

**CONSTITUTION AND BY-LAWS**

**OF THE**

**NIAGARA FALLS URBAN RENEWAL AGENCY**

1. The name of the organization shall be Niagara Falls Urban Renewal Agency.

2. Purpose of the Agency: The Agency shall be authorized to carry out such urban renewal projects as the City of Niagara Falls, by action of the City Council, shall authorize and shall be empowered to do all things necessary pursuant to the terms of Article 15-A of the General Municipal Law of the State of New York to accomplish said purposes.

3. The Agency shall consist of twelve (12) members as provided by Article 15-B of the General Municipal Law and shall be governed in all its deliberations and actions by the provisions of Article 15-A of the General Municipal Law.

(Amended June 14, 1989)

3. The Agency shall consist of ten(10) members as provided by Article 15-B of the General Municipal Law and shall be governed in all its deliberations and actions by the provisions of Article 15-A of the General Municipal Law.

(Amended December 11, 2001)

3a. Except for members who serve as members by virtue of holding a civil office of the City of Niagara Falls, the majority of the remaining members of the governing body of this Agency shall be independent. An independent member is one who:

(a) is not, and in the past two years has not been, employed by the public authority or an affiliate in an executive capacity;

(b) is not, and in the past two years has not been, employed by an entity that received remuneration valued at more than fifteen thousand dollars for goods and services provided to the public authority or received any other form of financial assistance valued at more than fifteen thousand dollars from the public authority;

(c) is not a relative of an executive officer or employee in an executive position of the public authority or an affiliate; and

(d) is not, and in the past two years has not been, a lobbyist registered under a state or local law and paid by a client to influence the management decisions, contract awards, rate determinations or any other similar actions of the public authority or an affiliate.

(Amended September 19, 2006)

4. The Mayor of the City of Niagara Falls, New York shall serve as chairman of the Niagara Falls Urban Renewal Agency so long as he shall hold the office of the Mayor of the City of Niagara Falls. In the event another person is serving in the capacity of Acting Mayor of the City of Niagara Falls, such other person shall, during his tenure as Acting Mayor, serve as Chairman of the Niagara Falls Urban Renewal Agency.

(Amended June 22, 1971)

5. It shall be the duty of the Chairman of the Niagara Falls Urban Renewal Agency to conduct the meeting of the Agency and to execute on behalf of the Agency, all documents which the Agency authorizes and directs him to execute. He shall further have the right to vote on all matters coming before said Agency.

6. There shall be elected a secretary from the members of the Agency at its annual meeting. It shall be the duty of the secretary of the Agency to keep the minutes of all the meetings of the Agency and to keep all records, documents, contracts, agreements and all other records of said Agency and to keep in his possession the seal of the Agency. The Agency may also elect from among its members an acting secretary to serve at the pleasure of the Agency.

(Amended June 22, 1971)

7. There shall be elected from among the members of the Agency a Chief Fiscal Officer who shall have control of all of the funds of the Niagara Falls Urban Renewal Agency and who shall serve at the pleasure of the Agency. It shall be the duty of the Chief Fiscal Officer to cause the funds of said Agency to be deposited in a suitable bank or banks, on an equitable basis as determined by the Agency; to invest the available funds of the Agency as provided by law and approved by the Agency and to keep a proper accounting of all such funds coming into his possession. It shall be his further duty to cause to be paid by suitable checks drawn on funds of such Agency, checks signed by the Chief Fiscal Officer or his alternate, and countersigned by the Chairman of the Agency or the Secretary of the Agency or any two of the four, as may be required to pay the lawful obligations of the Agency when and as he is authorized to make such payments by action of the Agency. He shall have the further duty and responsibility of placing with the proper fiscal agencies the evidences of indebtedness authorized by the Agency, from time to time, pursuant to the requirements of the Agency and in compliance with the provisions of Article 15-A of the General Municipal Law of the State of New York.

(Amended July 31, 1973)

8. Seven (7) members of the Agency shall constitute a quorum for the transaction of business. No resolution of the Agency may, however, be adopted except with the concurring vote of seven (7) members of said Agency.

(Amended June 14, 1989)

8. Six (6) members of the Agency shall constitute a quorum for the transaction of business. No resolution of the Agency may, however, be adopted except with the concurring vote of six (6) members of said Agency.

(Amended December 11, 2001)

9. The Agency shall meet at 4:00 P.M. on the Tuesdays the day after the stated meetings of the City Council beginning in January of each year except that no meetings shall be scheduled during the month of August and a meeting shall be held on the Tuesday following the first meeting of the City Council in September of each year and on alternate Tuesdays thereafter for the remainder of the year, and the Chairman must call for such other special meetings as may be requested by any four (4) members of the Agency by giving three days written notice to the other members of said Agency. In

addition thereto, such other meetings shall be held as may be agreed upon the consent of seven (7) members of the Agency.

(Amended June 14, 1989)

9. The Agency shall meet every other month beginning in January at 4:30 p.m. on Mondays the week following the first regularly scheduled City Council meeting of that month except that no meetings shall be scheduled during the month of August, and the Chairman must call for such other special meetings as may be requested by any three (3) members of the Agency, by giving three days written notice to the other members of said Agency. In addition thereto, such other meeting shall be held as may be agreed upon by the consent of six (6) members of the Agency.

(Amended December 11, 2001)

9. The Agency shall meet every other month beginning in January at 4:30 p.m. on Mondays the week following the first regularly scheduled City Council meeting of that month except that no meetings shall be scheduled during the month of August. The Chairman may call special meetings of the Agency. In addition, when requested by any three (3) members of the Agency, the Chairman must call special meetings of the Agency. Notice of special meetings must be given to each member of the Agency either personally, electronically (email) or by first class mail served, emailed or mailed first class to the members of the Agency at least seventy-two hours prior to the date and time of the special meeting.

(Passed December 3, 2008 and January 12, 2009)

10. The Agency shall be governed in the conduct of its meetings by Roberts Rules of Order.

11. The Agency shall have the right to engage such employees as it deems necessary for the proper functioning and conduct of the Agency's business and shall have the further right of contracting with the City of Niagara Falls with regards to the use of such personnel as the City of Niagara Falls is willing to make available for the purpose of carrying out the various urban renewal projects.

12. In addition to all of the duties hereinbefore set forth for the Chairman of the Agency, it shall be the further responsibility of the Chairman to carry out the mandates given to him by the Agency, and the Chairman shall further be responsible for the conduct of the business of the Agency within the framework of the policy decisions made by the Agency and shall keep the Agency fully advised and informed of his activity as Chairman.

13. In the event of the disability or absence of any officer or of a vacancy in any office of the Agency, the Agency shall have the power to designate successor officers for such positions on a temporary basis, until such time as the disability ceases, the officer returns, or the vacancy is filled.

14. This Constitution and By-Laws may be amended by a vote of eight (8) members of the Agency. Before any amendment shall be adopted, it shall first be passed at two separate meetings of the Agency. The Secretary shall cause a copy of any proposed amendment to be forwarded to each member of the Agency prior to the second

meeting. No amendment shall be effective until approval for the amendment has been received by the proper governmental bodies. (Amended June 14, 1989)

Reissued 1/22/69, to replace

Revision of 1/11/68

Revision 6/22/71

Revision 7/31/73

Revision 6/14/89

Revision 12/11/01

Revision 9/19/06

Revision 01/12/09