



# OFFICE OF THE COMMON COUNCIL

**Stephanie Viscelli**  
President

**Louise S. Glasso**  
City Clerk

Rome City Hall  
198 N. Washington St.  
Rome, NY 13440  
www.romenewyork.com

**Lori A. Trifeletti** ♦ 1<sup>st</sup> Ward    **Sharie Fiorini-Parsons** ♦ 4<sup>th</sup> Ward  
**John B. Mortise** ♦ 2<sup>nd</sup> Ward    **Frank R. Anderson** ♦ 5<sup>th</sup> Ward  
**Kimberly Rogers** ♦ 3<sup>rd</sup> Ward    **Riccardo D. Dursi, Jr.** ♦ 6<sup>th</sup> Ward  
**Lou DiMarco, Jr.** ♦ 7<sup>th</sup> Ward

## COMMON COUNCIL MEETING REGULAR SESSION

**SEPTEMBER 28, 2016**  
**7:00 PM**

### 1. CALLING THE ROLL OF MEMBERS BY THE CLERK

### 2. PLEDGE OF ALLEGIANCE

### 3. INVOCATION

### 4. GENERAL PUBLIC HEARING

The time limit for speakers at the general public hearing shall be limited to five (5) continuous minutes. The President of the Common Council may extend this time up to an additional five (5) minutes at his discretion; and further extensions must be approved by a majority of the council.

### 5. RECOGNITION/APPRECIATION

Neighborhood Beautification Award will be presented to 7 individuals by  
Tanya Davis, Executive Director of Rome Clean & Green

### 6. READING OF THE MINUTES OF THE PRECEDING SESSION

(Motion in order that the reading of the minutes of the preceding session be dispensed with and that they be approved.)

### 7. PRESENTING OF PETITIONS AND COMMUNICATIONS

#### A. PETITIONS

#### B. COMMUNICATIONS

Richard DeSalvo has notified the City Clerk's Office of his application for a liquor license for location 413 N. James St.

Rome Art & Community Center financial report for year ended 12/31/15 – is on file  
In the City Clerk's Office.

Department of Public Works training report for January 2016 – June 2016 – On file in the  
City Clerk's Office.

### 8. NOTICES

**9. REPORT OF CITY OFFICIALS**

**10. REPORT OF COUNCILORS AND GENERAL CITY AFFAIRS**

**11. PRESENTING OF REPORT OF COMMITTEES**

**12. RESOLUTIONS**

**RES. NO. 118**

**A**

**AUTHORIZING THE MAYOR OF THE CITY OF ROME TO SUBMIT A 2016 RESTORE NY GRANT APPLICATION IN AN AMOUNT NOT TO EXCEED \$500,000 TO EMPIRE STATE DEVELOPMENT CORPORATION FOR A PROPERTY LOCATED AT 109 CANAL STREET. Seelig**

**RES. NO. 119**

**D**

**AUTHORIZING THE MAYOR OF THE CITY OF ROME TO SUBMIT A 2016 TRANSPORTATION ALTERNATIVE PROGRAM APPLICATION (TAP) IN AN AMOUNT NOT TO EXCEED \$1,400,000.00 TO THE NYS DEPARTMENT OF TRANSPORTATION FOR PHASE II OF THE MOHAWK RIVER TRAIL. Seelig**

**RES. NO. 120**

**F**

**AUTHORIZATION TO WAIVE WATER TAPPING FEE OF \$2,400.00 ASSOCIATED WITH THE NEW YORK STATE DEPARTMENT OF TRANSPORTATION CONSTRUCTION PROJECT. Schmidt**

**RES. NO. 121**

**G**

**ACCEPTING DONATION PRESENTED TO THE CITY OF ROME FIRE DEPARTMENT FOR USE AT THE ROME POLICE AND FIRE MEMORIAL PARK (\$250.00) Brement**

**RES. NO. 122**

**H**

**RESOLUTION CONCERNING THE ESTABLISHMENT OF THE GREATER MOHAWK VALLEY LAND BANK CORPORATION AND APPOINTING REPRESENTATIVE TO SERVE ON GREATER MOHAWK VALLEY LAND BANK BOARD. Domenico**

**13. ORDINANCES**

**Current Legislation**

**ORD. NO. 9113**

**B**

**AUTHORIZING MAYOR OF THE CITY OF ROME TO APPROVE THE SALE OF CITY OWNED PARCEL (606 W. LIBERTY STREET) TO BUYER FOR \$500.00. Domenico**

**ORD. NO. 9114**

**E**

**AUTHORIZATION TO RETAIN PROPERTY (LOCATED AT 150 GLEN ROAD SOUTH) WHICH HAS BEEN ACQUIRED BY THE CITY OF ROME FOR DELINQUENT TAXES AND DESIGNATE FOR MUNICIPAL USE.  
Mayor Izzo, Domenico, Dursi**

**14. LOCAL LAWS**

**15. TABLED LEGISLATION**

**16. VETOED LEGISLATION**

**17. ADJOURNMENT**

**% Ordinances require unanimous consent to be acted upon when first introduced**

**NEXT SCHEDULED COMMON COUNCIL MEETING: October 12, 2016**

RESOLUTION NO. 118

AUTHORIZING THE MAYOR OF THE CITY OF ROME TO SUBMIT A 2016 RESTORE NY GRANT APPLICATION IN AN AMOUNT NOT TO EXCEED \$500,000 TO EMPIRE STATE DEVELOPMENT CORPORATION FOR A PROPERTY LOCATED AT 109 CANAL STREET

By Councilor \_\_\_\_\_:

WHEREAS, the City of Rome is hereby authorized and directed to file an application on behalf of the City of Rome in an amount not to exceed \$500,000 to the Empire State Development Corporation, for a property located at 109 Canal Street, within the Downtown Rome BOA, with a 10% match required through in-kind services and/or cash contribution, pursuant to the description which is attached hereto and made a part of this Resolution; now, therefore,

BE IT RESOLVED, by the Common Council of the City of Rome, New York, that the Mayor of the City of Rome and her designees are hereby authorized to execute a 2016 Restore NY Grant Application to the Empire State Development Corporation, and any and all other contracts, documents and instruments necessary to fulfill the City of Rome's obligation under said Grant Application.

Seconded by Councilor \_\_\_\_\_.

AYES & NAYS: Trifeletti\_\_ Mortise\_\_ Rogers\_\_ Parsons\_\_ Anderson\_\_  
Dursi\_\_ DiMarco\_\_

ADOPTED: DEFEATED:

Project No.: 10118.00  
Conceptual Budget Cost Estimate

September 2, 2016

Item Description	Unit	Quantity	Unit Price (2016 \$)	Cost
<b>Division 13 Special Construction</b>				
132800 Asbestos Abatement				
Roofing	SF	24,200	\$3.00	\$72,600
Windows	EA	171	\$450.00	\$76,950
Skylights	EA	18	\$250.00	\$4,500
Flooring	SF	3,225	\$9.50	\$30,638
Ceiling insulation	SF	310	\$3.20	\$992
Sealant	LF	200	\$3.50	\$700
Pipe Wrap	LF	14	\$19.00	\$266
Tar on wall	SF	14	\$10.00	\$140
Elevator brakes & components	LS	1	\$4,000.00	\$4,000
<b>Sub-Total Abatement Work:</b>				<b>\$190,786</b>
<b>Division 02 - EXISTING CONDITIONS</b>				
024113 Selective Site Demolition				
Demolish, remove pavement	SY	4,786	\$6.50	\$31,109
Utilities allowance	LS	1	\$3,000.00	\$3,000
024116 Structure Demolition (CF is volume of bldg. standing)				
Demolish, remove buildings, mixture of const. types	CF	838,176	\$0.47	\$393,943
Foundations				
Concrete slab on grade, reinforced	SF	52,388	\$1.05	\$55,005
Foundation walls, assume concrete w/ ave. reinf.	SF	2,625	\$1.00	\$2,625
Footings, assume concrete w/ ave. reinf.	LF	875	\$12.00	\$10,500
Hauling fees (Hauling by City of Rome DPW)				
	CY	31,044	\$4.00	\$124,174
<b>Sub-Total General Demolition Work, Areas A, B &amp; C, including existing pavement:</b>				<b>\$620,356</b>
024116 Structure Demolition (CF is volume of bldg. standing)				
Demolish, remove buildings, mixture of const. types	CF	303,040	\$0.47	\$142,429
Foundations				
Concrete slab on grade, reinforced	SF	18,940	\$1.05	\$19,887
Foundation walls, assume concrete w/ ave. reinf.	SF	2,175	\$1.00	\$2,175
Footings, assume concrete w/ ave. reinf.	LF	725	\$12.00	\$8,700
Hauling fees (Hauling by City of Rome DPW)				
	CY	11,224	\$4.00	\$44,895
<b>Sub-Total General Demolition Work, Areas D, E, F &amp; G:</b>				<b>\$218,086</b>
<b>Sub-Total General Demolition Work, All Areas:</b>				<b>\$838,442</b>
<b>SUB-TOTAL PROJECT REMOVALS WORK</b>				<b>\$1,030,000</b>

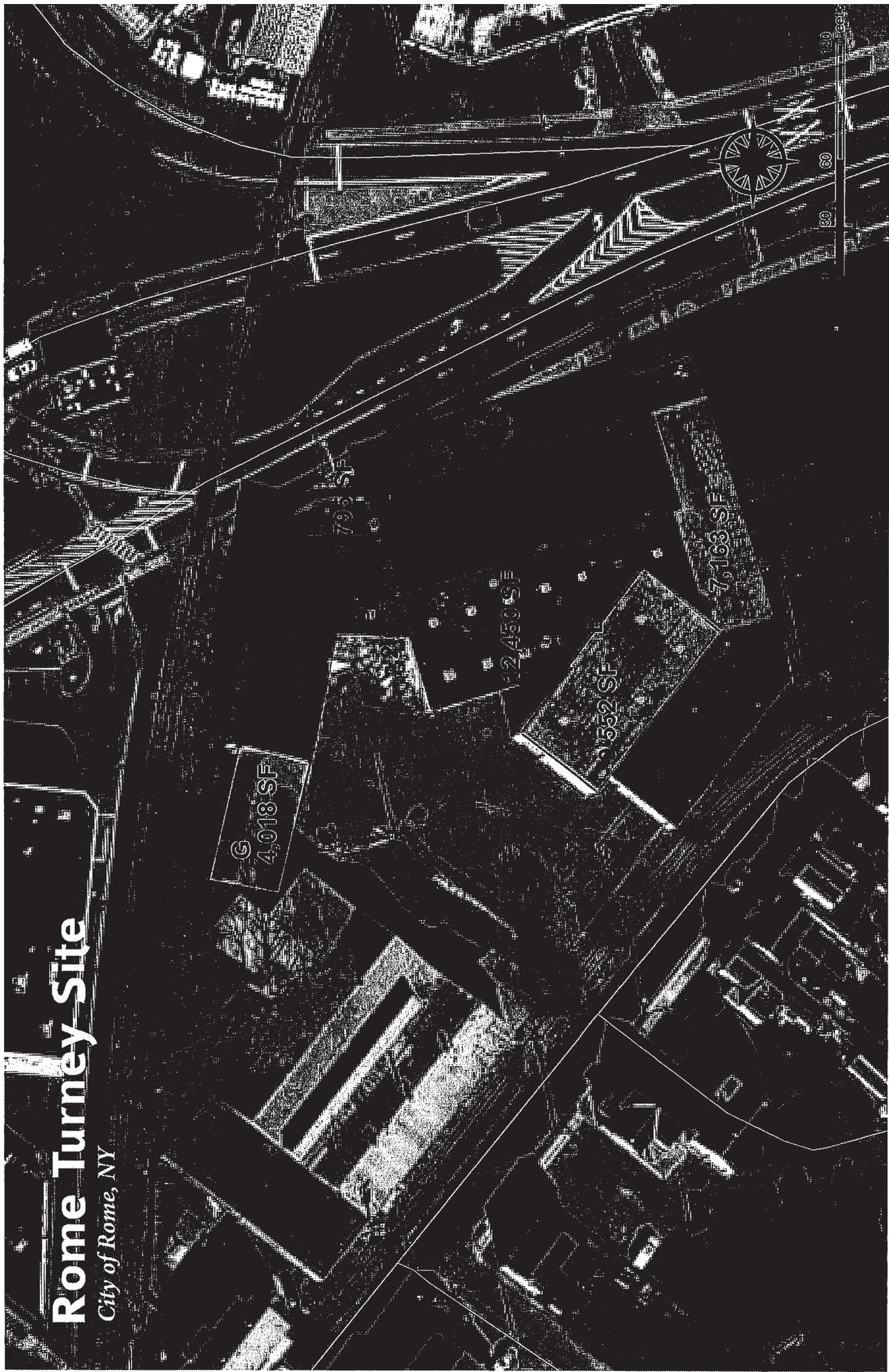
General Conditions and Mobilization (5%)	LS	1	\$51,500
Project Monitoring and Air Technician (10% of Abatement Work Subtotal) (subtotal costs above are the installing contractor costs including the installing contractor's overhead and profit)	LS	1	\$19,079
<b>SUB-TOTAL CONSTRUCTION COSTS</b>			<b>\$1,030,000</b>
<b>TOTAL CONSTRUCTION COSTS</b>			<b>\$1,100,579</b>
Construction Contingency (10%)			\$110,058
<b>GRAND TOTAL PROJECT COST</b>			<b>\$1,210,636</b>

**Assumptions**

- Any necessary permits are not included in the costs noted above.
- Impacts to existing underground utilities (water, sanitary and storm) are not anticipated and thus not included in the costs noted above.
- Existing contaminated soils to be confirmed, not included above.
- Source for costs: Means' Costworks, with some historical abatement data
- City of Rome DPW to haul general construction demolition material to a City approved facility.

# Rome Turney Site

City of Rome, NY



# **Round 4**

## **RESTORE NY COMMUNITIES INITIATIVE**

### **Municipal Grant Program**

**June 20, 2016**

**Empire State Development Corporation (ESDC)  
Request for Funding Proposals**

## **GUIDELINES**

**Proposal Due Date: 3:00 p.m. – Monday, October 3, 2016**

## **Restore NY Guidelines Table of Contents**

- Section 1: Intent to Apply Form (must be received by 5:00 pm Wednesday, July 13<sup>th</sup>)
- Section 2: Program Description and Goals
- Section 3: Funding Proposal Submission Package Requirements
- Section 4: Application Instructions
- Section 5: Funding and Project Limits
- Section 6: Scoring Criteria
- Section 7: Definitions
- Section 8: Terms and Conditions
- Section 9: State Historic Preservation Office (SHPO) Consultation Instructions
- Section 10: ESD Regional Offices and Other Resources
- Attachment: Restore NY Application

## Section 1 – Intent to Apply for Restore NY Funding

If Municipality is intending to apply for Restore NY funding, this form must be submitted by the leading municipal official. Mail form to Attention Brad DiPietro Restore NY, Empire State Development, 625 Broadway, Albany, NY 12245 or e-mail a signed pdf copy to [RNY4Intent@esd.ny.gov](mailto:RNY4Intent@esd.ny.gov) by **July 13, 2016**.

