

Buffalo Fiscal Stability Authority

Resolution No. 03-18

APPROVING MINUTES AND RESOLUTIONS FROM AUGUST 6, 2003

BE IT RESOLVED that, the Buffalo Fiscal Stability Authority approves the minutes of its meeting of August 6, 2003 and ratifies and affirms fifteen resolutions numbered 03-03 through 03-17 that were approved on August 6, 2003.

This resolution shall take effect immediately.

Richard Tobe
Secretary

Approved September 10, 2003

Buffalo Fiscal Stability Authority

Resolution No. 03-20

APPROVING THE EMPLOYMENT OF THREE EMPLOYEES

WHEREAS, the Buffalo Fiscal Stability Authority (the "BFSA") was formed by Chapter 122 of the Laws of 2003 ("Chapter 122") to (1) oversee the City of Buffalo's budget, financial and capital plans, (2) issue bonds, notes or other obligations to achieve budgetary savings through debt restructuring, (3) finance short-term cash flow or capital needs and (4) if necessary, to develop financial plans on behalf of the City of Buffalo if it is unwilling or unable to take the required steps toward fiscal stability; and

WHEREAS, the BFSA is required by Chapter 122 to commence operations immediately and to receive and act upon a four-year fiscal plan for the City of Buffalo no later than September 15, 2003; and

WHEREAS, the BFSA will require professional staff to assist in performing its mission; and

WHEREAS, on August 6, 2003 the BFSA adopted Resolution 03-04 in which it engaged Dorothy Johnson as Executive Director, and

WHEREAS, Robert M. Tocker, Dr. Joseph V. Stefko and Heidi Santos have applied for positions with the BFSA and have submitted resumes that were previously provided to the Directors; and

WHEREAS, the candidates are highly qualified for the positions and possess unique training and experience that will allow each candidate to immediately commence the duties of the each position; and

WHEREAS, each candidate is recommended by the BFSA's Personnel Working Group and Executive Director Johnson.

NOW THEREFORE BE IT RESOLVED, that the BFSA offer Robert M. Tocker, Dr. Joseph V. Stefko and Heidi Santos positions with the BFSA upon the terms and conditions of employment to be specified by the Executive Director in a letter to each candidate.

This resolution shall take effect immediately.

Richard Tobe
Secretary

Approved September 10, 2003

Buffalo Fiscal Stability Authority

Resolution No. 03-21

THE CITY OF BUFFALO'S ISSUANCE OF \$120 MILLION REVENUE ANTICIPATION NOTES FOR FISCAL YEAR 2003-04 AND THE BFSA AID AND TRUST AGREEMENT

WHEREAS, Chapter 122 of the Laws of 2003 ("Chapter 122") requires, with respect to any proposed borrowing by or on behalf of the City of Buffalo (the "City") or any covered organization, the Buffalo Fiscal Stability Authority (the "BFSA") to review the terms of and comment, within thirty days after notification by the City or any covered organization of a proposed borrowing, on the prudence of each proposed issuance of bonds or notes and no such borrowing may be made without the BFSA's review, consent and approval; and

WHEREAS, Chapter 122 permits the BFSA to review and approve or disapprove contracts or other obligations of the City or any covered organization; and

WHEREAS, the City Comptroller authorized the City's issuance of \$120 million revenue anticipation notes to finance fiscal year 2003-04 general fund operations by the City and the Buffalo School District (the "RANS"); and

WHEREAS, the BFSA has been advised that the City conducted similar sales of revenue anticipation notes of \$75 million in fiscal year 2001-02 and \$120 million in fiscal year 2002-03; and

WHEREAS, the Comptroller of the City has represented that it is essential to, and in the best interests of, the City and the Buffalo School District to issue the RANS.

