

MINUTES OF THE ANNUAL MEETING
OF THE
BUFFALO SEWER AUTHORITY
July 1, 2016

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BUFFALO SEWER AUTHORITY

July 1, 2016

ANNUAL MEETING

9:00 A.M.

TREATMENT PLANT

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ITEM NO. 2

ELECTION OF OFFICERS

	MOTION TO	<u>APPROVE</u>
CHAIRMAN	MADE BY	<u>MR. KENNEDY</u>
HERBERT L. BELLAMY, JR.	2 ND BY	<u>MR. ROOSEVELT</u>
	AYES <u>4</u>	NOES <u>0</u>
	MOTION TO	<u>APPROVE</u>
VICE CHAIRMAN	MADE BY	<u>MR. ROOSEVELT</u>
JOHN D. KENNEDY, SR.	2 ND BY	<u>MR. KENNEDY</u>
	AYES <u>4</u>	NOES <u>0</u>
	MOTION TO	<u>APPROVE</u>
ASSISTANT VICE CHAIRMAN	MADE BY	<u>MR. KENNEDY</u>
CHRISTOPHER ROOSEVELT	2 ND BY	<u>MR. ROOSEVELT</u>
	AYES <u>4</u>	NOES <u>0</u>
	MOTION TO	<u>APPROVE</u>
SECRETARY	MADE BY	<u>MR. ROOSEVELT</u>
ELEANOR PETRUCCI	2 ND BY	<u>MR. KENNEDY</u>
	AYES <u>4</u>	NOES <u>0</u>

ITEM NO. 3

ELECTION OF MEMBERS TO AUDIT COMMITTEE

	MOTION TO	<u>APPROVE</u>
CHAIRPERSON	MADE BY	<u>MR. ROOSEVELT</u>
JOHN D. KENNEDY, SR.	2 ND BY	<u>MR. KENNEDY</u>
	AYES <u>4</u>	NOES <u>0</u>

	MOTION TO	<u>APPROVE</u>
MEMBER	MADE BY	<u>MR. KENNEDY</u>
ELEANOR PETRUCCI	2 ND BY	<u>MR. ROOSEVELT</u>
	AYES <u>4</u>	NOES <u>0</u>

	MOTION TO	<u>APPROVE</u>
MEMBER	MADE BY	<u>MR. KENNEDY</u>
CHRISTOPHER ROOSEVELT	2 ND BY	<u>MR. ROOSEVELT</u>
	AYES <u>4</u>	NOES <u>0</u>

Board Meeting of July 1, 2016

ITEM NO. 4

ELECTION OF MEMBERS TO GOVERNANCE COMMITTEE

	MOTION TO	<u>APPROVE</u>
CHAIRPERSON	MADE BY	<u>MR. KENNEDY</u>
CHRISTOPHER ROOSEVELT	2 ND BY	<u>MR. ROOSEVELT</u>
	AYES <u>4</u>	NOES <u>0</u>

	MOTION TO	<u>APPROVE</u>
MEMBER	MADE BY	<u>MR. KENNEDY</u>
ELEANOR PETRUCCI	2 ND BY	<u>MR. ROOSEVELT</u>
	AYES <u>4</u>	NOES <u>0</u>

	MOTION TO	<u>APPROVE</u>
MEMBER	MADE BY	<u>MR. ROOSEVELT</u>
JOHN D. KENNEDY, SR.	2 ND BY	<u>MR. KENNEDY</u>
	AYES <u>4</u>	NOES <u>0</u>

Board Meeting of July 1, 2016

ITEM NO. 5

**BUFFALO SEWER AUTHORITY RESOLUTION CONCERNING DEED EASEMENT
RESERVATION FOR NON-STRUCTURAL IMPROVEMENTS AT 190 PERRY STREET,
BUFFALO, NEW YORK**

WHEREAS: The Buffalo Sewer Authority (the “Authority”) was created by the New York Public Authorities Law (the “Public Authorities Law”) Section 1177 (the “Authority Act”) and is authorized and empowered by the Public Authorities Law Article 5, Title 8 to provide for the jurisdiction, control, possession, supervision and use of the “facilities”, as defined in Section 1176(10) of the Authority Act, including but not limited to the sewage treatment system, storm water and sewage collection system constituting the City of Buffalo’s sewer system (the “Sewer System”); 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 City and the Authority have negotiated agreements with 5277 Group, LLC for sale and, among other things, non-structural, parking lot related improvements at 190 Perry Street; and

WHEREAS: In the event improvements of a structural nature are desired, 5277 Group, LLC and any successors are willing to pay for the relocation and construction of new sewer facilities and all other costs associated therein with; and

WHEREAS: The Authority is willing to accept the deed subject to the Reservations of Easement, covenants and conditions which shall be binding upon 5277 Group, LLC and all successors in title to the property; and

WHEREAS: By resolution adopted December 22, 2015, the Common Council of the City authorized the Mayor to enter into an agreement with 5277 Group, LLC and the Authority for sale and, among other things, the acceptance of the conveyance of the Easement Reservation.

NOW THEREFORE
BE IT RESOLVED:

The Authority hereby authorizes the General Manager of the Authority to undertake any and all actions that are necessary or appropriate to enable the Authority to accept the deed with Easement Reservation, including, but not limited to, the negotiation of the terms and conditions of the covenant, the execution, delivery and/or acceptance of such agreement and any other agreements or instruments, the preparation of any reports to the City and/or State of New York; and to negotiate and establish any modifications, extensions or additional terms of such instruments and agreements by and between the Authority, the City, 5277 Group, LLC and any other person or

entity, upon such terms and conditions reasonably acceptable to the General Manager in consultation with legal counsel to effectuate the purposes of this resolution. All actions of the General Manager and any other representative or agent of the Authority in the negotiation of any instruments and agreements with 5277 Group, LLC and/or the City to facilitate the development of the Property are hereby ratified, approved and confirmed.

MOTION TO APPROVE

MADE BY MR. ROOSEVELT

2ND BY MS. PETRUCCI

AYES 4 NOES 0

Board Meeting of July 1, 2016

CERTIFICATE

I, Eleanor C. Petrucci, Secretary of the Buffalo Sewer Authority in the County of Erie, State of New York, HEREBY CERTIFY that the foregoing attached extract from the Minutes of a meeting of the Board of Directors of said Authority, duly called and held on July 1, 2016, 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 on July 1, 2016, 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 1st day of July, 2016.

(SEAL)

Eleanor Petrucci
Secretary, Buffalo Sewer Authority Board

ITEM NO. 6

ADJOURNMENT OF MEETINGMOTION TO APPROVEMADE BY MS. PETRUCCI2ND BY MR. KENNEDYAYES 4 NOES 0

Board Meeting of July 1, 2016