432004
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WORK: Waste Heat Boiler Rehabilitation Design and CA/CI

DESCRIPTION OF CHANGE OR EXTRA WORK:

Item #1 Additional design and coordination services for the Waste Heat Boiler Rehabilitation project

REASON FOR CHANGE OR EXTRA WORK:

Item #1 Arcadis Engineering was originally designing project specifications to accommodate a rehabilitation of the Waste Heat Boilers. After a condition assessment performed by a subconsultant for Arcadis, (Babcock and Wilcox), in November of 2024, it was determined that the most cost-effective path forward was to replace the boiler rather than rehabilitate the existing boiler. Thereby creating a necessity for additional design and engineering services.

COST OF CHANGE OR EXTRA WORK:

Item #1 \$111,500.00

THE TOTAL COST OF THE CHANGE OR EXTRA WORK: \$111,500.00

WHEREAS: In Item No. 8, on January 4, 2023, the Board of the Buffalo Sewer Authority authorized the General Manager to enter into an agreement with Arcadis for Engineering Services for design and Construction Administration/Construction Inspection at a cost not to exceed \$398,000.00; and

WHEREAS: On April 3, 2023, Arcadis, Inc. entered into a contract with the Buffalo Sewer Authority in accordance with the previously stated conditions; and

WHEREAS: The Acting Treatment Plant Administrator and Staff have reviewed the “Bird Island Wastewater Treatment Plant Waste Heat Recovery Boiler System Improvements – Proposed Amendment No. 1 for Additional Design Services

Contract No. 82000062 ” and the Change Order No. 1 and recommend their approval.

NOW THEREFORE
BE IT RESOLVED:

That the Board of the Buffalo Sewer Authority hereby approves Change Order No. 1 to Contract No. 82000062 as written in the above Agenda Item, increasing the contract cost in the amount of \$111,500.00, making the adjusted contract cost \$509,500.00. Expenses from this contract will be funded from Account No. 02000562-432004.

MOTION TO APPROVE

MADE BY MRS. PETRUCCI

2ND BY MR. ROOSEVELT

AYES 3 NOES 0

Board Meeting of March 12, 2025

ITEM NO. 8

AUTHORIZATION TO PURCHASE A SKID STEER UNDER STATE CONTRACT

WHEREAS: The Supervisor of Yards and Grounds and Head Motor Equipment Mechanic request approval to purchase the following Bobcat Skid Steer with additional options available under New York State Contract, to add to the existing fleet:

State Contract	Vendor	Vehicle	Cost
NYS#PC69396	Clark Equipment Company DBA Bobcat Company	S650 T4 Bobcat Skid Steer Loader. Item# M0231. 74 HP Tier 4 Turbo Diesel Engine.	\$57,082.85
Award PGB#22792			
Group#40625 Heavy Equipment		Delivery & Setup Charges	<u>\$1641.00</u>
		Total Vehicle Cost:	\$58,723.85

WHEREAS: The Supervisor of Yards and Grounds and the Head Motor Equipment Mechanic recommend the purchase of the above Bobcat Skid Steer at the total cost of \$58,723.85.

NOW THEREFORE
BE IT RESOLVED: That the Board of the Buffalo Sewer Authority authorizes the Executive Secretary and Principal Sanitary Engineer to purchase the above Bobcat Skid Steer and additional options indicated from Clark Equipment Company DBA Bobcat Company, at a total cost of \$58,723.85. This purchase will be charged to account no. 00530107-474100.