WHEREAS, the Comptroller of the City has advised the BFSA that the financial operations of the City and the Buffalo School District cannot continue uninterrupted unless the closing of the issuance of the RANS occurs by September 16, 2003; and

WHEREAS, the Comptroller of the City requested the BFSA to review, consent and approve, on an expedited basis, the issuance of the RANS by the City so as to permit the City to complete the sale of the RANS by September 16, 2003; and

WHEREAS, the Comptroller of the City and the City's bond counsel have provided to the BFSA and the BFSA's counsel for review drafts of the Official Statement, the Preliminary Official Statement, drafts of the Letter of Credit and Reimbursement Agreement and drafts of the Contract of Purchase for the RAN (collectively, the "Documents"); and

WHEREAS, the Comptroller of the City has represented to the BFSA that in order to close the sale of RANS and obtain favorable pricing for the sale of the RANS, credit enhancement in the form of a direct pay letter of credit ("LOC") is required; and

WHEREAS, the Comptroller of the City has represented that the Bank of New York ("BONY") will provide the credit enhancement in the form of the LOC for the sale of the RANS on the most favorable terms and conditions and, as a requirement of BONY's issuance of the LOC, an agreement is to be entered into among BFSA, the City and HSBC (BFSA's depository bank) pursuant to which BFSA and the City will agree, to the extent provided by law, to direct HSBC to transfer certain funds deposited into the account maintained by HSBC for the benefit of BFSA directly to BONY, rather than to the City (the "BFSA Aid Trust Agreement").

WHEREAS, on August 6, 2003 the directors of the BFSA approved Resolution 03-10 that authorized the City Comptroller to being the process of conducting a RAN sale subject to final approval by the BFSA of the amount, terms and conditions for the RAN sale.

NOW THEREFORE, BE IT RESOLVED, that the BFSA consents to and approves of the issuance by the City of the RANS pursuant to the terms and conditions described to the BFSA by the Comptroller of the City and the City's bond counsel and as set forth in the Preliminary Official Statement delivered to the Executive Director of the BFSA; and

BE IT FURTHER RESOLVED, that BFSA is authorized and directed to enter into the BFSA Aid Trust Agreement, among the BFSA, the City and HSBC, as Depository Bank, substantially in the form delivered to the Executive Director of the BFSA, in furtherance of the City's issuance of the RANS to enable the City to obtain sufficient credit enhancement to sell the RANS on favorable terms and conditions.

BE IT FURTHER RESOLVED, that any Chairperson, Vice Chairperson or Executive Director of the BFSA be, and hereby is, authorized and directed to execute the BFSA Aid Trust Agreement, with such changes, modifications and amendments as he or she deems necessary and to execute and deliver any other agreement, certificate, document, paper or other written instrument, and to do all other things and to take all other actions necessary or appropriate in their judgment, to consummate the transactions contemplated by this resolution.

This resolution shall take effect immediately.

Richard Tobe
Secretary

Approved September 10, 2003

Buffalo Fiscal Stability Authority

Resolution No. 03-22

AUTHORIZE CONTRACTS FOR POLICE CARS AND EQUIPMENT

WHEREAS, Chapter 122 of the laws of 2003 permits the Buffalo Fiscal Stability Authority ("BFSA") to review or approve or disapprove contracts or other obligations binding or purporting to bind the City of Buffalo or any covered organization.

WHEREAS, Chapter 122 of the laws of 2003 permits the BFSA to review and approve or disapprove the terms of any proposed settlement of claims against the City or any covered organization in excess of \$50,000.

WHEREAS, in order to carry out the mission of the BFSA, the BFSA will review contracts or other obligations in excess of \$50,000.

WHEREAS, the City Commissioner of Administration and Finance James Milroy has submitted a written request dated September 9, 2003 that is contained in the Minutes of the BFSA Meeting of September 10, 2003 as Attachment 12 in which he requests approval of the purchase of nine police cars at a cost of \$220,681 and purchase of equipment for 34 police cars at a cost of \$132,000, and

WHEREAS, the funds to purchase the equipment will come from the City's capital budget and the funds to purchase the police cars will come from the Local Enforcement Block Grant, Year 7.