**Applications from municipalities that do not submit this form will not be accepted.**

**ESD will acknowledge receipt of the Letter of Intent by sending a confirmation e-mail to the contact person identified below. It is the responsibility of the municipality to ensure that the Letter of Intent has been received by ESD. If an e-mail confirmation notice is not received by July 15<sup>th</sup>, the municipality must contact ESD at (518) 292-5200.**

Municipal Name			
Street Address (not PO Box)			
City, State, Zip			
County			
Contact Name			
Title			
Phone Number			
E-Mail Address			
NYS Unemployment Insurance Tax #			
Type of Municipality	City <input type="checkbox"/>	Town <input type="checkbox"/>	Village <input type="checkbox"/>
Senate District #(s) and Name(s) <small>(If multiple, list all. Attach additional page if necessary.)</small>	#		
Assembly District #(s) and Name(s) <small>(If multiple, list all. Attach additional page if necessary.)</small>	#		

In the section below, provide a brief project description that includes how the project meets Restore NY goals (e.g. that the project will demolish/deconstruct and/or rehabilitate/ reconstruct vacant, abandoned, surplus and/or condemned residential, commercial and/or mixed use buildings). The description should include the size of the project (e.g. number of and/or square feet of buildings in the project). It should also include the intended reuse of the properties and other salient information such as its location in a target area of the community, or that it is part of a local revitalization or urban development plan. The description should not exceed 150 words.

Name of Project	
Number of Properties	
Estimated Project Costs	
Estimated Restore NY Request	
Name of Development Company	
Briefly describe Project	

Signature			
Title		Date	

## Section 2 – Program Description and Goals

The 2015-16 State Budget enacted the Restore New York's Communities Initiative and gave Empire State Development Corporation the responsibility of implementing this program for the sole purpose of revitalizing urban areas and stabilizing neighborhoods.

Municipalities, defined as cities, towns and villages, are invited to submit a Request for Funding Proposal for projects to demolish, deconstruct, rehabilitate and/or reconstruct vacant, abandoned, condemned and surplus properties. Additionally, funds can be used for site development needs related to the project including, but not limited to water, sewer and parking.

Projects should be architecturally consistent with nearby and adjacent properties or in a manner consistent with the municipality's local revitalization or urban development plan. Rehabilitation of municipal buildings and properties for municipal reuse is not eligible for Restore NY funding. Greenfield development is also ineligible.

All projects require no less than 10 percent of the total project cost in matching contributions. Cash and in-kind contributions are allowed. Section 7 further explains the match requirements.

The goal of Restore NY is to revitalize urban centers. It is anticipated that upon completion, the projects funded by Restore NY grants will attract individuals, families, industry and commercial enterprises to the municipality. It is further anticipated that the improved community and business climate will result in an increased tax base thereby improving municipal finances and the wherewithal to further grow the municipality's tax and resource base and lessen its dependence on state aid.

Awards will be made to qualified applicants based statutory criteria and, to the fullest extent possible, in a geographically proportionate manner throughout the state. As such, funds may not be awarded to some applications with higher scores.

Strong emphasis will be placed on projects from economically distressed communities as described in the statute. Priority will also be given to projects that leverage other state or federal redevelopment, remediation or planning programs including, but not limited to the Brownfield Opportunity Areas program and Empire Zones.

Strong emphasis will also be placed on project feasibility and readiness. Projects will score higher when they demonstrate that a majority of the criteria in Section 4 of the Application have been satisfied. This includes the following: Project Feasibility (e.g. market feasibility, business plan, letters of commitment on financing, etc.); Project Readiness (e.g. conformance with local planning and zoning, federal and state permits, etc.); Transportation and Utility Readiness (e.g. transportation analysis, utility evaluations, etc.); and Environmental Readiness (e.g. SEQR and SHPO consultation, etc.). Applicants that can demonstrate that plans are in place, project financing has been committed, and that the project is expected to start within a year of a Restore NY award will be considered more competitive.

### Section 3 – Funding Proposal Submission Package Requirements

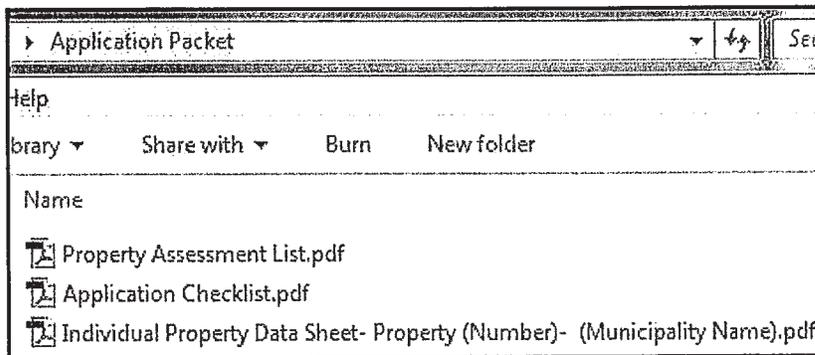
<b>Intent to Apply Deadline</b>	No later than <b>5:00pm</b> EST on <b>Wednesday July 13, 2016</b>
<b>Application Deadline</b>	No later than <b>3:00pm</b> EST on <b>Monday October 3, 2016</b>
<b>Eligible Applicants</b>	All New York State Cities, Towns and Villages (Counties, not-for-profit and private entities are not eligible.)
<b>Number of Copies</b>	<ul style="list-style-type: none"> <li>▪ 1 copy.</li> <li>▪ All materials must be on 8.5 x 11 paper</li> <li>▪ Assemble documents in a 3-ring binder no thicker than 2 inches and include all forms, enclosures and attachments</li> <li>▪ Place the municipality's name on the cover <u>and</u> the spine of the binder</li> </ul>
<b>Mail or Deliver</b>	<ul style="list-style-type: none"> <li>▪ <u>1 copy</u> of the Submission Package (defined below) and the Application Fee to:</li> <li>▪ <b>Empire State Development</b> <b>Attention Brad DiPietro</b> <b>625 Broadway</b> <b>Albany, NY 12245</b></li> </ul>
<b>Application Fee</b>	<p>A non-refundable check payable to Empire State Development Corporation in the amounts indicated below:</p> <ul style="list-style-type: none"> <li>▪ \$1,000 for cities over 100,000 population</li> <li>▪ \$500 for cities and villages of 40,000–99,999 population</li> <li>▪ \$250 for municipalities under 39,999 population</li> </ul> <p>Application Fee must be included with the application binder sent to the above address</p>
<b>Submission Package</b>	<ul style="list-style-type: none"> <li>▪ Completed Restore NY Application and Attachments (<b>Printed from the CFA</b>)</li> <li>▪ <b>Certification of Completeness signed by a Municipal Official</b></li> <li>▪ Written commitment(s) of matching funds</li> <li>▪ Proof of Notice of Public Hearing</li> <li>▪ Proof of publication of the Property Assessment List</li> <li>▪ A true and complete copy of the Municipal Resolution</li> <li>▪ Application Fee</li> </ul>
<b>Questions</b>	<p><b>See Section 10 for contact information.</b></p> <ul style="list-style-type: none"> <li>▪ For questions regarding this application, e-mail <a href="mailto:restoreny@esd.ny.gov">restoreny@esd.ny.gov</a> or contact your local ESD Regional Office.</li> <li>▪ For specific questions regarding SEQRA, contact the NYS Department of Environmental Conservation.</li> <li>▪ For specific questions about SHPO, contact the NYS Office of Parks, Recreation and Historic Preservation, or ESDC's Planning and Environmental Review Office.</li> </ul>

## Section 4 – Application Instructions

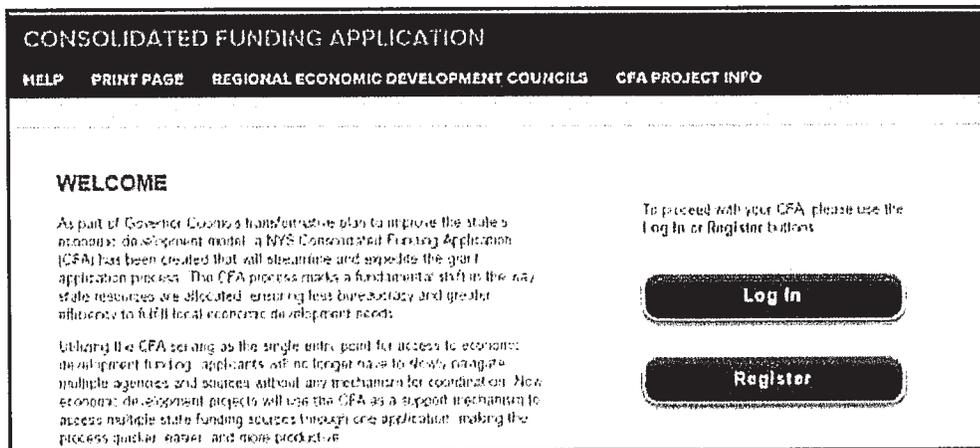
If the Municipality intends to apply for Restore NY funding, an Intent to Apply form must be submitted by the leading municipal official by **5:00pm EST Wednesday July 13, 2016** (see Section 1). **Applications from municipalities that do not submit an Intent to Apply form will not be accepted.**

The Intent to Apply form must provide a brief project description that includes how the project meets Restore NY goals (e.g. that the project will demolish/deconstruct and/or rehabilitate/ reconstruct vacant, abandoned, surplus and/or condemned residential, commercial and/or mixed use buildings). The description should include the size of the project (e.g. number of and/or square feet of buildings in the project). It should also include the intended reuse of the properties and other salient information such as its location in a target area of the community, or that it is part of a local revitalization or urban development plan. The description should not exceed 150 words.

Upon receipt of the Intent to Apply Form, ESD will e-mail the primary contact the Restore NY Application Packet. This Packet contains documents that will be needed for the application. This Packet will also be available on the ESD Restore NY website.



Use of the states' Consolidated Funding Application (CFA) online portal is required. This application portal will collect all necessary information for the Restore NY application.



The Restore NY Application must be certified by the leading municipal official that it is complete, true and accurate. Incomplete applications will not be considered. However, ESDC, at its sole discretion, reserves the right to accept minor amendments and additions to this application.

The following documents must be included with your application:

- Property Assessment List- included in Restore NY Application Packet
- Individual Property Packet for each property- included in Restore NY Application Packet
- Project Proposal from lead entity conducting project
- Credentials and Qualifications/Resume of lead entity conducting project
- Site Map with each property cleared marked
- Letter from local planning/zoning officials stating project is compatible with local ordinances
- 3<sup>rd</sup> Party Project Cost Estimates
- 5 (five) years of Operating Pro Formas
- Letter of matching fund commitments
- Publication proof of Property Assessment List\*
- Publication proof of Notice of Public Hearing\*\*
- Municipal Resolution

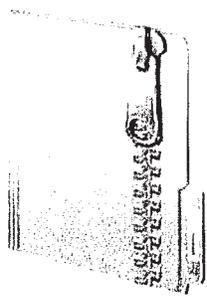
\*A Property Assessment List (as defined in Section 7) must be published in a local daily newspaper for three consecutive days. Evidence of the publication must be included in the application. Acceptable documentation is (1) photocopies of all three advertisements showing the dates of publication and/or (2) a signed receipt from the newspaper. Property Assessment List document provided by ESD.

\*\*A public hearing must be held to discuss the Restore NY application and the Property Assessment List. Proof of the publication of the Notice of a Public Hearing to discuss the Restore NY application and the Property Assessment List must be included in the application.

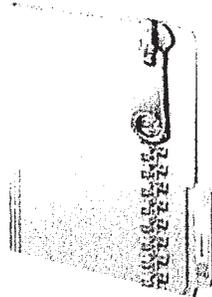
Individual properties must be bundled into a definable “project” (as defined in Section 7). The project may include the demolition, deconstruction, rehabilitation and/or reconstruction of a building or group of buildings that furthers the goals of revitalizing an urban center, encouraging commercial investment or adding value to the local housing stock. To constitute a coherent and cohesive project, a group of properties shall be selected because their reconstruction, rehabilitation, deconstruction or demolition are inter-related and will collectively advance a strategic objective of the local revitalization or urban development plan. A site map must be included for each project clearly identifying all targeted properties.

All municipalities are limited to one project. See Section 5 for project funding limits.

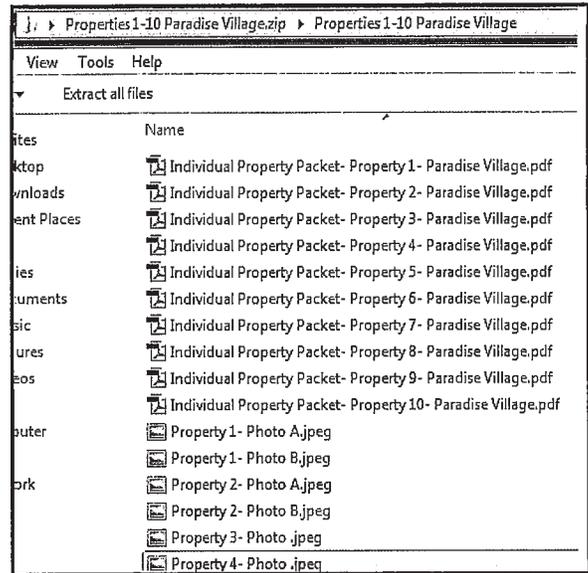
Individual Property Packet (IPP's) documents (4 sheets) must be completed for each property in the project. This packet is provided by ESD in the Restore NY Application Packet or Restore NY website. Re-name IPP filename to denote the specific property (i.e. "Individual Property Packet- Property 3- Paradise Village"). IPP's must be saved in a .zip folder with up to 10 (ten) packets per folder. Name zip folder "Properties 1-10 (Municipality Name)" and "Properties 11-20 (Municipality Name)" and so on, as needed. Attach up to two (2) photographs of the building façade for each property.



Properties 1-10  
Paradise Village



Properties 11-20  
Paradise Village



Each folder will be attached separately to the CFA at the beginning of the application.