MOTION TO APPROVE

MADE BY MRS. PETRUCCI

2ND BY MR. ROOSEVELT

AYES 3 NOES 0

Board Meeting of March 12, 2025

ITEM NO. 10

CHANGE ORDER NO. 1 – PURCHASE ORDER NO. 22500547

CONTRACTOR:	ORIGINAL CONTRACT COST	\$300,000.00
THE HANNON COMPANY	CHANGE ORDER NO. 1	<u>\$249,471.00</u>
1605 WAYNESBURG DR SE	ADJUSTED CONTRACT COST	\$549,471.00
CANTON, OH 44707		
VENDOR # 15899	ACCOUNT #	00520106-443421
WORK:	Large Motor Turnkey Maintenance Service Program	

In conjunction with the Raw Wastewater, Settled Wastewater, and South Buffalo Pumpstation Rehabilitation Project, the Principal Sanitary Engineer, Superintendent of Mechanical Maintenance, and staff and consultants from TY Lin have identified the following items to be removed from the upcoming capital project and expedited through the Large Motor Turnkey Maintenance Service Program.

DESCRIPTION OF CHANGE OR EXTRA WORK:

- Item #1 Change out of upper bearing on Settled Wastewater Pump #1
- Item #2 Reconditioning of motor and cleaning, baking, and changing of bearings of Settled Wastewater Pump #5
- Item #3 Dehumidifying of the motor and testing for Settled Wastewater Pump #6
- Item #4 Reconditioning of motor and cleaning, baking, and changing of bearings for South Buffalo Pump #1
- Item #5 Rewinding of motor for South Buffalo Pump #3
- Item #6 Reconditioning of motor and cleaning, baking, and changing of bearings for South Buffalo Pump #4
- Item #7 Additional preventative maintenance

REASON FOR CHANGE OR EXTRA WORK:

- Item #1 The bearing temperature for Settled Wastewater Pump #1 has repeatedly exceeded upper limits and as a result this pump is out of service and not available for use.
- Item #2 Multiple issues with Settled Wastewater Pump #5 prevent its use for high flows and for redundancy upon completion of the first half of the NFA Phase 1 project, reducing secondary process capacity significantly.

- Item #3 Issues have been identified with Settled Wastewater Pump #6 which may cause failure of this pump which once the first half of the NFA Phase 1 project is completed will be the sole functioning pump for the secondary process.
- Item #4 Reconditioning of South Buffalo Pump #1 at this time will prevent degradation to the point of failure and save time, money, and process issues.
- Item #5 Rewinding of South Buffalo #3 is required to ensure redundancy and capacity of this station during high flow events.
- Item #6 Reconditioning of South Buffalo Pump #4 at this time will prevent degradation to the point of failure and save time, money, and process issues.
- Item #7 Continuing preventative maintenance will ensure that renewal of contract for 2025-2026 will incorporate better estimates for reconditioning work required in that fiscal year.

COST OF CHANGE OR EXTRA WORK:

- Item #1 \$25,000.00
- Item #2 \$153,471.00
- Item #3 \$10,000.00
- Item #4 \$10,000.00
- Item #5 \$30,000.00
- Item #6 16,0000.00
- Item #7 \$5,0000.00

THE TOTAL COST OF THE CHANGE OR EXTRA WORK \$249,471.00

The total INCREASE to the contract as a result of this Change Order is \$249,471.00

CHANGE ORDERS

CONTRACT SUPPLEMENT CONDITIONS:

1. The contract completion date established in the original contract or as modified by previous contract remains unchanged.
2. Any additional work to be performed under this contract supplement shall be carried out in compliance with the specifications included in the preceding description of changes involved with the supplemental contract drawings designated none and under the provisions of the original

contract, including compliance with applicable equipment specifications, general specifications, and project specifications for the same type of work.

3. This contract supplement unless otherwise provided herein does not relieve the Contractor from strict compliance with the guarantee provisions of the original contract, particularly those pertaining to performance and operation of equipment.
4. The Contractor expressly agrees that he will place under coverage of his performance and payment bonds and Contractor's Insurance all work covered by this contract supplement. The Contractor will furnish to the Owner evidence of increased coverage of his performance and payment bonds for the accrued value of all contract supplements that exceeds the original contract price by twenty percent (20%).
5. The costs established under this contract supplement are acknowledged as including any and all costs associated with the work described herein and including any and all costs associated with any and all work performed or to be performed by the Contractor that may be affected in any manner by the work described herein.