WHEREAS, the BFSA in Resolution 03-14 on August 16, 2003 approved the purchase of 25 police cars, and

WHEREAS, Commissioner Milroy and Executive Director Johnson have advised the BFSA that there are sufficient funds in the Buffalo Budget to provide for these purchases.

NOW THEREFORE BE IT RESOLVED, that the BFSA authorize the City to enter into contracts to purchase 9 additional police cars and to purchase equipment for 34 police cars at a total cost not to exceed \$352,681 as described in the Memorandum from Commissioner Milroy.

This resolution shall take effect immediately.

Approved September 10, 2003

Richard Tobe
Secretary

Date: _____

Buffalo Fiscal Stability Authority

Resolution No. 03-23

THE CITY OF BUFFALO AND BUFFALO SEWER AUTHORITY CONTRACT WITH MUNICIPAL BOND BANK AGENCY

WHEREAS, Chapter 122 of the Laws of 2003 (“Chapter 122”) requires, with respect to any proposed borrowing by or on behalf of the City of Buffalo (the “City”) or any covered organization, the Buffalo Fiscal Stability Authority (the “BFSA”) to review the terms of and comment, within thirty days after notification by the City or any covered organization of a proposed borrowing, on the prudence of each proposed issuance of bonds or notes and no such borrowing may be made without the BFSA’s review, consent and approval; and

WHEREAS, Chapter 122 permits the BFSA to review and approve or disapprove contracts or other obligations of the City or any covered organization; and

WHEREAS, the City of Buffalo and Buffalo Sewer Authority desire to sell \$9.1 million of mature real property and sewer agency tax liens to the New York State Municipal Bond Bank Agency subject to obtaining an acceptable purchase price.

NOW THEREFORE, BE IT RESOLVED, that the BFSA consents to and approves of the sale of \$9.1 million of real property and sewer agency tax liens to the New York State Municipal Bond Bank Agency.

Approved September 10, 2003

This resolution shall take effect immediately.

Richard Tobe
Secretary

Buffalo Fiscal Stability Authority

Resolution No. 03-24

AUTHORIZE CONTRACT WITH ERIE COUNTY FOR RECYCLING EDUCATION PROGRAM

WHEREAS, Chapter 122 of the laws of 2003 permits the Buffalo Fiscal Stability Authority ("BFSA") to review or approve or disapprove contracts or other obligations binding or purporting to bind the City of Buffalo or any covered organization.

WHEREAS, Chapter 122 of the laws of 2003 permits the BFSA to review and approve or disapprove the terms of any proposed settlement of claims against the City or any covered organization in excess of \$50,000.

WHEREAS, in order to carry out the mission of the BFSA, the BFSA will review contracts or other obligations in excess of \$50,000.

WHEREAS, the City Commissioner of Administration and Finance James Milroy has submitted a written request dated September 9, 2003 that is contained in the Minutes of the BFSA Meeting of September 10, 2003 as Attachment 12 in which he requests approval to enter into a three year contract with Erie County to provide funding for a recycling education program.

WHEREAS, the City of Buffalo will provide \$35,000 per year (31%) for this contract and additional funding is provided by the state (50%) and county (19%). The City will provide its funds from an annual contribution made by BFI for environmental education as part of its recycling contract with Buffalo.

WHEREAS, Commissioner Milroy and Executive Director Johnson have advised the BFSA that there are sufficient funds in the Buffalo Budget to provide for these purchases.

NOW THEREFORE BE IT RESOLVED, that the BFSA authorize the City to enter into a three year contract with Erie County to conduct a recycling education program in an amount not to exceed \$105,000 as described in the Memorandum from Commissioner Milroy.

This resolution shall take effect immediately.

Approved September 10, 2003

Richard Tobe
Secretary

Date: _____

Buffalo Fiscal Stability Authority

Resolution No. 03-25

AUTHORIZE CONTRACT WITH BUFFALO PLACE, INC.

WHEREAS, Chapter 122 of the laws of 2003 permits the Buffalo Fiscal Stability Authority ("BFSA") to review or approve or disapprove contracts or other obligations binding or purporting to bind the City of Buffalo or any covered organization.