The municipality's legislative body must pass a resolution finding that the proposed project is consistent with the municipality's local revitalization or urban development plan; that the proposed financing is appropriate for the specific project; that the project facilitates effective and efficient use of existing and future public resources so as to promote both economic development and preservation of community resources; and the project develops and enhances infrastructure and/or other facilities in a manner that will attract, create and sustain employment opportunities where applicable. A true and complete copy of the resolution must be included in the application.

**Section 5 – Funding and Project Limits**

<b>Applicant Funding and Project Limits</b>	<b># Project</b>	<b>Funding Per Project</b>
Cities over 100,000 population based on the last census	1 Project	\$2 million
Cities and villages between 40,000 and 99,999 population based on the last census	1 Project	\$1 million
All other municipalities	1 Project	\$500,000

<b>Residential Property</b>	<b>Per Unit Maximum Allowance</b>
Demolition/Deconstruction	\$20,000
Rehabilitation/Reconstruction	\$100,000

<b>Maximum Commercial Building DEMOLITION Allowance Per Square Foot</b>					
<small>Source: Marshall Valuation Service</small>					
<b>ESD Region</b>	<b>Class A Structural Steel</b>	<b>Class B Reinforced Concrete</b>	<b>Class C Masonry Walls</b>	<b>Class D Wood or Steel</b>	<b>Class S Metal bents or Columns</b>
Capital Region	\$6.36	\$7.98	\$5.08	\$4.38	\$4.13
Central NY	\$6.60	\$8.27	\$5.26	\$4.55	\$4.29
Finger Lakes	\$6.54	\$8.20	\$5.22	\$4.51	\$4.25
Long Island	\$8.29	\$10.40	\$6.62	\$5.71	\$5.39
Mid-Hudson	\$8.35	\$10.47	\$6.66	\$5.75	\$5.42
Mohawk Valley	\$6.19	\$7.76	\$4.94	\$4.26	\$4.02
New York City	\$8.35	\$10.47	\$6.66	\$5.75	\$5.49
North Country	\$6.07	\$7.61	\$4.85	\$4.18	\$3.94
Southern Tier	\$6.07	\$7.61	\$4.85	\$4.18	\$3.94
Western NY	\$6.77	\$8.49	\$5.40	\$4.67	\$4.40

<b>Maximum Commercial Building CONSTRUCTION Allowance Per Square Foot</b>										
Source: Marshall Valuation Service										
	OFFICE				LIGHT MANUFACTURING				RETAIL*	
	Class A	Class B	Class C	Class D	Class A	Class B	Class C	Class D	Class C	Class D
<b>ESD Region</b>	Structural Steel	Reinforced Concrete	Masonry or Concrete	Wood /Steel Studs	Structural Steel	Reinforced Concrete	Masonry Walls	Wood /Steel Studs	Masonry or Concrete	Wood or Steel Studs
Capital Region	\$154.68	\$148.58	\$106.56	\$101.05	\$77.20	\$72.17	\$48.74	\$44.45	\$78.48	\$74.09
Central NY	\$160.35	\$154.04	\$110.47	\$104.76	\$80.03	\$74.81	\$50.53	\$46.08	\$81.36	\$76.81
Finger Lakes	\$158.93	\$152.67	\$109.49	\$103.83	\$79.32	\$74.15	\$50.08	\$45.67	\$80.64	\$76.13
Long Island	\$201.51	\$193.57	\$138.82	\$131.65	\$100.57	\$94.01	\$63.50	\$57.91	\$102.24	\$96.52
Mid-Hudson	\$202.92	\$194.93	\$139.80	\$132.57	\$101.28	\$94.68	\$63.94	\$58.32	\$102.96	\$97.20
Mohawk Valley	\$150.42	\$144.49	\$103.63	\$98.27	\$75.07	\$70.18	\$47.40	\$43.23	\$76.32	\$72.05
NYC	\$202.92	\$194.93	\$139.80	\$132.57	\$101.28	\$94.68	\$63.94	\$58.32	\$102.96	\$97.20
North Country	\$147.58	\$141.77	\$101.67	\$96.42	\$73.66	\$68.86	\$46.50	\$42.41	\$74.88	\$70.69
Southern Tier	\$147.58	\$141.77	\$101.67	\$96.42	\$73.66	\$68.86	\$46.50	\$42.41	\$74.88	\$70.69
Western NY	\$164.61	\$158.13	\$113.40	\$107.54	\$82.16	\$76.80	\$51.87	\$47.31	\$83.52	\$78.85

\* Retail includes retail mixed with office or residential.

<b>Maximum Allowance Where Certain HAZARDOUS MATERIALS are Present in the Demolition or Reconstruction Per Square Foot</b>		
Source: Marshall Valuation Service		
<b>ESD Region</b>	<b>Asbestos Abatement</b>	<b>Lead Removal</b>
Capital Region	\$37.67	\$14.47
Central NY	\$39.05	\$15.00
Finger Lakes	\$38.71	\$14.86
Long Island	\$49.08	\$18.84
Mid-Hudson	\$49.42	\$18.98
Mohawk Valley	\$36.63	\$14.07
New York City	\$49.42	\$18.98
North Country	\$35.94	\$13.80
Southern Tier	\$35.94	\$13.80
Western NY	\$40.09	\$15.39

## Section 6 – Scoring Criteria

Applications will be scored based on how they address the goals of the Restore NY Communities Initiative and statutory criteria. Awards will be made, to the fullest extent possible, in a geographically proportionate manner throughout the state. As such, funds may not be awarded to some applications with higher scores.

A maximum of 115 points can be achieved based the categories defined in the table below.

Points	Criteria	Scale
Up to 15	Economic Distress	15 – High 10 – Moderate 5 – Slight
Up to 25	Other Statutory Priorities	5 – Mostly in an Empire Zone –or– 5 – Mostly in a Brownfield Opportunity Area Up to 20 – Leverage of other State and Federal Programs
Up to 40	Program Goals	Up to 20 – Induce Commercial Investment Up to 10 – Revitalize an Urban Center Up to 10 – Improve Local Housing
Up to 20	Project Readiness / Feasibility	Up to 20
Up to 15	President/CEO Commissioner Discretion	Up to 15
Maximum 115		

## Section 7 – Definitions

BROWNFIELD shall mean any real property, the redevelopment or reuse of which may be complicated by the presence or potential presence of a contaminant.

BROWNFIELD OPPORTUNITY AREA (BOA) shall mean an area of the municipality that has been approved for funding under the Brownfield Opportunity Area Program for the purpose of establishing a community based revitalization plan and implementation strategy to achieve brownfield redevelopment in a proactive and systematic way.

BUILDING CATEGORY shall mean the following:

- ABANDONED shall mean a wrecked or derelict building that has been left abandoned and unprotected.
- CONDEMNED shall mean a building declared by official order to be unfit for use.
- SURPLUS shall mean a municipally-owned building deemed surplus or no longer required.
- VACANT shall mean having no occupants, or is mostly unoccupied.

BUILDING TYPE shall mean the following:

- COMMERCIAL shall mean real estate zoned for business or industrial use including retail, and that is at least 85% used for business, industrial and/or retail purposes.
- RESIDENTIAL shall mean real estate that is zoned for single-family homes, multi-family apartments, townhouses, condominiums and co-ops, and that is at least 85% used for residential purposes.
- MIXED USE shall mean buildings that include a combination of commercial, office, retail and residential uses.

ECONOMICALLY DISTRESSED COMMUNITY shall mean the following:

- HIGHLY DISTRESSED COMMUNITIES shall have at least 25 households receiving public assistance income in the last decennial census (threshold requirement) and meet at least seven of the criteria listed below:
- MODERATELY DISTRESSED COMMUNITIES shall have at least 25 households receiving public assistance income in the last decennial census (threshold requirement) and meet at least five of the criteria listed below:
- SLIGHTLY DISTRESSED COMMUNITIES shall have at least 100 households receiving public assistance income in the last decennial census (threshold requirement) and meet four of the criteria listed below:
  - Population loss between the last and previous decennial census – an absolute loss in population.
  - Unemployment rate (2014 ACS 5 year average) higher than the state (8.9%). (Municipal rate was used if population was over 25,000, otherwise county rate was used.)
  - Private sector employment growth rate between 2010 and 2014 was lower than the state's rate (2.5%) OR Private sector employment in 2014 was less than the state (78.0%)

- Portion of households receiving public assistance in 2014 was greater than the statewide portion (15.1%).
- Poverty rate in 2014 was greater than the state's poverty rate (15.6%).
- Per Capita Income change between 2010 and 2014 was less than the growth in the consumer price index (CPI) for all urban consumers nationally (8.5 percent) OR Per capita income in the municipality was less than the state's per capita income (\$32,829) in 2014
- Full Value Assessment of Taxable Property growth between 2007 and 2014 was less than the statewide growth. ([https://www.osc.state.ny.us/localgov/datanstat/findata/index\\_choice.htm](https://www.osc.state.ny.us/localgov/datanstat/findata/index_choice.htm))
- Taxable sales growth rate between the period of March 2009 through February 2010 and the period of March 2012 through February 2013 in the county was less than the statewide growth in taxable sales. ([https://www.tax.ny.gov/research/stats/statistics/sales\\_tax\\_statistical\\_reports.htm](https://www.tax.ny.gov/research/stats/statistics/sales_tax_statistical_reports.htm))

ELIGIBLE APPLICANT shall mean any New York State city, town or village.

GREENFIELD shall mean a piece of property that is undeveloped, or a previously developed site that has been cleaned up and is ready for redevelopment. Greenfield projects are not eligible for Restore funding.

IN-KIND shall mean a contribution, service or administrative cost associated with the project including funds from other federal, state or local governments and private contributions. For Restore NY purposes, in-kind contributions will be allowed retroactive to the enactment of the Restore New York legislation (June 23, 2006).

HISTORIC AND/OR CULTURAL PLACE OR PROPERTY shall mean any building, structure, district, area, site or object, including an underground and underwater site, that is of significance in the history, architecture, archeology or culture of the state, community or nation.

LEAD AGENCY shall mean a public entity principally responsible for undertaking, funding or approving a project. Examples of lead agencies are county industrial development agencies; municipal planning agencies, boards, and councils; health departments; and zoning boards.

MATCH shall mean cash (which is encouraged) or the value of in-kind services, contributions or administrative costs dedicated to this project, including funds from federal, state (other than Restore NY funds) and local government sources, and funds from private contributions. Match amounts must be "firmly committed" and will support the proposed Restore NY project. "Firmly committed" shall mean there must be a signed, written agreement to provide the resources and services. The written agreement may be contingent upon an applicant receiving a Restore NY award.

MUNICIPALITY shall mean a municipal subdivision that is a city, town, or village.

RESIDENTIAL PROPERTY shall mean a separately assessed lot, parcel, piece or portion of real property used, or that is to be used, as a private dwelling.

PROJECT shall mean the demolition, deconstruction, rehabilitation or reconstruction of a building or group of buildings that furthers the goal of revitalizing an urban center, encouraging commercial investment or adding value to the local housing stock. To constitute a coherent and cohesive project, a group of properties shall be selected because their reconstruction, rehabilitation, deconstruction or demolition are inter-related and will collectively advance a strategic objective of the local revitalization or urban development plan.

PROJECT TYPE shall mean the following:

- DEMOLITION shall mean to completely tear down or raze a building.
- DECONSTRUCTION shall mean the careful disassembly of a building of architectural or historic significance with the intent to rehabilitate or reconstruct the building, or salvage the disassembled material from the building for reuse.
- REHABILITATION shall mean structural repairs, mechanical systems repair or replacement, repairs related to deferred maintenance, emergency repairs, energy efficiency upgrades, accessibility improvements, mitigation of lead-based hazards, and other repairs that result in a significant improvement to the property, provided however, that to the extent possible, such rehabilitation shall be architecturally consistent with nearby and adjacent properties, or done in a manner consistent with a local revitalization or urban development plan.
- RECONSTRUCTION shall mean the construction of a new building, which is similar in architectural style, and size to a previously existing building at such location, provided however, that to the extent possible that such reconstruction is architecturally consistent with nearby and adjacent properties, or in a manner consistent with a local revitalization or urban development plan.

PROPERTY ASSESSMENT LIST shall mean a list compiled by a municipality, after it conducts an assessment of vacant, abandoned, surplus or condemned buildings within its jurisdiction, and based upon that assessment: (i) sets forth for each property a description of each building that includes the location, size and residential or commercial natures of each building, and whether the building is proposed to be demolished, deconstructed, rehabilitated or reconstructed; (ii) that has been published in a local daily newspaper for no less than three consecutive days; and (iii) that has been the subject of public hearings in the municipalities where the buildings are located.

SITE CONTROL shall mean (i) ownership by the municipal applicant or (ii) written consent from the ownership entity and, if different, the entity that has legal control of the site consenting to the application for Restore NY funding and, if awarded, agreeing to use Restore NY funds as outlined in the application.

SOFT COSTS shall mean costs related to those items in a project that are necessary to prepare and complete the non-construction needs of the project. Soft costs include such items as architecture, design, engineering, permits, inspections, consultants, environmental studies, and regulatory demands needing approval before construction begins. Soft costs do not include construction, telecommunications, furnishings, fixed equipment, and expenditures for any other permanent components of the project.

URBAN CENTER shall mean a central place that functions as the dominant center of an urban area. The U.S. Census Bureau identifies one or more central places for each urbanized area (UA) or urban cluster (UC). Among municipalities, any incorporated place that is in the title of the urban area is a central place of that UA or UC. In addition, any other incorporated place that has an urban population of 50,000 or an urban population of at least 2,500 people and is at least 2/3 the size of the largest place within the urban area also is a central place. Any city or village that is part of an urbanized area or urban cluster and the population of which constitutes no less than 5% of the urbanized area or urban cluster will also be considered an Urban Center.

## Section 8 – Terms and Conditions

A municipality that is granted an award or awards shall provide a matching contribution of no less than ten percent of the aggregated Restore NY award or awards amount. Such matching contribution may be cash or the value of in-kind services, contributions or administrative costs dedicated to this project, including funds from federal, state (other than Restore NY funds) and local government sources and funds from private contributions. Match amounts must be “firmly committed” to support the proposed Restore NY project. “Firmly committed” shall mean there must be a signed, written agreement to provide the resources and services. The written agreement may be contingent upon an applicant receiving a Restore NY award.

In-kind contributions may include, but shall not be limited to, the efforts of municipalities to conduct an inventory and assessment of vacant, abandoned, surplus, condemned and deteriorated buildings, and to manage and administer grants awarded to the municipality from the Restore NY Communities Initiative.

Final funding awards will be subject to approval by ESDC Board of Directors following project selection and the anticipated availability of funds. A .1% commitment fee based on the grant amount awarded (not to exceed \$10,000 and not to be less than \$100) will be assessed to all awardees. The commitment fee will be due upon Board approval.

