

BY-LAWS
OF
ERIE COUNTY WATER AUTHORITY

A Public Benefit Corporation Created by Chapter 845 of
the Laws of New York, 1949

PREAMBLE

The New York State Legislature by Chapter 845 of the Laws of 1949, Paragraph 1053, Subdivision 4 made a legislative declaration that “It is hereby determined and declared that the authority and the carrying out of its powers, purposes and duties are in all respects for the benefit of the people of the County of Erie and the State of New York, for the improvement of their health, welfare and prosperity and that the said purposes are public purposes and that the authority is and will be performing an essential governmental function in the exercise of the powers conferred upon it by this title.”

ARTICLE I
Meetings

1. **ANNUAL MEETING**: The annual meeting of the members of the Water Authority for the election of officers and the transaction of such other business as may properly come before it, shall be held at the office of the Water Authority in the City of Buffalo, New York, on the first regularly scheduled board meeting after the 27th day of April of each and every year at a time directed by the Chairman of the Authority.

2. **REGULAR MEETINGS** of the Water Authority shall be held at any Erie County Water Authority facility each Thursday at 4:00 p.m. or otherwise directed by the Chairman of the Authority.

3. **SPECIAL MEETINGS** may be held at any time or place in Erie County on twenty-four hours notice to each member of the Water Authority, or upon shorter notice by written waiver of notice of such meeting signed by each member of the Authority.

Special meetings shall be called by the Chairman, or, in his absence by the Vice-Chairman. Special meetings may be called by any two members.

4. **REGULAR AND SPECIAL** meetings shall be open for the consideration of any matter which may be properly brought to the attention of the Authority.

5. **WAIVER**. Notwithstanding any provision of the foregoing a meeting of members of the Water Authority may be held at any time and at any place within the State of New York, and any action may be taken thereat, if notice and lapse of time be waived in writing by each member of the Water Authority.

6. **ORDER OF BUSINESS** shall be as follows:

1. Roll call
2. Reading of minutes of preceding meeting to the end that any correction, alteration or addition may be made
3. Approval of minutes
4. Reports of members of the Authority, officers or experts retained by the Authority
5. Communications and bills
6. Unfinished business
7. New business
8. Adjournment.

ARTICLE II **Members of the Water Authority**

1. **TERM OF OFFICE**. The term of office for members of the Water Authority shall be that fixed by Chapter 845 of the Laws of 1949 and they shall have the duties and powers as set forth therein.

ARTICLE III
Officers

1. The officers of the Water Authority shall be a Chairman, Vice-Chairman, and Treasurer who shall be members of the Water Authority and a Secretary who need not be a member of the Authority. They shall serve for one year from the date of the meeting at which they were elected until the next annual meeting of the Authority. The Secretary and any other officer shall serve at the will of the Authority.

2. **CHAIRMAN.** The Chairman shall preside at all meetings of the Water Authority. The Chairman shall determine and set the agenda for all meetings and shall sign and execute all contracts in the name of the Authority and all notes, bonds or other evidences of indebtedness when so authorized by resolution of the Authority.

3. **VICE-CHAIRMAN.** The Vice-Chairman shall, in the absence or incapacity of the Chairman, perform the duties of that officer.

4. **SECRETARY.** The Secretary shall keep the minutes of the meetings of the Authority; shall attend to the serving of notices of all meetings regular or special; shall affix the seal to all papers or documents as may require it; shall attend to such correspondence as may be assigned to him; shall perform all the duties incident to his office and such other duties as the Water Authority may designate.

5. **TREASURER.** The Treasurer shall have the care and custody of all funds and securities of the Authority and shall deposit the same in the name of the Erie County Water Authority in such bank or banks as the members of the Water Authority may designate. The moneys in such accounts shall be paid out on check of the treasurer, on requisition of the Water Authority, or of such other person or persons as the Authority may authorize to make such requisitions. He shall at all reasonable hours exhibit his books and accounts to any member of the Authority upon application at the office of the Authority during business hours. The Treasurer or such other Assistant Treasurers as shall be thereunto authorized by the Authority shall sign or attest all bonds signed by the Chairman”.

The Comptroller of the State of New York or the Comptroller of the County of Erie or their legally authorized representative may from time to time examine the accounts and records of the Authority relating to its financial standing. The Treasurer shall sign all notes, bonds or other evidences of indebtedness signed by the Chairman. He shall execute a bond conditioned upon the faithful performance of the duties of his office, the amount and sufficiency of which shall be approved by the Authority, which bond shall be filed in the Erie County Clerk’s Office.

6. **OTHER OFFICERS OR EMPLOYEES.** The Water Authority may name and appoint from time to time an attorney and an engineer, which position shall be in the exempt class of the civil service and such additional officers and employees as it may require for the performance of its duties, fix and determine their qualifications, duties and compensation subject to the provisions of the Civil Service Law of the State of New York. The Authority may also from time to time contract for expert professional services.

7. **MEMBERS OF AUTHORITY.** The members of the Authority shall have the control and management of the affairs of the Water Authority and may adopt such rules and regulations for the conduct of their meetings and the management of the Authority as they may deem proper, not inconsistent with law or these By-laws.

8. **LIMITATION ON POWER TO CONTRACT DEBTS.** No officer of the Water Authority shall have power to bind it for the payment of any debt or obligation in excess of \$50.00 without first obtaining consent from the Water Authority.

ARTICLE IV **Amendments**

1. These By-Laws may be repealed or amended by the Erie County Water Authority at any duly called regular meeting of the Authority, provided, however, that any motion to repeal or amend these by-laws shall not be adopted until the same has laid on the table until the next succeeding regular meeting.

ARTICLE V **Seal**

1. The seal of the Water Authority shall be circular in form and shall bear the name of the Erie County Water Authority, and Chapter 845, Laws of N. Y. 1949 N. Y.

As amended April 11, 1950, December 8, 1953, May 28, 1996, April 17, 1997, April 1, 2010 and April 11, 2013.