WHEREAS: On May 29, 2024, the Board of the Buffalo Sewer Authority authorized the General Manager to enter into and execute a contract with Hannon Electric Company, to provide Large Motor Turnkey Maintenance services for the period July 1, 2024 to June 30, 2025 at \$300,000.00, with an option to renew for four (4) one-year periods; and

WHEREAS: The Principal Sanitary Engineer, Superintendent of Mechanical Maintenance, and staff requested a proposal for and have reviewed Change Order No. 1 to Purchase Order No. 22500547 as detailed above and recommend approval.

NOW THEREFORE

BE IT RESOLVED: That the Board of the Buffalo Sewer Authority hereby approves Change Order No. 1 to Purchase Order No. 22500547 as written in the above Agenda Item, increasing the contract cost in the amount of \$249,471.00, making the adjusted contract cost \$549,471.00. Account No. 00520106-443421 will be utilized for this Change Order.

MOTION TO	_____	APPROVE	_____
MADE BY	_____	MRS. PETRUCCI	_____
2 ND BY	_____	MR. ROOSEVELT	_____
AYES	_____	3	NOES _____ 0

Board Meeting of March 12, 2025

ITEM NO. 11

**ADDITIONAL WORK PHASE, CONTRACT NO. 82000056 CORNELIUS CREEK CSO 055
BACKWATER GATE FLOOD MITIGATION PROJECT**

CONSULTANT:	ORIGINAL CONTRACT COST	\$219,300.00
Wendel	PREVIOUS CHANGE ORDER	\$0.00
Centerpointe Corporate Park	ADDITIONAL WORK PHASE	\$160,000.00
375 Essjay Road, Suite 200	ADJUSTED CONTRACT COST	\$379,300.00
Williamsville, NY 14221		

PROJECT: CORNELIUS CREEK CSO 055 BACKWATER GATE FLOOD MITIGATION

DESCRIPTION OF CHANGE OR EXTRA WORK:

- Item #1 Construction Administration Services
- Item #2 Resident Engineer and Construction Observation Services

REASON FOR CHANGE OR EXTRA WORK:

- Item #1 The consultant will perform construction administration services during the course of the construction project.
- Item #2 The consultant will subcontract this work to JM Davidson, Engineering, D.P.C., a New York State and Buffalo and Erie County certified Woman Owned Business Enterprise.

COST OF CHANGE OR EXTRA WORK:

- Item #1 \$68,500.00
- Item #2 \$91,500.00

THE TOTAL COST OF THE CHANGE OR EXTRA WORK: \$160,000.00

The total INCREASE to the contract as a result of this additional phase is \$160,000.00

WHEREAS: The Buffalo Sewer Authority (BSA) has negotiated with the United States Environmental Protection Agency, the United States Department of Justice and the New York State Department of Environmental Conservation to address sewer system improvements to comply with the Federal Clean Water Act through the Combined Sewer Overflow Long-Term Control Plan (LTCP) which was approved by the agencies on March 18, 2014; and