WHEREAS, Chapter 122 of the laws of 2003 permits the BFSA to review and approve or disapprove the terms of any proposed settlement of claims against the City or any covered organization in excess of \$50,000.

WHEREAS, in order to carry out the mission of the BFSA, the BFSA will review contracts or other obligations in excess of \$50,000.

WHEREAS, the City Commissioner of Administration and Finance James Milroy has submitted a written request dated September 9, 2003 that is contained in the Minutes of the BFSA Meeting of September 10, 2003 as Attachment 11 in which he requests approval to enter into a one year contract for \$120,000 with Buffalo Place, Inc. for the management, maintenance and promotion of the Buffalo Place Special Assessment district.

WHEREAS, Commissioner Milroy and Executive Director Johnson have advised the BFSA that there are sufficient funds in the Buffalo Budget to provide for these purchases.

NOW THEREFORE BE IT RESOLVED, that the BFSA authorize the City to enter into a one-year contract with Buffalo Place, Inc. in an amount not to exceed \$120,000 as described in the Memorandum from Commissioner Milroy.

This resolution shall take effect immediately.

Approved September 10, 2003

Richard Tobe
Secretary

Date:_____

Buffalo Fiscal Stability Authority

Resolution No. 03-26

AUTHORIZE BUFFALO SCHOOL DISTRICT TO ENTER INTO 24 CONTRACTS

WHEREAS, Chapter 122 of the laws of 2003 permits the Buffalo Fiscal Stability Authority ("BFSA") to review or approve or disapprove contracts or other obligations binding or purporting to bind the City of Buffalo or any covered organization, and

WHEREAS, Chapter 122 of the laws of 2003 permits the BFSA to review and approve or disapprove the terms of any proposed settlement of claims against the City or any covered organization in excess of \$50,000, and

WHEREAS, in order to carry out the mission of the BFSA, the BFSA will review contracts or other obligations in excess of \$50,000, and

WHEREAS, James M. Kane, Executive Assistant to the Superintendent has submitted a written request dated September 8, 2003 that is attached to this Resolution in which he requests approval to enter into twenty-four contracts, and

WHEREAS, Mr. Kane has advised that all contracts have been approved by the Buffalo School Board, and

WHEREAS, Mr. Kane and Executive Director Johnson have advised the BFSA that there are sufficient funds in the Buffalo School District Budget to provide for these contracts.

NOW THEREFORE BE IT RESOLVED, that the BFSA authorize the Buffalo School District to enter into the twenty-four contracts listed in the letter from Mr. Kane.

This resolution shall take effect immediately.

Approved September 10, 2003

Richard Tobe
Secretary

Date: _____

Buffalo Fiscal Stability Authority

Resolution No. 03-27

AUTHORIZE BUFFALO SCHOOL DISTRICT TO ENTER INTO MOU WITH BEST

WHEREAS, Chapter 122 of the laws of 2003 permits the Buffalo Fiscal Stability Authority ("BFSA") to review or approve or disapprove contracts or other obligations binding or purporting to bind the City of Buffalo or any covered organization.

WHEREAS, Chapter 122 of the laws of 2003 permits the BFSA to review and approve or disapprove the terms of any proposed settlement of claims against the City or any covered organization in excess of \$50,000.

WHEREAS, in order to carry out the mission of the BFSA, the BFSA will review contracts or other obligations in excess of \$50,000, and

WHEREAS, James M. Kane, Executive Assistant to the Superintendent has submitted a written request dated September 8, 2003 that is attached to this Resolution in which he requests approval to enter into a Memorandum of Understanding ("MOU") with Buffalo Educational Support Team ("BEST"), along with a copy of the MOU dated September 8, 2003 and several other documents, and

WHEREAS, the BFSA was supplied with documents on August 19, 2003 including a Memorandum from Patricia A. Pancoe dated August 8, 2003 that summarizes the reasons for the MOU, and

WHEREAS, the MOU will provide the members of BEST with health insurance, and

WHEREAS, the MOU provides that in exchange for the accommodation made by the District the BEST acknowledges and agrees that its members will receive a 0% pay increase for year 2002-2003, and

WHEREAS, Ms. Pancoe, Executive Director of Labor Relations for the Buffalo Public Schools, advised that this MOU must still be ratified by BEST, and

WHEREAS, Mr. Kane and Executive Director Johnson have advised the BFSA that there are sufficient funds in the Buffalo School District Budget to provide for the costs associated with this MOU.