ESDC reserves the right to offer project awards to sponsors in different amounts and under different terms than requested. ESDC reserves the right to review and reconsider project and property selections in the event of material changes in the project plans or circumstances. Expenditures incurred prior to the application due date (October 3, 2016) are not eligible for reimbursement by Restore grant funds.

Restore NY funds are intended to remain in real estate developments for a minimum of 5 years. If a Restore NY beneficiary sells a development that has received Restore NY funding within 5 years of receipt of funds, a pro-rated portion of those funds will be recaptured by ESDC.

Applications shall be reviewed by the Affirmative Action Unit of ESDC, which shall, in consultation with the applicant and/or proposed recipient of Restore NY assistance and any other relevant interested parties, develop appropriate goals, in compliance with applicable law (including Section 2879 of the Public Authorities Law, Article 15-A of the Executive Law and Section 6254 (11) of the Unconsolidated Laws) and the policy of ESDC, for participation by minority group members and women. Compliance with laws and the policy of ESDC prohibiting discrimination in employment on the basis of age, race, creed, color, national origin, gender, sexual preference, disability or marital status shall be required.

Final funding awards will be subject to ESDC Board of Directors approval; approval by the New York State Office of Parks, Recreation and Historic Preservation (if applicable); public hearing; and approval by the Public Authorities Control Board.

It is expected the project will proceed in the time frame set forth by the applicant. If the implementation of a project fails to proceed as planned and is delayed for a significant period of time and there is, in the exclusive judgment of ESDC, doubt as to its viability, ESDC reserves the right to cancel its funding commitment to such project.

ESD encourages the environmentally sustainable practice of recycling construction/demolition (C&D) debris rather than disposition in a landfill. As this is an emerging practice that may not yet be available or commercially feasible in every region of the state, ESD's Environmental Division will survey municipalities receiving Restore NY awards and their deconstruction/demolition contractors to learn what options they had for C&D debris disposition and whether any of the material was recycled. As a condition of award, the municipality and its contractors must provide the information requested in this survey. NOTE: While C&D recycling is encouraged, it is not required.

## Section 9 – State Historic Preservation Office (SHPO) Consultation Instructions

Under the New York State Historic Preservation Act, Section 14.09 and its associated rules and regulations, State funded (in whole or in part) activities that have the potential to affect historic properties, either directly or indirectly, must be evaluated by the State Historic Preservation Office (SHPO) of the New York State Office of Parks, Recreation and Historic Preservation (OPRHP). Regulations associated with this law define a Historic and/or Cultural Place or Property as “any building, structure, district, area, site or object including underground and underwater sites, that is of significance in the history, architecture, archeology or culture of this state, its community or the nation.”

**The SHPO process does not need to be completed prior to the submission of the Restore NY application; however, it MUST be completed prior to the approval by ESDC Board of Directors. No Restore NY grant funds can be disbursed prior to ESDC Board approval.**

In order to expedite the SHPO review process, the applicant must provide the information outlined below for the appropriate project category. Project information should be provided to OPRHP via their Cultural Resource Information System (CRIS). This new (2015) interactive, web-based system offers the public and government partners convenient and extensive access to the agency’s historic records while streamlining the agency’s delivery of historic preservation programs. The system is available at <https://cris.parks.ny.gov/>. If you or your consultant has not already used NY-CRIS, please go to <http://nysparks.com/shpo/online-tools/> and select the link for the “How to” video, which will guide you through the log-in and project submission process. OPRHP suggests that if you have not previously accessed the CRIS system that you sign up for an NY.GOV account when prompted to. This will give you more comprehensive access to the system. CRIS related questions can be submitted to [CRISHelp@parks.ny.gov](mailto:CRISHelp@parks.ny.gov).

All new project entries into the CRIS program should enter the Project Name beginning with “Restore NY” then the name of the project and then the number of involved buildings.

**Example: Restore NY/Smith Road Rehabilitation/12 Buildings**

### **Demolition Projects**

For a demolition project involving a single building (parcel) or a grouping of contiguous buildings (parcels) the information should be entered into CRIS as a single project. In Step 3 of CRIS you will be asked if your project includes one or multiple parcels. If your project is a single property you will select that option in this step. If the project involves multiple adjacent buildings and parcels select the multiple parcel option and draw a boundary around the project area in CRIS Step 3.

Next, in CRIS Step 4 (Built Resources) you will be asked to add specific information about the building associated with your project. Complete this data and add current photographs (jpg.) of the building and any other building specific information. Please be sure to only link building specific photographs and data in this section. Project specific data will be added in a later step.

Once you complete a building’s information you will be brought to the Built Resource grid where you can add another property if your project contains more than one building (multiple parcels). To add another building you will select the “Enter Built Resource” tab and provide the requested information for the property (parcel). You will repeat this process for each building involved in your project.

For demolition projects of discontinuous buildings (parcels) the submission process follows the same guidance as above. However, in CRIS Step 3 when asked if the project includes multiple properties you will need to select the single property option. This will bypass the need to enter each individual building (parcel) site as a separate and new project in CRIS.

Complete CRIS Step 4 as outlined above. Once again, in CRIS Step 4 ONLY attach photographs and historic information for the individual building that you are recording at that time. Do not link project level information at this step, such as site plans or project scopes of work.

In CRIS Step 5 you will need to add a project map or maps (pdf) locating all the involved properties to be included in the project. This is accomplished by selecting the "Attachment" tab and linking a copy of the map (pdf). Additional information about the overall project or individual projects can also be attached here. Be sure to label them carefully when uploading the files. Additional project level photographs can also be added in this step under the "Photos" tab.

### **Rehabilitation Projects**

For individual rehabilitation projects please follow the same CRIS project entry information provided above.

### **New Construction Projects**

For new construction projects, please follow the same CRIS project entry information provided above.

However, in CRIS Step 2 you will need to select the "Will this project involve ground disturbance" option and respond. Documentation of prior ground disturbance will need to be linked in CRIS Step 5. Please be aware that standard farming activities are not classified as ground disturbing activities for the purposes of archaeological assessment.

Under CRIS Step 5 be sure to include photographs of the site to be built on and views looking from the site under the "Photos" tab. Under the "Attachments" tab please add a site plan and any elevations floor plans that are available that depict what is proposed for construction.

It is recommended that the municipality contact NYSHPO's regional staff associated with its area during the application process. Regional staff contact information can be found at <http://nysparks.state.ny.us>. Click on Historic Preservation; next click on Territorial Assignments. Staff members are listed by the counties they service. Help with the CRIS system can be found by contacting [CRISHelp@parks.ny.gov](mailto:CRISHelp@parks.ny.gov).

**To check for National Register listed or known eligible properties, historic districts and archaeologically sensitive areas that may include or involve a project, please go to <https://cris.parks.ny.gov/> and use the SEARCH function.**

## **Section 10 – ESD Regional Offices and Other Resources**

**Letter of Intent E-Mail Address:** [RNY4Intent@esd.ny.gov](mailto:RNY4Intent@esd.ny.gov)

**General Restore NY Questions:** [restoreny@esd.ny.gov](mailto:restoreny@esd.ny.gov)

### **EMPIRE STATE DEVELOPMENT REGIONAL OFFICES AND COUNTIES SERVED**

#### **Capital – Albany, Columbia, Greene, Rensselaer, Saratoga, Schenectady, Warren and Washington**

Empire State Development  
Hedley Park Place  
433 River Street, Suite 1003  
Troy, NY 12180  
P: 518-270-1130

#### **Central NY – Cayuga, Cortland, Madison, Onondaga, and Oswego**

Empire State Development  
620 Erie Boulevard West - Suite 112  
Syracuse, NY 13204  
P: 315-425-9110

#### **Finger Lakes – Genesee, Livingston, Monroe, Ontario, Orleans, Seneca, Wayne, Wyoming and Yates**

Empire State Development  
400 Andrews Street - Suite 710  
Rochester, NY 14604  
P: 585-399-7050

#### **Long Island – Nassau and Suffolk**

Empire State Development  
150 Motor Parkway, Suite 311  
Hauppauge, New York 11788  
P: 631-435-0717

#### **Mid-Hudson – Dutchess, Orange, Putnam, Rockland, Sullivan, Ulster and Westchester**

Empire State Development  
33 Airport Center Drive - Suite 201  
New Windsor, NY 12553  
P: 845-567-4882

**Mohawk Valley – Fulton, Herkimer, Montgomery, Oneida, Otsego, and Schoharie**

Empire State Development  
207 Genesee Street  
Utica, NY 13501  
P: 315-793-2366

**North Country East – Clinton, Essex and Franklin and Hamilton**

Empire State Development  
401 West Bay Plaza  
Plattsburgh, NY 12901  
P: 518-561-5642

**North Country West – Jefferson, Lewis and St. Lawrence**

Empire State Development  
Dulles State Office Bldg.  
317 Washington T, 2<sup>nd</sup> Floor  
Watertown, NY 13601  
P: 315-785- 7941

**New York City**

Empire State Development  
New York City Regional Office  
633 Third Avenue  
New York, NY 10017  
P: 212-803-3130

**Southern Tier – Broome, Chenango, Chemung, Delaware, Steuben, Schuyler, Tioga and Tompkins**

Empire State Development  
Binghamton Office State Office Building  
44 Hawley Street, Room 1508  
Binghamton, NY 13901  
P: 607-721-8605

**Western NY – Allegany, Cattaraugus, Chautauqua, Erie and Niagara**

Empire State Development  
95 Perry Street, Fifth Floor  
Buffalo, NY 14204  
P: (716) 846-8200

**Empire State Development Planning and Environmental Review Office**

- (212) 803-3252 or 3253

**NYS Department of Environmental Conservation**

- <http://www.dec.ny.gov>

**NYS OPRHP Office of State Historic Preservation Office**

- <http://nysparks.state.ny.us/shpo>

RESOLUTION NO. 119

AUTHORIZING THE MAYOR OF THE CITY OF ROME TO SUBMIT A 2016  
TRANSPORTATION ALTERNATIVE PROGRAM APPLICATION (TAP) IN AN AMOUNT  
NOT TO EXCEED \$1,400,000.00 TO THE NYS DEPARTMENT OF TRANSPORTATION  
FOR PHASE II OF THE MOHAWK RIVER TRAIL

By Councilor \_\_\_\_\_:

WHEREAS, the City of Rome is hereby authorized and directed to file an application on behalf of the City of Rome in an amount not to exceed \$1,400,000.00 to the New York State Department of Transportation, to construct Phase II of the Mohawk River Trail, with a 20% match required—which will include \$350,000.00 in (bonding) funding previously authorized and adopted on July 13, 2016 by the Common Council of the City of Rome, New York, through Ordinance No. 9097—pursuant to the description which is attached hereto and made a part of this Resolution; now, therefore,

BE IT RESOLVED, by the Common Council of the City of Rome, New York, that the Mayor of the City of Rome and her designees are hereby authorized to execute a 2016 Transportation Alternatives Program Grant Application to the New York State Department of Transportation, and any and all other contracts, documents and instruments necessary to fulfill the City of Rome’s obligation under said Grant Application.

Seconded by Councilor \_\_\_\_\_.

AYES & NAYS:     Trifeletti\_\_\_ Mortise\_\_\_ Rogers\_\_\_ Parsons\_\_\_ Anderson\_\_\_  
                          Dursi\_\_\_ DiMarco\_\_\_

ADOPTED:

DEFEATED:

**Project Outline for DOT Application**

Total Project Cost	\$1,750,000
Grant Request	\$1,400,000
Required Match	20% of grant request (\$350,000)
Matching Funds	\$350,000 allocated previously by ordinance no. 9097

<u>Source</u>	<u>Amount</u>	<u>Use</u>
City Bond	\$350,000	Design
DOT TAP	\$1,400,000	Construction
	\$1,750,000	



WRIGHT-SETTLEMENT ROAD

BELL ROAD NORTH

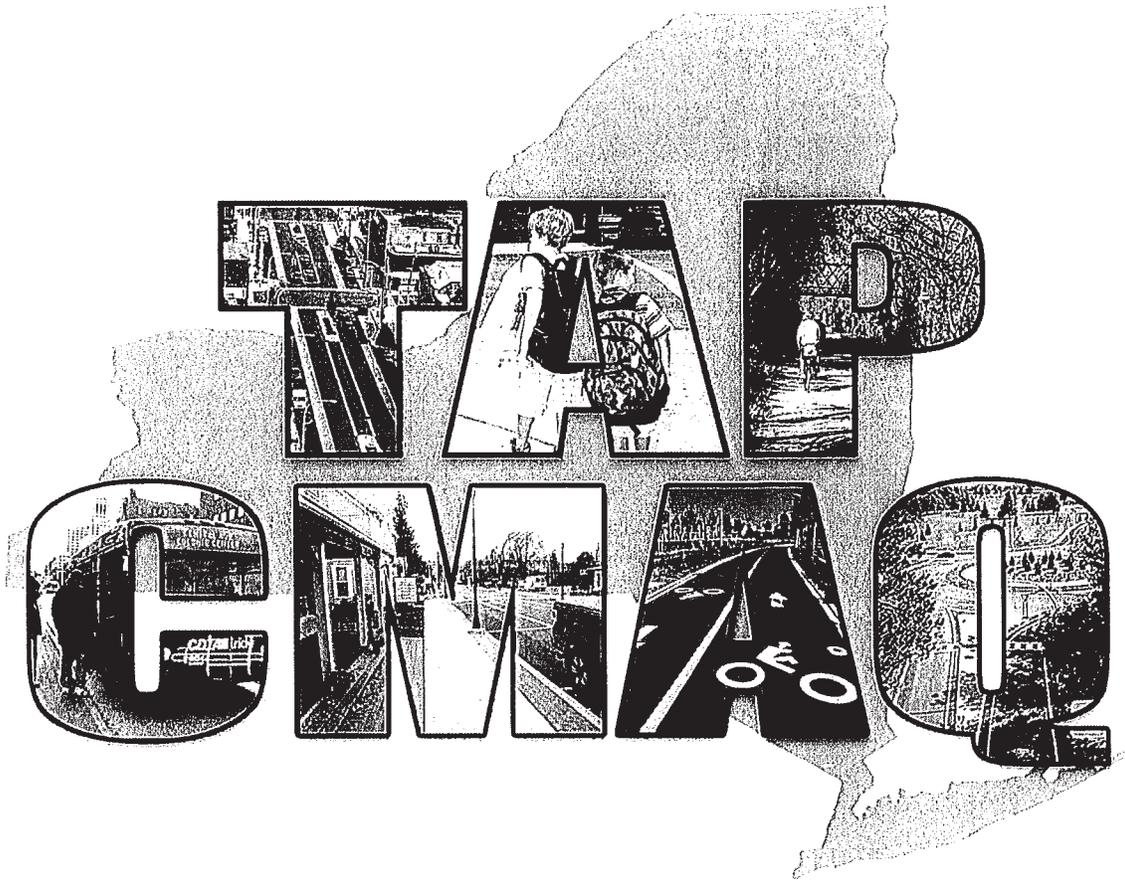
CHESTNUT STREET



— — — Mohawk River Trail Phase II TAP

— Mohawk River Trail Phase I





**NYSDOT**  
**Transportation Alternatives Program (TAP) and**  
**Congestion Mitigation and Air Quality Improvement (CMAQ)**  
**Solicitation Guidebook**

**August 2016**

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## BASIC PROGRAM REQUIREMENTS

Information in this Guidebook applies to both CMAQ and TAP unless specifically indicated otherwise. Chapter 1 addresses general program requirements; Chapter 2 addresses the components of the application; and Chapter 3 outlines the steps to complete once the funding has been awarded. Appendix A provides a list of the Regional RLPLs and their contact information; Appendices B and C contain detailed information regarding each specific program; and Appendix D contains definitions and terms used throughout this Guidebook. The Application instructions and a copy of the PDF fillable TAP-CMAQ Application are in Appendices E and F respectively.