- WHEREAS: As part of the approved LTCP, the BSA committed to the installation of up to sixteen Real Time Control (RTC) projects; and
- WHEREAS: The Board of the Buffalo Sewer Authority has prequalified five (5) engineering firms to allow for the submission of proposals for future real time control (smart sewer) projects under Item No. 13 of the November 22, 2021 Board Meeting; and
- WHEREAS: Residents of both the Valley and Hertel neighborhoods have expressed concerns with basement back-ups during seiche-based flood events; and
- WHEREAS: Post-construction monitoring of the Hertel at Deer and Smith at Perry Smart Sewer projects has revealed that seiche events have reduced the effectiveness of these projects; and
- WHEREAS: In discussions with New York State Department of Conservation, New York State Division of Homeland Security & Emergency Services, and the Federal Emergency Management Agency have all indicated that Water Quality Improvement Program grant funding already secured for related projects and both Hazard Mitigation Grant Program and Building Resilient Infrastructure and Communities grant funding currently being applied for may be made available for a project to reduce the impact of these events on residents and the combined sewer system; and
- WHEREAS: Upon request, one of the five (5) prequalified firms, Wendel, submitted a letter proposal to complete applicable tasks for the preliminary design for Smith Street Real Time Control flood prevention and Cornelius Creek Real Time Control flood prevention planning and permitting, and design phase services in the amount of \$219,300.00; and
- WHEREAS: In Item No. 14, on October 19, 2022, the Board of the Buffalo Sewer Authority authorized the General Manager to enter into an agreement with Wendel in the amount of \$219,300.00 for professional engineering services associated with the Cornelius Creek and Smith Street Flood Prevention Smart Sewer Project; and
- WHEREAS: The Cornelius Creek CSO 055 Backwater Gate Flood Mitigation design and the construction bid phases are complete; and
- WHEREAS: A FEMA backed HMGP grant has been secured to fund the construction; and
- WHEREAS: The Principal Sanitary Engineer and staff have reviewed the request for an Additional Work Phase for Contract No. 8200056 (Cornelius Creek CSO 055 Backwater Gate Flood Mitigation Project – CA/CO) in the amount of \$160,000.00 as detailed above and recommend its approval; and

NOW THEREFORE
BE IT RESOLVED:

That the Board of the Buffalo Sewer Authority hereby approves an Additional Work Phase for Contract No. 82000056 as written in the above Agenda Item, increasing the contract cost in the amount of \$160,000.00, making the adjusted contract cost \$379,300.00.

MOTION TO APPROVE

MADE BY MR. ROOSEVELT

2ND BY MRS. PETRUCCI

AYES 3 NOES 0

Board Meeting of March 12, 2025

ITEM NO. 12

**DECLARATION OF LEAD AGENCY FOR STATE ENVIRONMENTAL QUALITY REVIEW
FOR SIDNEY-LARK RTC**

- WHEREAS: The Buffalo Sewer Authority (“BSA”) proposes to upgrade BSA’s sewer collection system at Sidney Street and Lark Street to control combined sewer overflow (CSO) discharges to the Scajaquada Creek (“the Project”); and
- WHEREAS: Pursuant to Section 1179 of the Authority Act, the City of Buffalo (the “City”) assigned, transferred and dedicated to the Authority the jurisdiction, control, supervision, possession and use of the Sewer System; and
- WHEREAS: The Sidney-Lark RTC Project area is located in the City of Buffalo’s Masten District; and
- WHEREAS: The Project will reduce both the number of CSO activation events to Scajaquada Creek and the total combined sewage discharge to Scajaquada Creek and the Black Rock Canal; and
- WHEREAS: In accordance with Part 617 of the implementing regulations pertaining to Article 9 (State Environmental Quality Review Act – “SEQRA”) of the Environmental Conservation Law, the Board has determined that the above project will be treated as a Type I action; and
- WHEREAS: Part 1 of the SEQRA Long Environmental Assessment Form (EAF) has been completed (See Attachment C); and
- WHEREAS: The Buffalo Sewer Authority has identified Involved Agencies for the Project.
- NOW THEREFORE
BE RESOLVED: The Board of the Buffalo Sewer Authority hereby announces its intent that the BSA will serve as Lead Agency to conduct an environmental review of the Project in accordance with SEQR and will notify the Involved Agencies of BSA’s intention to act as Lead Agency.

MOTION TO APPROVEMADE BY MRS. PETRUCCI2ND BY MR. ROOSEVELTAYES 3 NOES 0

Board Meeting of March 12, 2025

ITEM NO. 13

ADJOURNMENT OF MEETING

MOTION TO _____ ADJOURN _____

MADE BY _____ MRS. PETRUCCI _____

2ND BY _____ MR. ROOSEVELT _____

AYES _____ 3 _____ NOES _____ 0 _____

Board Meeting of March 12, 2025