

BUFFALO FISCAL STABILITY AUTHORITY

RESOLUTION NO. 03-02

APPROVING THE CERTAIN ADMINISTRATIVE FUNCTIONS OF THE BUFFALO FISCAL STABILITY AUTHORITY

WHEREAS, the Buffalo Fiscal Stability Authority ("BFSA") or the ("Authority") was created by Chapter 122, of the Laws of 2003 (the Buffalo Fiscal Stability Authority Act (the "Act") to be a corporate governmental agency and instrumentality of the State of New York constituting a public benefit corporation, authorized to issue bonds that are backed by revenues of the authority, as defined in section 3851 (21) of the Act;

WHEREAS, in connection with the start-up of its operations the Authority needs to establish bank accounts and depository relationships in order to provide for the management of its moneys and take such other actions as provided in the Act and as are needed to allow the Authority to fulfill its mandate as provided in the Act;

WHEREAS, the Authority desires to provide for the transfer to the City of Buffalo ("City") of revenues of the Authority not needed for the operating expenses of the Authority, prior to the undertaking of any borrowing by the Authority;

NOW THEREFORE BE RESOLVED, that the Chairperson, the Vice-Chairperson and the Executive Director as such shall be appointed by the BFSA, are each hereby authorized to open and maintain bank accounts in the name of the Authority as they may select for the deposit of the funds of the Authority. The Chairperson, the Vice-chairperson and the Executive Director are each hereby further authorized to invest the moneys of the Authority not immediately needed for any purpose in those investments permitted by Section 3854 (11) of the Public Authorities Law. The Chairperson, the Vice-Chairperson and the Executive Director are each hereby further authorized to enter into such agreements, sign such certificates and documents and take such other actions as are required to implement and effectuate the provisions of this resolution and to take such other actions as are needed for the Authority to fulfill its mandate as provided in the Act.

AND BE IT FURTHER RESOLVED, that among such accounts the Chairperson, Vice-Chairperson and Executive Director are authorized to open an account at HSBC Bank USA ("HSBC") and to be authorized to sign checks and direct funds transfers, with two signatures required for all such checks or transfers in excess of \$50,000 and, to enter into a third party collateral agreement to provide additional security for funds on deposit in sum account.

AND BE IT FURTHER RESOLVED, that the Authority hereby adopts the resolution furnished by HSBC attached hereto, or in substantially similar form.

The immediate transfer of revenues of the Authority not needed for the operating expenses of the Authority, prior to the undertaking of any borrowing by the Authority, is hereby authorized. The Chairperson, the Vice-Chairperson and the Executive Director are each hereby authorized to take such actions as are needed to implement and effectuate the provisions of this resolution including the entering into any agreement with the City, if required.

This resolution shall take effect immediately.

Date: July 15, 2003

/S/ ThomasBakerChairman