NOW THEREFORE BE IT RESOLVED, that the BFSA authorize the Buffalo School District to enter into the MOU with BEST in accordance with the terms of the MOU submitted to the BFSA.
This resolution shall take effect immediately.

Approved September 10, 2003

Richard Tobe
Secretary

Date: _____

Buffalo Fiscal Stability Authority

Resolution No. 03-28

APPROVAL OF MARKET ARCADE COMPLEX LEASE AGREEMENT TERM SHEET

WHEREAS, the Buffalo Fiscal Stability Authority (the "BFSA") desires to lease approximately 2,460 square feet of space of the Market Arcade Complex located at 617 Main Street, Buffalo, New York (the "Premises") for office use; and

WHEREAS, it has been determined that it is in the best interests of the BFSA to enter into a Market Arcade Complex Lease Agreement with the Buffalo Economic Renaissance Corporation ("BERC") for the lease of the Premises for a monthly rental fee of \$2,460 over a three year term.

NOW THEREFORE, BE IT RESOLVED, that the Chairperson, Vice Chairperson or Executive Director of the BFSA be, and hereby is, authorized and directed to execute and deliver the lease agreement term sheet ("Term Sheet") between the BFSA and BERC attached to this resolution which outlines the terms of the BFSA's lease of the Premises (the "Term Sheet"), including any such changes, modifications, additions or deletions which may be made thereto at the direction of the Chairperson, Vice Chairperson or Executive Director of the BFSA; and

BE IT FURTHER RESOLVED, the Chairperson, Vice Chairperson or Executive Director of the BFSA be, and hereby is, authorized and directed to negotiate, execute and deliver a lease agreement based on the terms and conditions of the Term Sheet, including any such changes, modifications, additions or deletions which may be made thereto at the direction of the Chairperson, Vice Chairperson or Executive Director of the BFSA; and

BE IT FURTHER RESOLVED, that any Chairperson, Vice Chairperson or Executive Director of the BFSA be, and hereby is, authorized and directed to execute and deliver any other agreement, certificate, document, paper or other written instrument, and to do all other things and to take all other actions necessary or appropriate in their judgment, to consummate the transactions contemplated by the Term Sheet.

This resolution shall take effect immediately.

Richard Tobe
Secretary

Approved September 10, 2003

Buffalo Fiscal Stability Authority

Resolution No. 03-29

APPROVAL OF BFSA EQUIPMENT PURCHASE

WHEREAS, the Buffalo Fiscal Stability Authority (the "BFSA") desires to purchase computers and other office equipment for its offices through the New York State Department of General Services purchase contracts, and

WHEERAS, the BFSA has sufficient funds to make these purchases, and

NOW THEREFORE, BE IT RESOLVED, that the Chairperson, Vice Chairperson or Executive Director of the BFSA be, and hereby is, authorized and directed to purchase such equipment from the state contract to the extent feasible in an amount not to exceed \$38,000.

This resolution shall take effect immediately.