Sponsors, and their proposed project activities, must meet basic eligibility requirements to be considered for funding from TAP and/or CMAQ programs. When applying for a specific funding program, all requirements for that specific program must be met. Sponsors applying for funding under both programs must meet both sets of eligibility criteria.

### Basic Program Requirements A to G:

#### For CMAQ only - Location

- A. Project must be in an eligible county  
**NOTE: TAP funding is available in all counties**

#### For CMAQ and/or TAP:

- B. Projects must have an eligible Sponsor  
 C. Sponsors must provide a minimum 20 percent local match  
 D. Projects must fit into one or more of the selected program eligibility categories and meet the specific program requirements detailed in the Appendices  
 E. Project costs must meet the Minimum/Maximum Award criteria  
 F. Completed Application must be submitted by the deadline (October 21, 2016)  
 G. Sponsors must attend a Workshop

## A. Program Requirements: CMAQ ONLY – Eligible Counties:

To be eligible for CMAQ funding, a project must be located in a county that is non-attainment or maintenance for certain national air quality standards. CMAQ funding is only available in the following counties: **Albany, Chautauqua, Dutchess, Erie, Genesee, Greene, Jefferson, Livingston, Monroe, Montgomery, Niagara, Onondaga, Ontario, Orleans, Rensselaer, Saratoga, Schenectady, Schoharie, and Wayne.**

**Note:** *Projects in New York City, Nassau, Orange, Putnam, Rockland, Suffolk and Westchester Counties are eligible for CMAQ through other CMAQ solicitation processes, and are not included in this solicitation.<sup>2</sup>*

<sup>2</sup> For more information, go to: <https://www.nymtc.org/> and <http://www.orangecountygov.com/content/124/9893/default.aspx>

## B. Program Requirements: Eligible Sponsors

To apply for funds, each project must have an eligible Sponsor. Eligible Sponsors must submit the Application and advance the project. Projects cannot have multiple Sponsors. When more than one county, municipality and/or agency is involved in a project, one of the involved entities must be designated to act as the Project Sponsor.

### Eligible Sponsors

Sponsor Entity	TAP	CMAQ
Local Governments (counties, towns, cities, and villages)	X	X
Regional Transportation Authorities	X	X
Transit Agencies	X	X
Natural Resource or Public Land Agencies (Department of Environmental Conservation, and Office of Parks, Recreation and Historic Preservation are eligible, as are local fish and game or wildlife agencies)	X	X
Tribal Governments	X	X
Local or Regional Governmental entity responsible for Transportation or Recreational Trails	X	X
New York State Department of Transportation		X

### Sponsor Roles and Responsibilities

The Sponsor must:

- Ensure the necessary staffing to administer and deliver the project if awarded funds.
  - Transportation projects are highly technical and require an understanding of federal highway administration rules and procedures, highway design standards, and materials and construction inspection requirements.
- Successfully develop and implement the project.
- Demonstrate the necessary qualifications and commitment to the project.
  - Experience related to federal aid transportation project management and oversight will be considered and is preferred.
  - Successful and timely completion of federal aid projects is an important consideration to NYSDOT when awarding future funds. Consider your current workload prior to applying for additional funds.
- Be willing and able to assume responsibility for all aspects of an approved project, including future maintenance and operation of the constructed facility.
  - For capital projects, once constructed, public agencies must maintain the facilities, including walkways, in an accessible condition for all pedestrians, including persons with disabilities, with only isolated or temporary interruptions in accessibility.
  - This maintenance obligation includes reasonable snow removal efforts and maintenance during and through work zones. Sponsors must ensure the path of travel on pedestrian facilities is open and usable for persons with disabilities throughout the year.
  - If operating assistance is requested through CMAQ, this funding is limited to **five years** (see Appendix C for details). After such time, a Sponsor must be prepared to assume all costs of such service.
- Assume financial obligations, including:
  - The cost of all project work which is determined to be ineligible for funds.

## D1. Program Requirements: Eligible Categories - TAP

While each program has specific categories of eligible projects, certain proposed projects may be eligible for both programs (see detailed information in Appendix B for TAP and Appendix C for CMAQ).

TAP project funding focuses primarily on benefits for bicyclists, pedestrians and other amenities **for non-drivers**. While landscaping and stormwater improvements are eligible, the inclusion of these project elements must be associated with one of more of the sub-categories listed below; be incidental to the proposed project; and should not be the proposal's primary intent or focus.

A detailed description of TAP eligible categories, guiding questions, examples of eligible and ineligible projects, specific requirements, project selection process, and rating criteria are in Appendix B. Project categories include:

1. Construction, Planning and Design of On-road and Off-road Facilities for Pedestrians, Bicyclists and Other Non-motorized Forms of Transportation;
2. Construction, Planning and Design of Infrastructure-Related Projects to Provide Safe Routes for Non-drivers to Access Daily Needs;
3. Conversion and Use of Abandoned Railroad Corridors for Trails for Pedestrians, Bicyclists and Other Non-motorized Transportation Users;
4. Construction of Turnouts, Overlooks and Viewing Areas;
5. Projects that enable and encourage children to walk and bike to school (Safe Routes to Schools); and
6. Construction, Planning and Design of Boulevards and other roadways largely in the right of way of former divided highways.

### Sub-Categories

- a. Community Improvement Activities (including Landscaping and Streetscape Improvements), when integrated with work in another category; and
- b. Environmental Storm Water Management Activities, when integrated with work in another category.

The total proposed TAP funded expenses for sub-category elements (the total - not individually for each sub-category) should be less than 20 percent of the total TAP request.

## D2. Program Requirements: Eligible Categories - CMAQ

A detailed description of the CMAQ eligible project categories listed below; guiding questions; examples of eligible and ineligible projects; specific requirements; project selection process; and project rating criteria are found in Appendix C.

1. Travel Demand Management/Rideshare: Includes Rideshare Programs, Park and Ride, Employee Transit Benefits, Carsharing, Bikeshearing, Education and Outreach
2. Congestion Reduction and Traffic Flow Improvements: Includes Intersection Improvements, Incident Management, Roundabouts

3. Transit Improvements: Includes Transit Service Expansion, Transit Amenity Improvements, Park and Ride, and Employee Transit Programs that reduce the cost of commuting
4. Freight Intermodal Projects: Includes Intermodal Freight Facilities and Programs, Truck Stop Electrification, Heavy Vehicle Engine Replacements
5. Pedestrian and Bicycle Facilities: Includes new, improved, or gap connecting bicycle commuter paths, new, substantially improved or gap connecting sidewalks, Bike-sharing
6. Alternative Fuel and Clean Vehicle: Includes Heavy Vehicle Engine Replacements, Diesel Retrofit Technologies, Extreme-Temperature Cold-Start Technologies, Dust Mitigation, and publicly accessible Natural Gas Re-Fueling Infrastructure and Electrical Vehicle Charging Stations

To determine the Project's required air quality benefit, the Sponsor must provide specific technical data in the Application (see Appendix C). Using this technical data, NYSDOT will run the CMAQtraq software program to calculate a Project's estimated emissions benefits.

## **E. Program Requirements: Award Minimum/Maximum Amounts**

Because of the requirements and complexities in the use of federal transportation funding, a minimum total project award is required for both TAP and CMAQ Applications. For both programs:

The minimum federal share for each project is \$250,000.

- With a \$250,000 federal share; the match is \$62,500, resulting in a minimum project total cost of \$312,500.

The maximum federal share for each project is \$5 million.

- With a \$5 million federal share; the minimum required match is \$1.25 million, resulting in a maximum project total cost of at least \$6.25 million.
- For projects costing greater than \$6.25 million, the Project Sponsor is responsible for all additional costs.

**Selected project funds are capped.** No additional TAP or CMAQ funds will be approved for any project. Projects will be awarded the funding requested. Partial awards will only be made where ineligible items have been removed from the award. No other partial awards will be made.

## **F. Program Requirements: The Application**

RLPLs are available to assist Sponsors with estimating the project and developing a budget, verifying project eligibility, and verifying project scope. Technical CMAQ questions may be addressed by the CMAQ technical experts (see Appendix A.)

Completed Applications must be received by NYSDOT no later than **October 21, 2016**. Late, incomplete Applications or Applications missing attachments may preclude consideration for funding (see Appendix E for Application instructions).

Consultants who prepare all or part of an Application may not participate in a competitive solicitation for consultant services for the same project, unless the consultant has been procured through a competitive process that included construction of the project.

### **Optional Pre-Application Review Process**

Participation in this Process, though strongly encouraged, is optional for the Sponsor. The Pre-Application Review Process is not meant to provide a score or ranking, nor will it establish commitment to a project.

This review is intended to help determine federal aid eligibility and to offer suggestions on how to prepare the TAP-CMAQ Application. Additionally, the RLPL can assist Sponsors in understanding the necessary activities to successfully bring a federal aid locally administered project to completion.

To participate in this Process, Sponsors may submit the TAP-CMAQ Pre-Application Review Worksheet (Worksheet) to the appropriate RLPL for review no later than **September 30, 2016**. The Worksheet is used to provide a quick overview of Sponsor and project eligibility. The Worksheet is intended to help facilitate discussion of the project by providing information such as level of community support, budget, ROW, proposed schedule, potential environmental and cultural resource impacts and significance.

Submission of the Worksheet indicates the Sponsor's interest in meeting with the RLPL to discuss the project. The RLPL will schedule a meeting to review the Worksheet and/or provide time for the Sponsor to ask any questions prior to submitting an Application.

### **G. Program Requirements: Workshop Attendance**

The TAP-CMAQ Informational Workshop provides an overview of the 2016 TAP-CMAQ Program; the Pre-Application Review Process; the Application; and key Federal Aid process requirements. The Workshop is expected to be about 90 minutes, during which time Sponsors will also have an opportunity to ask questions.

Sponsors are required to attend a 2016 TAP-CMAQ Informational Workshop. Attendance in previous years **does not count** for this year's solicitation. Sponsors unable to attest to attendance at the 2016 Workshop are not eligible to apply to this solicitation. Dates, times, and locations of workshops are found at [www.dot.ny.gov/TAP-CMAQ](http://www.dot.ny.gov/TAP-CMAQ).

## APPLYING for FUNDING

There is one Application for both programs which can be accessed at: [www.dot.ny.gov/TAP-CMAQ](http://www.dot.ny.gov/TAP-CMAQ). Sponsors must complete and submit an Application no later than **October 21, 2016**, to be considered for funding. Detailed Application Instructions are in Appendix E. Only Applications that:

- Meet the basic program requirements;
- Are complete and signed; and
- Submitted by **October 21, 2016**

will be evaluated and ranked. TAP and CMAQ use different criteria against which qualified Applications will be evaluated and subsequently ranked. Projects submitted for consideration under both programs will be evaluated twice; once for TAP funding using TAP criteria and once for CMAQ funding using CMAQ criteria.

### Strategies for Successful Applications

To help prepare a successful Application, Sponsors are encouraged to communicate early and frequently with the RLPL. RLPLs can provide Sponsors expertise in budgeting; assist with managing and completing federal aid projects; and help to ensure a successful project.

Successful Applications are those that:

- Clearly define the project scope relative to the eligible categories.
- Have a demonstrated public benefit.
- Clearly define the project, including objectives, limits and identification of needs.
- For TAP only, demonstrate community support of the project.
- Present a thorough knowledge of any ROW necessary for the completion of the project. ROW must be kept to a minimum of no more than 10 percent of the funding awarded and meet all requirements under the Uniform Act. Proof of readily available ROW will receive higher scoring in the selection process.<sup>3</sup>
- For work within the highway ROW, roadway or land that is publicly owned by another entity, that owner's support must be documented. For work within NYSDOT's ROW, a Highway Work Permit must be obtained by the time the contract is executed. This permit is submitted to the County Residency where the work is to be performed and approved by the Regional Director.
- Present a well developed, inclusive project budget<sup>4</sup> by an appropriate professional, including NYSDOT items according to NYSDOT Standard Specifications and quantities to match the project scope, any consultant fees (design, environmental review, real estate acquisition, and construction inspection), and any necessary ROW.
- Demonstrate a 20 percent match is available to support the project.

<sup>3</sup> The ROW Contact at the Regional Offices can assist with any questions you may have about ROW, acquisition, and requirements for using Federal Aid on a project prior to Application submittal.

<sup>4</sup> Links to cost estimating sources can be found on the TAP webpage ([www.dot.ny.gov/tap-cmaq](http://www.dot.ny.gov/tap-cmaq))

## AWARDED PROJECTS: Strategies for Successful Projects

Familiarity with the Procedures for Locally Administered Federal Aid Projects Manual (PLAFAP), federal requirements and a history of successful project administration helps to ensure that projects are brought to timely completion. Other strategies include:

- Regular communication between all parties involved, including early Project kick-off meeting(s) post project award.
- Proper Federal Phase Authorization prior to the start of work.<sup>5</sup>
- An approved and continuously updated Project Management Plan (PMP).
- Progression of original project scope, any scope changes to be approved by NYSDOT, and timely execution of the SLA.
- Timely hiring of a design consultant as the federal regulations for consultant selection may be a lengthy process. Sponsors must use Quality Based Selection Process. Sponsors may use the NYSCHSA Local Design Services Agreement (LDSA) list as defined in Chapter 6 of the PLAFAP.
- Proof of ROW ownership, including any surveys and clearance certificates. A recent survey, stamped by a New York State Licensed Land Surveyor showing the public lands is the best proof of ROW. Other acceptable documents for proof of ROW include a highway boundary line on a plan stamped by a New York State or New York City licensed land surveyor; record plans for the highway showing the property boundaries. **Tax maps are not sufficient documentation for property boundary lines.**
- Timely submission of bills for reimbursement. Upon project completion, timely final reimbursement requests and project close-out must be submitted by the Sponsor to NYSDOT.

### PROGRESSION EXPECTATION FOR AWARDED PROJECTS

NYSDOT may rescind approval of any project not meeting these progression expectations:

- Projects should progress in a reasonable timeframe in accordance with the approved Project Management Plan.
- Construction Authorization (NYSDOT concurred bid package) must be granted and the project must proceed to construction within 18 months of award (award is defined as an executed SLA).
- Project close out should occur within 3 months of project construction completion.
- Stalled projects may be in jeopardy of losing federal funds set aside for that project.
- Projects will be considered delinquent and subject to withdrawal of funds if the required milestones are not met, regardless of whether the Sponsor has incurred costs.

If NYSDOT rescinds its approval of funds, or if a Sponsor chooses to discontinue a project for which funds have been expended and reimbursed, federal and state funds must be repaid. In limited cases, if a project is terminated due to unanticipated procedural obstacles (such as environmental consequences or significant public opposition), repayment of federal and state funds may be waived (a repayment waiver must be approved by FHWA).

<sup>5</sup> All work performed before receipt of written authorization from NYSDOT to proceed will be ineligible for federal reimbursement. The authorization to proceed shall be as directed by the NYSDOT Regional Office.

RESOLUTION NO. 120

AUTHORIZATION TO WAIVE WATER TAPPING FEE OF \$2,400.00 ASSOCIATED WITH THE NEW YORK STATE DEPARTMENT OF TRANSPORTATION CONSTRUCTION PROJECT.

By Councilor \_\_\_\_\_:

WHEREAS, the New York State Department of Transportation Construction Project (“Project”) will extend Route 825 across Griffiss Park, within the City of Rome, New York; and

WHEREAS, there will be an estimated \$200,000.00 in water and sanitary sewer upgrades provided to the City of Rome, New York by the Project; and

WHEREAS, Frederick Schmidt, Commissioner of the Department of Public Works for the City of Rome, New York, has requested the authorization to waive the water tapping fee of \$2,400.00 associated with the New York State Department of Transportation Construction Project extending Route. 825 across Griffiss Park, now, therefore,

BE IT RESOLVED, by the Common Council of the City of Rome, New York, that the water tapping fee of \$2,400.00 associated with the New York State Department of Transportation Construction Project be and are hereby waived.

Seconded by Councilor \_\_\_\_\_.

AYES & NAYS: Trifeletti\_\_\_ Mortise\_\_\_ Rogers\_\_\_ Parsons\_\_\_ Anderson\_\_\_  
Dursi\_\_\_ DiMarco\_\_\_

ADOPTED:

DEFEATED:

RESOLUTION NO. 121

ACCEPTING DONATION PRESENTED TO THE CITY OF ROME FIRE DEPARTMENT  
FOR USE AT THE ROME POLICE AND FIRE MEMORIAL PARK (\$250.00)

By Councilor \_\_\_\_\_:

WHEREAS, Rome Elks Club #96 has contacted the City of Rome Fire Department with a monetary donation for use at the Rome Police and Fire Memorial Park; and

WHEREAS, pursuant to Section 25 of the Rome City Charter, the City of Rome Common Council may authorize the acceptance of donations made to the City of Rome on behalf of the City of Rome; now, therefore,

BE IT RESOLVED, by the Common Council of the City of Rome, New York, that a monetary donation of \$250.00 from the Rome Elks Club #96 shall be gratefully accepted by the City of Rome for use at the Rome Police and Fire Memorial Park, within the City of Rome; and

BE IT FURTHER RESOLVED, that the Common Council hereby expresses its appreciation to the Rome Elks Club #96 for the monetary donation of \$250.00 for use at the Rome Police and Fire Memorial Park, within the City of Rome.

Seconded by Councilor \_\_\_\_\_.

AYES & NAYS:     Trifeletti\_\_\_ Mortise\_\_\_ Rogers\_\_\_ Parsons\_\_\_ Anderson\_\_\_  
                          Dursi\_\_\_ DiMarco\_\_\_

ADOPTED:

DEFEATED:

RESOLUTION NO. 122

RESOLUTION CONCERNING THE ESTABLISHMENT OF THE GREATER MOHAWK VALLEY LAND BANK CORPORATION AND APPOINTING REPRESENTATIVE TO SERVE ON GREATER MOHAWK VALLEY LAND BANK BOARD

By Councilor \_\_\_\_\_:

WHEREAS, New York State has recognized the need to provide new tools and innovative solutions to address deteriorated, abandoned and tax-delinquent properties and the blight they inflict upon communities; and

WHEREAS, New York State acknowledges the risks to public health and safety caused by seriously derelict properties; and

WHEREAS, land banks allow and provide a mechanism for the re-development, repair, improvement, or in appropriate situations, deconstruction of blighted properties; and

WHEREAS, land banks have now been firmly established nationally, with a success record in helping to ameliorate the above negative impacts; and

WHEREAS, in recognition of same and in order to revitalize and strengthen local communities and economies New York State has adopted a Land Bank Act ("Not-for-Profit" Corporation Law, Article 16); and

WHEREAS, a number of communities in the Greater Mohawk Valley with the direction and encouragement of the Mohawk Valley Economic Development District ("MVEDD"), desire to create a regional land bank in order to efficiently and effectively address blight across the Greater Mohawk Valley; and

WHEREAS, in accordance with the provisions of the Land Bank Act, it is necessary to adopt a resolution establishing the Greater Mohawk Valley Land Bank Corporation ("GMVLB") on behalf of the City of Rome, New York and the other signatories, and addressing certain other requirements relating to the structure and function of the GMVLB; now, therefore

BE IT RESOLVED, that the City of Rome, New York hereby establishes and authorizes the creation of a regional land bank, as follows:

1. Name of the land bank: Greater Mohawk Valley Land Bank Corporation;
2. Number of initial members of the board of directors: 10
3. The initial individuals to serve on the GMVLB board and their initial terms of office are:
  - (a) Appointed by the Chairman of the Herkimer County Legislature: Raymond Johnson (County Legislator), initial term of 2 years;

- Kurt Ackerman (County Legislator), initial term of 1 year;
- (b) Appointed by the County Executive of Montgomery County:  
Karl Gustafson (Office of the Executive), initial term of 2 years;
  - (c) Appointed by Chair of the Board of Representatives of Otsego County:  
Margaret M. Kennedy (County Representative), initial term of 2 years;  
Craig Gelbsman (County Representative), initial term of 1 year;
  - (d) Appointed by Chair of the Board of Supervisors of Schoharie County:  
Steven Wilson (County Administrator), initial term of 2 years;
  - (e) Appointed by the Mayor of the City of Rome:  
Mark Domenico (Chief Enforcement Officer), initial term of 1 year;
  - (f) Appointed by the Mayor of the City of Utica:  
Brian Thomas (Commissioner, Urban & Economic Development); initial  
term of 2 years;  
Joseph A. Marino (Chair, Economic Development Committee), initial term of 1  
year;
  - (g) Appointed by the Board of Directors, MVEDD:  
Stephen R. Smith, (Board Member, MVEDD), initial term of 1 year;
4. Board members must be a resident of the county or city from which they are appointed. Each of the joining counties and the joining cities will be entitled to have the number of members on the board of directors as listed above, as well as the further member appointed by MVEDD. The regular terms of office of members of the board shall be 2 years, in addition to any partial term for which a member is appointed to fill a vacancy.
  5. The proposed articles of incorporation and bylaws of the GMVLB are approved for inclusion in the application for the GMVLB which is to be sent to Empire State Development.
  6. The City of Rome, New York (together with the other joining counties and cities) will enter into and the Mayor of the City of Rome, New York, Jacqueline M. Izzo, is authorized to execute an Intermunicipal Agreement for the creation of GMVLB, and is authorized to execute such other documents as may be necessary to establish the GMVLB, subject to the approval of the Corporation Counsel.

Seconded by Councilor \_\_\_\_\_.

AYES & NAYS: Trifeletti\_\_\_ Mortise\_\_\_ Rogers\_\_\_ Parsons\_\_\_ Anderson\_\_\_  
Dursi\_\_\_ DiMarco\_\_\_

ADOPTED:

DEFEATED:

**– DRAFT –**

**INTERMUNICIPAL AGREEMENT**

BETWEEN

**THE COUNTIES OF HERKIMER, MONTGOMERY, OTSEGO and SCHOHARIE, all of  
NY**

**AND**

**THE CITIES OF ROME and UTICA, all of NY,**

**FOR THE CREATION OF THE**

**GREATER MOHAWK VALLEY LAND BANK**

**(a New York Land Bank)**

**PREAMBLE**

This intermunicipal agreement made and entered into this \_\_ day of \_\_\_\_\_, 2016 (“Agreement”) under the New York Land Bank Act, Article 16 of the New York Not-for-Profit Corporation Law, between **THE COUNTIES OF HERKIMER, MONTGOMERY, OTSEGO and SCHOHARIE, all of NY**

(hereinafter the “Counties”) and the **CITIES OF ROME and UTICA, all of NY** (hereinafter the “Cities”) (hereinafter collectively referred to as the “Parties”) for the purpose of establishing and creating the **GREATER MOHAWK VALLEY LAND BANK (“GMVLB”)**, a type C not-for-profit corporation to administer and implement the purposes and objectives of this Agreement.

**RECITALS**

WHEREAS, in enacting the New York Land Bank Act as Article 16 of the New York Not-for-Profit Corporation Law (hereinafter the “Land Bank Act”), the Legislature found that there exists in the state of New York a continuing need to strengthen and revitalize the economy of the state of New York and communities in this state and that it is in the best interests of the state of New York and communities in this state to confront the problems caused by vacant, abandoned and tax delinquent properties through the creation of land banks in a coordinated manner to foster the development of that property and to promote economic growth;

WHEREAS, § 1603 of the Land Bank Act permits any or any two or more foreclosing governmental units to enter into an intergovernmental cooperation agreement to establish a land bank.;

WHEREAS, the Parties herein agree that the establishment of a land bank would be beneficial to the Parties and their residents; and

WHEREAS, the Parties desire to create the GMVLB as a type C not-for-profit corporation to operate as a land bank in accordance with the Land Bank Act and to exercise the powers, duties, functions, and responsibilities of a land bank under the Land Bank Act.

Accordingly, the Parties agree to the following:

**ARTICLE I**  
**DEFINITIONS**

As used in this Agreement the following terms shall have the meanings provided in this Article.

**Section 1.01. "Board of Directors" or "Board"** means the Board of Directors of the Land Bank.

**Section 1.02. "Agreement"** means this intermunicipal agreement between the Parties.

**Section 1.03. "Effective Date"** means the date upon which all of the following are satisfied:

- (a) the Agreement is approved by resolution of each of the before-named County Boards and Legislatures;
- (b) the Agreement is approved by Ordinance of the Common Council of each of the before-named Cities; and
- (c) the creation of the GMVLB is approved by the Empire State Development Corporation in accordance with Section 1603(g) of the Land Bank Act.

**Section 1.04. "Fiscal Year"** means the fiscal year of the Land Bank, which shall begin on January 1st of each year and end on the following December 31st.

**Section 1.05. "Land Bank Act"** means Article 16 of the New York Not-for-Profit Corporation Law and as it may be hereafter amended or replaced, subject to the provisions of Section 10.11 of this Agreement.

**Section 1.06. "Land Bank"** means the type C not-for-profit corporation established pursuant to and in accordance with the provisions of this Agreement and known as the Greater Mohawk Valley Land Bank, or GMVLB.

**Section 1.07. "Party" or "Parties"** means either individually or collectively, as applicable, the above-named cities and counties.

**Section 1.08. "Person"** means an individual, authority, limited liability company, partnership, firm, corporation, organization, association, joint venture, trust, governmental entity, or other legal entity.

**Section 1.09. "Quorum"** means a majority of the members of the Board, not including vacancies.

**Section 1.10. "Real Property"** means all lands and the buildings thereon, all things permanently attached to land or to the buildings thereon, and any interest existing in, issuing out of, or dependent upon land or the buildings thereon.

**Section 1.11. "Tax Delinquent Property"** means real property encumbered by an outstanding tax lien for a delinquent tax as defined in Section 1102 of the New York Real Property Tax Law, or such other general, special or local laws as may be applicable to the property tax enforcement procedures of the Parties.

**Section 1.12. "State"** means the state of New York.

**ARTICLE II**  
**PURPOSE**

**Section 2.01. Purpose.** The purpose of this Agreement is to create the GMVLB to help address, in a coordinated manner, the Parties' problems and concerns regarding vacant and abandoned properties; to further foster the development of such property; and to promote economic growth through the return of vacant, abandoned, and tax-delinquent properties to productive use.

**Section 2.02. Powers and Functions.** The GMVLB shall have all of those powers, duties, functions, and responsibilities authorized pursuant to the Land Bank Act.

**ARTICLE III**  
**CREATION OF LAND BANK**

**Section 3.01. Creation and Legal Status of Land Bank.** The Land Bank is established pursuant to the Land Bank Act as a type C not-for-profit corporation to be known as the "Greater Mohawk Valley Land Bank" or "GMVLB."

**Section 3.02. By-Laws, and Policies and Procedures.** The Board shall adopt by-laws consistent with the provisions of this Agreement and the Land Bank Act within forty-five (45) days of the Effective Date. The Board shall adopt policies and procedures consistent with the provisions of this Agreement and the Land Bank Act within ninety (90) days of the Effective Date.

**Section 3.03. Principal Office.** The principal office of the Land Bank shall be determined by the Board but shall always be in a location within the geographical boundaries of the County of Herkimer.

**Section 3.04. Title to Land Bank Assets.** All Real Property held in fee by the Land Bank shall be held in its own name.

**Section 3.05. Tax-Exempt Status.** The Parties intend the activities of the Land Bank to be governmental functions carried out by an instrumentality or political subdivision of the State as described in section 115 of Title 26 of the United States Internal Revenue Code, or any corresponding provisions of any future tax code. The Real Property of the Land Bank and all of the Land Bank's income and operations shall be exempt from all taxation by the State of New York or any of its political subdivisions.

**Section 3.06. Extinguishment of Taxes and Assessments.** Upon the request of the Land Bank and for the purposes of fostering the goals and objectives of the Land Bank, any Party, at its option and in its discretion, may extinguish any Real Property Taxes or special assessments levied by that Party against Real Property owned by the Land Bank.