Approved September 10, 2003

Richard Tobe
Secretary

Buffalo Fiscal Stability Authority

Resolution No. 03-30

ADOPT OPERATING BUDGET FOR BFSA FOR 2003/2004

WHEREAS, the Buffalo Fiscal Stability Authority (the "BFSA") was formed by Chapter 122 of the Laws of 2003 ("Chapter 122") to (1) oversee the City of Buffalo's budget, financial and capital plans, (2) issue bonds, notes or other obligations to achieve budgetary savings through debt restructuring, (3) finance short-term cash flow or capital needs and (4) if necessary, to develop financial plans on behalf of the City of Buffalo if it is unwilling or unable to take the required steps toward fiscal stability; and

WHEREAS, the BFSA is required by Chapter 122 to commence operations immediately and to receive and act upon a four-year fiscal plan for the City of Buffalo no later than September 15, 2003; and

WHEREAS, the BFSA will have costs and expenses to operate and carry out its functions, including but not limited to paying the costs and expenses of its agents, employees and facilities hereof, reimbursement of costs incurred by Directors for actual and necessary expenses incurred in the performance of such Director's official duties, and otherwise to carry on and effectively carry out the obligations required by Chapter 122 of the Laws of 2003; and

WHEREAS, the staff of the BFSA has carefully reviewed the revenues to be received and expenses and costs anticipated to be incurred in carrying out the duties and functions of the BFSA and has prepared a budget (attached) based upon its reasonable assumptions of such revenues, costs and expenses.

NOW THEREFORE, BE IT RESOLVED, that the Directors of the BFSA approve the budget prepared by the staff and presented to the Directors of the BFSA for the first year of the BFSA

This resolution shall take effect immediately.

Richard Tobe
Secretary

Approved September 10, 2003

Buffalo Fiscal Stability Authority

Resolution No. 03-31

AUTHORIZATION TO JOIN NYS RETIREMENT SYSTEM

WHEREAS, the Buffalo Fiscal Stability Authority (the “BFSA”) was formed by Chapter 122 of the Laws of 2003 to (1) oversee the City of Buffalo’s budget, financial and capital plans, (2) issue bonds, notes or other obligations to achieve budgetary savings through debt restructuring, (3) finance short-term cash flow or capital needs and (4) if necessary, to develop financial plans on behalf of the City of Buffalo if it is unwilling or unable to take the required steps toward fiscal stability; and

WHEREAS, the BFSA will require professional staff to assist in performing its mission (the “Staff”) and in order to attract such professional staff the BFSA will need to provide certain employee benefits to the Staff.

WHEREAS, the BFSA has considered benefits for its employees, and while the final benefit package has not yet been determined, the BFSA has decided to elect to participate as an employer in the New York State and Local Employees Retirement System and approves the inclusion of its officers and employees in such system.

NOW THEREFORE, BE IT RESOLVED, that the BFSA is authorized and directed to join the New York State and Local Employees Retirement System and offer its officers and employees inclusion in such system.

This resolution shall take effect immediately.

Richard Tobe
Secretary

Approved September 10, 2003

Buffalo Fiscal Stability Authority

Resolution No. 03-32

**AUTHORIZED SIGNATORIES AND SIGNING RESTRICTIONS FOR DEPOSIT
ACCOUNTS AT HSBC BANK, USA**

WHEREAS, in order to efficiently carry out the requirements of Chapter 122 of the Laws of 2003, the Buffalo Fiscal Stability Authority (the "BFSA") has or will establish certain deposit accounts (the "Accounts") at HSBC Bank, USA; and

WHEREAS, the BFSA desires to appoint certain authorized signatories and to established certain signing restrictions for the Accounts.

NOW THEREFORE, BE IT RESOLVED, that in connection with the signing of checks, drafts or other orders for the payment of money issued in the name and on behalf of the BFSA against any funds deposited in the Accounts, the following authorized signatories and signing restrictions will apply to all transactions:

1. Thomas E. Baker, H. Carl McCall, Alair Townsend, Robert G. Wilmers and Dottie Johnson are each authorized as a sole signer for any payment up to and including \$25,000.00; and

2. Two of the above-listed board members of the BFSA are required to jointly sign for any payment over \$25,000.00.

BE IT FURTHER RESOLVED, that the signing of all checks, drafts or other orders for the payment of money issued in the name and on behalf of the BFSA against any funds deposited in the Accounts by the board members listed above prior to the date of this resolution are approved, ratified and confirmed in all respects.

This resolution shall take effect immediately.

Richard Tobe
Secretary

Approved September 10, 2003