**Section 3.07. Compliance with Law.** The Land Bank shall comply with all federal, State, and local laws, ordinances, rules, regulations, and orders applicable to this Agreement.

**Section 3.08. Relationship of Parties.** The Parties agree that each of them shall not be responsible, in whole or in part, for the acts of the employees, agents, and servants of any of the other of them, whether acting separately or in conjunction with the implementation of this Agreement. The Parties shall only be bound and obligated under this Agreement as expressly agreed to by each Party. The Land Bank shall not obligate any of the cities or counties, nor shall any obligation of the Land Bank constitute an obligation of any city or county.

**Section 3.09. No Third-Party Beneficiaries.** Except as otherwise specifically provided, this Agreement does not create and is not intended to create in any non-Party, by implication or otherwise, any direct or indirect benefit, obligation, duty, promise, right to be indemnified (such as contractually, legally, equitably, or by implication), right to be subrogated to any Party's rights under this Agreement, and/or any other right or benefit.

#### **ARTICLE IV**

#### **BOARD, EXECUTIVE DIRECTOR AND STAFF**

**Section 4.01. Board Composition.** The Land Bank shall be governed by a Board of Directors consisting of nine members. Each member shall serve without compensation. Each member shall continue to serve until the appointment and qualification of his or her successor. Vacancies in the Board occurring otherwise than by expiration of term shall be filled for the unexpired term.

The members of the Board shall be appointed as follows:

- (a) One (1) member shall be appointed by the County Executive (or Supervisor, as applicable) of each County and confirmed by the respective County Legislature (or board, as applicable);
- (b) One (1) member shall be appointed by the Mayor of each City and confirmed by the respective Common Council of such city;
- (c) One (1) member shall be appointed by Board of Directors of the Mohawk Valley Economic Development District ("MVEDD");
- (d) One (1) member-at-large who is a resident of Herkimer County shall be appointed by the Chair of the Legislature of Herkimer County;
- (e) One (1) member-at-large who is a resident of Otsego County shall be appointed by the Chair of the Board of Representatives of Otsego County;
- (f) One (1) member-at-large who is a resident of the City of Utica shall be appointed by the Mayor of the City of Utica;

**Section 4.02. Initial Members.** The first term of the first Board members shall commence on the date of the first Board meeting. The initial Members of the Board of the Land Bank shall be:

- (a) Appointed by the Chairman of the Herkimer County Legislature:  
Raymond Johnson (County Legislator);  
Kurt Ackerman (County Legislator, at-large Representative); serving an initial term of 1-year
- (b) Appointed by the County Executive of Montgomery County:  
Karl Gustafson (Office of the Executive);
- (c) Appointed by the Chair of the Board of Representatives of Otsego County:  
Margaret M. Kennedy (County Representative), and  
Craig Gelbsman (County Representative, at-large Representative); serving an initial term of 1-year
- (d) Appointed by the Chair of the Board of Supervisors of Schoharie County:  
Steven Wilson (County Administrator);
- (e) Appointed by the Mayor of the City of Rome:  
Mark Domenico (Chief Enforcement Officer); serving an initial term of 1-year
- (f) Appointed by the Mayor of the City of Utica:  
Brian Thomas (Commissioner, Urban & Economic Development);  
Joseph A. Marino (Chair, Economic Development Committee, at-large Representative), initial term of 1 year;
- (g) Appointed by the Board of Directors, MVEDD:  
Stephen R. Smith (Director); serving an initial term of 1-year

**Section 4.03 Term of Office.** Except for the terms of the initial members as outlined in Section 4.02, the members of the Board appointed to succeed the initial members shall be appointed for a term of 2 years. Each Board member at the election of his or her appointing Party may serve a maximum of two full terms in addition to any partial term for which such member was appointed to fill a vacancy or any initial term that is less than a full two-year term. In the event State law is amended to provide for different terms and/or composition of the Board, then the Board as it exists at the time of such amendment shall be authorized to take any action required such that the Board complies with any requirements of State law.

**Section 4.04. Qualifications.** All members of the Board of the Land Bank shall be residents of the county or city that nominated them.

**Section 4.05. Removal.** Board members serve at the pleasure of the appointing Party.

**Section 4.06. Vacancies.** A vacancy among the members of the Board appointed under section 4.01, whether caused by the death, resignation, or removal of a Board member, shall be filled in the same manner as the original appointment for the balance of the unexpired term. Such vacancy shall be filled as soon as practicable.

**Section 4.07. Meetings.** The Board shall conduct its first meeting no later than thirty (30) calendar days after the Effective Date. The Board shall meet at least annually and shall hold such other meetings at the place, date, and time as the Board shall determine.

**Section 4.08. Records of Meetings.** The Board shall maintain minutes and a written record of each meeting. All meetings of the Board shall comply with the provisions of Section 1612(a) of the Land Bank Act and be subject to the New York Open Meetings Law and the New York Freedom of Information Law.

**Section 4.09. Quorum and Voting.** Presence for both quorum and voting at a Board meeting may include electronic communication subject to the New York Open Meetings Law and the New York Freedom of Information Law. All actions of the Board shall be approved by the affirmative vote of a majority of the members of the Board present and voting; provided, however, no action of the Board shall be authorized on the following matters unless approved by a majority of the total Board membership:

- (a) Adoption of by-laws and other rules and regulations for conduct of the Land Bank's business;
- (b) Hiring or firing of any employee or contractor of the Land Bank. This function may, by a majority vote of the total Board membership, be delegated to a specific officer or committee of the Land Bank, under such terms and condition, and to the extent, that the Board may specify;
- (c) The incurring of debt;
- (d) Adoption or amendment of the annual budget; and
- (e) Sale, lease, encumbrance, or alienation of real property, improvements, or personal property.

**Section 4.10. Board Responsibilities.** The Board shall have all powers necessary to carry out and effectuate the purposes and provisions of this Agreement and the Land Bank Act, including all of those powers set forth in Section 1607 of the Land Bank Act.

**Section 4.11. Fiduciary Duty.** The members of the Board are under a fiduciary duty to conduct the activities and affairs of the Land Bank in the best interests of the Land Bank, including the safekeeping and use of all Land Bank monies and assets. The members of the Board shall discharge their duties in good faith, with the care an ordinarily prudent person in a like position would exercise under similar circumstances.

**Section 4.12. Compensation.** The members of the Board shall serve without compensation. The Board may reimburse any member for expenses actually and reasonably incurred in the performance of duties on behalf of the Land Bank.

**Section 4.13. Executive Director.** The Board may select and retain an executive director. An executive director selected and retained by the Board shall administer the Land Bank in accordance with the operating budget adopted by the Board, general policy guidelines established by the Board, other applicable governmental procedures and policies, and this Agreement. The executive director shall be responsible for the day-to-day operations of the Land Bank, the control, management, and oversight of the Land Bank's functions, and supervision of all Land Bank employees. The executive director shall serve at the pleasure of the Board. The Board may delegate to the executive director any powers or duties it considers proper, subject to the constraints of Land Bank Act, and under such terms and conditions as the Board may specify.

**Section 4.14. Employees.** The Land Bank may employ or otherwise contract for the services of any staff deemed necessary to carry out the duties and responsibilities of the Land Bank. Such staff may be employed as employees of the Land Bank, or the services of such staff may be retained pursuant to contracts with any Party or other public or private entities.

**Section 4.15. Conflicts of Interest.** No Member of the Board, nor employee of the Land Bank, shall acquire any interest, direct or indirect, in Real Property of the Land Bank. No Member of the Board, nor employee of the Land Bank, shall have any interest, direct or indirect, in any contract or proposed contract for materials or services to be furnished or used by the Land Bank. The Board shall establish policies and procedures requiring the disclosure of relationships that may give rise to a conflict of interest and may adopt ethical guidelines for Members of the Board and employees of the Land Bank. The Board shall require that any member of the Board with a direct or indirect interest in any matter before the Board disclose the member's interest to the Board before the Board takes any action on the matter.

## **ARTICLE V** **POWERS OF LAND BANK**

**Section 5.01. General Powers Under Land Bank Act.** The Land Bank shall have all those powers necessary to carry out and effectuate the purposes and provisions of the Land Bank Act including, but not limited to, all those powers specified under Section 1607 of the Land Bank Act, and all those other powers granted to Land Banks pursuant to the Land Bank Act or other statutory authority.

**Section 5.02 Purchase of Tax Liens.** The Land Bank may acquire liens relative to Tax Delinquent Property in accordance with Section 1616 of the Land Bank Act.

**Section 5.03. Execution of Legal Documents Relating to Real Property.** The terms of any contract or agreement concerning the sale, lease license, easement, encumbrance, or other alienation of any interest in Real Property, or improvements thereto, or personal property of the Land Bank, shall be approved by the Board. All contracts of the Land Bank shall be executed in the name of the Land Bank.

**Section 5.04. Civil Action to Protect Land Bank Real Property.** The Land Bank may institute a civil action to prevent, restrain, or enjoin the waste of or unlawful removal of any Real Property held by the Land Bank. The Land Bank may also institute any civil action to protect, clear title to, determine the rights of parties to, remove liens from, or that is otherwise related to the Real Property of the Land Bank.

**Section 5.05. Transfer of Interests in Real Property by Land Bank.** On terms and conditions, in a manner, and for an amount of consideration the Land Bank considers proper, fair, and reasonable, including for no monetary consideration, the Land Bank may convey, sell, transfer, exchange, lease as lessor, or otherwise dispose of Real Property or rights or interests in Real Property in which the Land Bank holds a legal interest to any public or private Person subject to the Public Authorities Law, and any other statutory requirements.

**Section 5.06. Structure of Conveyances.** Transactions shall be structured in a manner that permits the Land Bank to enforce contractual agreements, real covenants, and the provisions of any subordinate financing held by the Land Bank pertaining to development and use of the Real Property.

**Section 5.07. Disposition of Proceeds.** Any proceeds from the sale or transfer of Real Property by the Land Bank shall be retained, expended, or transferred by the Land Bank as determined by the Board in the best interests of the Land Bank and in accordance with the Land Bank Act.

## ARTICLE VI RESTRICTIONS ON POWERS

**Section 6.01. Eminent Domain Prohibited.** The Land Bank shall neither possess nor exercise the power of eminent domain.

**Section 6.04. Limitation on Political Activities.** The Land Bank shall not spend any public funds on political activities. Subject to the foregoing, this section is not intended to prohibit the Land Bank from engaging in activities authorized by applicable law.

**Section 6.05. No Waiver of Governmental Immunity.** The Parties agree that no provision of the Agreement is intended, nor shall it be construed, as a waiver by any Party of any governmental immunity provided under any applicable law.

**Section 6.06. Non-Discrimination.** The Land Bank shall comply with all applicable laws prohibiting discrimination.

**Section 6.07. Building and Housing Codes.** The Land Bank shall maintain all Real Property held by the Land Bank in accordance with applicable State laws and local codes.

**ARTICLE VII**  
**BOOKS, RECORDS, AND FINANCES**

**Section 7.01. Land Bank Records.** The Land Bank shall keep and maintain at the principal office of the Land Bank all documents and records of the Land Bank. All records of the Land Bank, subject to any claimed privilege, shall be made available to any Party. The records and documents shall be maintained until the termination of this Agreement and shall be delivered to any successor entity.

**Section 7.02. Financial Statements and Reports.** The Land Bank shall cause to be prepared, at the Land Bank's expense, audited financial statements (balance sheet, statement of revenue and expense, statement of cash flows, and changes in fund balance) on an annual basis. Such financial statements shall be prepared in accordance with generally accepted accounting principles and accompanied by a written opinion of an independent certified public accounting firm. The Land Bank shall be subject to audit by the office of the state comptroller in accordance with Section 1603(h) of the Land Bank Act.

**Section 7.03. Annual Budget.** The executive director, or other individual designated by the Board, shall prepare annually a budget for the Land Bank. The Board shall review and approve a budget for the Land Bank immediately preceding each Fiscal Year.

**Section 7.04. Deposits and Investments.** The Land Bank shall deposit and invest funds of the Land Bank, not otherwise employed in carrying out the purposes of the Land Bank, in accordance with an investment policy established by the Board consistent with laws and regulations regarding investment of Land Bank funds.

**Section 7.05. Disbursements.** Disbursements of funds shall be in accordance with guidelines established by the Board.

**Section 7.06. Performance Objectives.** Each Fiscal Year, the executive director, or other individual designated by the Board, shall prepare, for review and approval by the Board, objectives for the Land Bank's performance.

**Section 7.07. Real Property Inventory Records.** The Land Bank shall inventory all Real Property owned, held, or disposed of by the Land Bank. The inventory shall be maintained as a public record and shall be available in accordance with Sections 1608(h) and (i), and Sections 1609(b) of the Land Bank Act.

**ARTICLE VIII**  
**FUNDING AND EXPENDITURES**

**Section 8.01. Budget Contributions.** While under no obligation, the Parties may contribute to the annual Land Bank budget in such manner as approved by the Party or Parties

**Section 8.02. Issuance of Bonds.** The Land Bank may issue, sell, and deliver bonds in accordance with the provisions of Section 1611 of the Land Bank Act.

**Section 8.02. Tax Allocation.** Upon the adoption of a resolution or ordinance by any of the Parties, such Party may provide for Fifty (50) percent of that Party's real property taxes collected on any parcel or parcels of real property identified in such resolution or ordinance (or both) to be remitted to the Land Bank for a period of five years in accordance with the provisions of section 1610(c) of the Land Bank Act.

**Section 8.03. Management of Funds.** The Land Bank shall designate a fiscal agent of the Land Bank to manage sales proceeds, monetary contributions made by the Parties, and other Land Bank funds. Standard accounting procedures shall be used in the management of Land Bank accounts.

**Section 8.04. Authorized Expenditures.** The Land Bank shall in its sole discretion and within its budget expend such funds as necessary to carry out the powers, duties, functions, and responsibilities of a land bank under the Land Bank Act consistent with this Agreement, and State law.

## **ARTICLE IX** **DURATION OF AGREEMENT**

**Section 9.01. Duration.** This Agreement shall commence on the Effective Date and shall remain in full force and effect for a period of five years. This Agreement shall thereafter be automatically renewed for successive five-year periods.

**Section 9.02. Withdrawal by Party.** Subject to 9.01, any Party may withdraw from this Agreement upon six (6) months' notice to the other Parties, and to the Land Bank, but such withdrawal shall in no case be effective until the end of the then-current 5-year term. The withdrawing Party shall have no rights to funds or other assets of the Land Bank. If at the time of withdrawal the requirements of the Land Bank Act provide that some Real Property of the Land Bank be liquidated, any sums received from the sale of such properties shall remain the funds of the Land Bank. Upon the withdrawal of any Party to this Agreement, the provisions of this Agreement shall remain in force for any remaining Parties to the Agreement.

**Section. 9.03. Dissolution.** The Land Bank may only be dissolved pursuant to the requirements of Section 1613 of the Land Bank Act.

## **ARTICLE X** **MISCELLANEOUS**

**Section 10.01. Notices.** Any and all correspondence or notices required, permitted, or provided for under this Agreement to be delivered to any Party shall be sent to that Party via certified mail, return receipt requested, and by regular US mail. All correspondence shall be considered delivered to a Party as of the date that such notice is deposited with sufficient postage with the United States Postal Service. All such written notices, including any notice of withdrawal under Article IX, shall be sent to the Parties at the addresses below, or any subsequent address provided by such Party:

To: Herkimer County

Herkimer County  
Office of the Chairman of the Legislature  
Att: Chairman of the Legislature  
109 Mary Street, Suite 1111  
Herkimer, NY 13350

With carbon copy to:

Herkimer County  
Department of Law  
Att: County Attorney  
301 North Washington Street, # 2501  
Herkimer, NY 13350

And to:

Herkimer County  
County Legislature  
Att: Clerk of the County Legislature  
301 North Washington Street, # 2501  
Herkimer, NY 13350

To: Montgomery County

Montgomery County  
Office of the County Executive  
Att: County Executive  
20 Park Street  
PO Box 1500  
Fonda, New York 12068

With carbon copy to:

Montgomery County  
Department of Law  
Att: County Attorney  
20 Park Street  
PO Box 1500  
Fonda, New York 12068

And to:

Montgomery County  
County Legislature  
Att: Clerk of the County Legislature

20 Park Street  
PO Box 1500  
Fonda, New York 12068

To: Otsego County

Otsego County  
Office of the Chairman  
Att: Chairman of the Board  
197 Main Street  
Cooperstown, NY 13326

With carbon copy to:

Otsego County  
Department of Law  
Att: County Attorney  
197 Main Street  
Cooperstown, NY 13326

And to:

Otsego County  
Board of Representatives  
Att: Clerk of the Board  
197 Main Street  
Cooperstown, NY 13326

To: Schoharie County

Schoharie County  
Office of the Chairman  
Att: Chairman of the Board  
County Office Building, 1st floor  
284 Main Street  
Schoharie, NY 12157

With carbon copy to:

Schoharie County  
Department of Law  
Att: County Attorney  
County Office Building  
284 Main Street  
Schoharie, NY 12157

And to:

Schoharie County  
Board of Supervisors  
Att: Clerk of the Board  
County Office Building  
284 Main Street  
Schoharie, NY 12157

To: The City of Rome

City of Rome  
Office of the Mayor  
Att: Mayor  
198 North Washington Street  
Rome, NY 13440

With Carbon Copy to:

City of Rome  
Department of Law  
Att: Corporation Counsel  
198 North Washington Street  
Rome, NY 13440

And to:

City of Rome  
Att: City Clerk  
198 North Washington Street  
Rome, NY 13440

To: The City of Utica

City of Utica  
Office of the Mayor  
Att: Mayor  
1 Kennedy Plaza  
Utica, New York 13502  
With Carbon Copy to:

City of Utica  
Department of Law  
Att: Corporation Counsel  
1 Kennedy Plaza

Utica, New York 13502

And to:

City of Utica  
Att: City Clerk  
1 Kennedy Plaza  
Utica, New York 13502

**Section 10.02. Entire Agreement.** This Agreement sets forth the entire Agreement between the Parties and supersedes any and all prior agreements or understandings between them in any way related to the subject matter of this Agreement. It is further understood and agreed that the terms and conditions of this Agreement are contractual and are not a mere recital and that there are no other contracts, understandings, or representations between the Parties in any way related to the subject matter of this Agreement, except as expressly stated in this Agreement.

**Section 10.03. Interpretation of Agreement.** The Parties intend that this Agreement shall be construed liberally to effectuate the intent and purposes of this Agreement and the legislative intent and purposes of the Land Bank Act as complete and independent authorization for the performance of each and every act and thing authorized by this Agreement and the Land Bank Act. All powers granted to the Land Bank under this Agreement and the Land Bank Act shall be broadly interpreted to effectuate the intent and purposes and not as a limitation of powers.

**Section 10.04. Severability of Provisions.** If any provision of this Agreement, or its application to any Person, Party, or circumstance, is invalid or unenforceable, the remainder of this Agreement and the application of that provision to other Persons, Parties, or circumstances is not affected but will be enforced to the extent permitted by law.

**Section 10.05. Governing Law.** This Agreement is made and entered into in the State of New York and shall in all respects be interpreted, enforced, and governed under the laws of the State of New York without regard to the doctrines of conflict of laws. The language of all parts of this Agreement shall in all cases be construed as a whole according to its plain and fair meaning, and not construed strictly for or against any Party.

**Section 10.06. Captions and Headings.** The captions, headings, and titles in this Agreement are intended for the convenience of the reader and are not intended to have any substantive meaning or to be interpreted as part of this Agreement.

**Section 10.07. Terminology.** All terms and words used in this Agreement, regardless of the number or gender in which they are used, are deemed to include any other number and any other gender as the context may require.

**Section 10.08. Cross-References.** References in this Agreement to any article include all sections, subsections, and paragraphs in the article, unless specifically noted otherwise.

References in this Agreement to any section include all subsections and paragraphs in the section.

**Section 10.09. Jurisdiction and Venue.** In the event of any disputes between the Parties over the meaning, interpretation, or implementation of the terms, covenants, or conditions of this Agreement, the matter under dispute, unless resolved between the Parties, shall be submitted to the courts of Herkimer County.

**Section 10.10. Amendments to Agreement.** This Agreement may be amended or an alternative form of this Agreement adopted only upon written amendment approved by all Parties.

**Section 10.11. Amendments to Land Bank Act.** The Land Bank shall have any powers authorized pursuant to any amendments, replacements, or substitutions to the Land Bank Act, unless the Agreement is amended by the Parties to provide otherwise.

**Section 10.12. Certificate of Incorporation.** The Certificate of Incorporation of the GREATER MOHAWK VALLEY LAND BANK is attached to this Agreement as Exhibit "A" and incorporated herein by reference.

**Section 10.13. Effective Date.** This Agreement shall become effective as of the Effective Date as that term is defined in Section 1.03 of this Agreement.

*[The remainder of this page is intentionally left blank, with the signature pages immediately following on the next page.]*

IN WITNESS WHEREOF the Counties of Herkimer, Montgomery, Otsego and Schoharie and the Cities of Rome and Utica have caused this Agreement to be executed by their authorized representatives on the date indicated, to be effective upon the Effective Date as that term is described within this Agreement.

Dated: \_\_\_\_\_

BY: \_\_\_\_\_

Bernard Peplinski, Sr.  
Herkimer County, Chair of the Legislature

HERKIMER COUNTY

ATTEST:

\_\_\_\_\_  
Carole L. LaLonde, Clerk of the Legislature

Dated: \_\_\_\_\_

BY: \_\_\_\_\_

Matthew L. Ossenfort  
Montgomery County Executive

MONTGOMERY COUNTY

ATTEST:

\_\_\_\_\_  
Cheryl Reese, Clerk of the Legislature

Dated: \_\_\_\_\_

BY: \_\_\_\_\_

Kathleen Clark  
Otsego County, Chair of the Board of Representatives

OTSEGO COUNTY

ATTEST:

\_\_\_\_\_  
Carol McGovern, Clerk of the Board

Dated: \_\_\_\_\_

BY: \_\_\_\_\_

Earl VanWormer III  
Schoharie County, Chair of the Board of Supervisors

SCHOHARIE COUNTY

ATTEST:

\_\_\_\_\_  
Sheryl Largeteau, Clerk of the Board

Dated: \_\_\_\_\_

BY: \_\_\_\_\_  
Jacqueline M. Izzo  
City of Rome, Mayor

CITY OF ROME

ATTEST:

\_\_\_\_\_  
Louise S. Glasso, City Clerk

Dated: \_\_\_\_\_

BY: \_\_\_\_\_  
Robert M. Palmieri  
City of Utica, Mayor

CITY OF UTICA

ATTEST:

\_\_\_\_\_  
Patricia A. Lindsey, City Clerk

**- DRAFT -**

BY-LAWS

O F

Greater Mohawk Valley Land Bank Corporation

Adopted \_\_\_\_\_, 2016

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**BY-LAWS**  
**OF**  
**Greater Mohawk Valley Land Bank Corporation**

**ARTICLE I - THE CORPORATION**

**SECTION 1. - NAME.**

The Corporation shall be known as "Greater Mohawk Valley Land Bank Corporation" and abbreviated herein as "GMVLB."

**SECTION 2. - OFFICES.**

The principal office of the Corporation shall be located in Herkimer County, New York (the "County"). The Corporation may also have offices at such other places within the State of New York as the Board of Directors may from time to time determine or the activities of the Corporation may require.

**SECTION 3. - PURPOSES.**

The Corporation shall have such purposes as are now or hereafter set forth in its Certificate of Incorporation.

**ARTICLE II- MEMBERSHIP**

**SECTION 1. - COMPOSITION OF MEMBERSHIP.**

The initial Members of the Corporation shall be the Counties of Herkimer, Montgomery, Oneida, Otsego, and Schoharie; and the cities of Johnstown, Rome, and Utica, which from time to time shall appoint voting members of the Board of Directors of the Corporation, provided, however, that such Directors shall not be the same persons as the President/CEO or the Treasurer/CFO of the Corporation.

**SECTION 2. - RIGHTS AND POWERS OF THE MEMBERS.**

The Members shall have and exercise all the rights and powers of corporate membership created by the laws of the State of New York, the Certificate of Incorporation and the By-laws of the Corporation.

**SECTION 3. - ANNUAL MEETING OF THE CORPORATION.**

The Members shall hold an annual meeting of the Corporation within six months after the end of each fiscal year at a convenient time and place designated by the Members. At the annual meeting, the Members shall appoint Directors for positions where a new directorship is created or the term of a Director has expired; receive the annual report; and transact such other business as may properly come before the meeting; provided, however, that such Directors shall not be the same persons as the President/CEO or the Treasurer/CFO of the Corporation.

#### SECTION 4. - ANNUAL REPORT TO THE MEMBERS.

At the annual meeting of the Corporation, the CEO/President and the Treasurer/CFO of the Corporation shall present an annual report showing in appropriate detail the following information:

(a) A complete verified or audited financial statement of the Corporation for the fiscal year immediately preceding the date of the report showing the assets and liabilities, principal changes in assets and liabilities, revenue, receipts, expenses and disbursements of the Corporation; and

(b) A summary of the activities of the Corporation during the preceding year.

The annual report shall be filed with the minutes of the annual meeting.

#### SECTION 5. - SPECIAL MEETING OF THE CORPORATION.

Special meetings of the Corporation may be called at any time by the President and shall be called by the Secretary within fourteen (14) days of receipt of a written request from ten percent (10%) or more of the Members. Such request shall state the purpose or purposes for the proposed meeting. Business transacted at a special meeting shall be confined to the purposes stated in the notice of such meeting.

#### SECTION 6. - PLACE OF MEETINGS; ORGANIZATION.

All membership meetings shall be held at the principal office of the Corporation or at such other convenient location as may be determined by the Members of the Corporation. At each membership meeting, the President, or, in his or her absence, the chairperson chosen by a majority of the Members present, shall preside. The Secretary, or in his or her absence, a person chosen by a majority of the Members present, shall keep complete and accurate minutes of the meeting.

#### SECTION 7. - NOTICE OF MEMBERSHIP MEETINGS; WAIVERS.

(a) Notice of each membership meeting shall state the purpose or purposes for which the meeting is called, the place, date and time of the meeting and, unless it is the annual meeting, shall indicate that it is being issued by or at the direction of the person or persons calling the meeting. Such notice shall be given either personally or by mail to each Member not less than ten (10) nor more than fifty (50) days before the date of the meeting. If mailed, the notice is given when deposited in the United States mail, with postage thereon prepaid, directed to a Member at his or her address as it appears on the record of Members or, if he or she shall have filed with the Secretary a written request that notices be mailed to some other address, then directed to such other address.

(b) Formal notice of meeting need not be given to a Member if he or she executes a waiver of notice, either before or after the meeting. The attendance of a Member at a meeting, without protesting prior to the conclusion of the meeting the lack of notice of such meeting, shall constitute a waiver of notice.

#### SECTION 8. - QUORUM OF MEMBERS.

(a) The presence of at least a majority of the Members shall constitute a quorum for the transaction of business at any annual or special membership meeting.

(b) A majority of the Members present at a meeting, whether or not a quorum is present, may adjourn any membership meeting to another time and place. Notice of the time and place of holding an adjourned meeting need not be given to absent Members if the time and place is announced at the meeting adjourned.

#### SECTION 9. - ACTION BY THE MEMBERS.

(a) Each Member shall be entitled to one vote on each matter properly submitted to the Members for action at any meeting of the Members. Unless otherwise required by law or these Bylaws, the vote of the majority of Members present at the time of a vote at a duly convened meeting, provided a quorum is then present, shall be the act of the Members.

(b) Every Member entitled to vote at a meeting of Members may authorize another person or persons to act for him or her by proxy. Every proxy must be signed by the Member or the Member's attorney-in-fact. No proxy shall be valid after the expiration of eleven (11) months from the date thereof unless otherwise provided in the proxy. Every proxy shall be revocable at the pleasure of the Member executing it, except as otherwise provided by law.

#### SECTION 10. - PROPERTY RIGHTS OF MEMBERS.

The Members shall not have any right or interests in or to the property or assets of the Corporation.

### **ARTICLE III - BOARD OF DIRECTORS**

#### SECTION 1. - POWER OF BOARD OF DIRECTORS.

The Corporation shall be managed by its Board of Directors, which shall establish all general policies governing its operations.

#### SECTION 2. - NUMBER, ELECTION AND TERM OF DIRECTORS.

(a) The number of Directors shall be an odd number of no less than five but no more than eleven, with the initial number of Directors to be 9. The Directors shall exercise all rights of Directors as described herein and in the

Certificate of Incorporation or any applicable resolution. As used in these By-laws, "the entire Board of Directors" means the total number of Directors that the Corporation would have if there were no vacancies on the Board.

(b) The Directors shall be appointed to two year terms.

(c) Directors shall be eligible to serve a maximum of two full terms, in addition to any partial term for which such member was appointed to fill a vacancy or any initial term that is less than a full two-year term.

(d) Each Member shall appoint one Director from those persons who are resident within such county or city as is appointing him/her, with an additional Director to be appointed by the Mohawk Valley Economic Development District, such Director to be a resident of any Member county or city...

(e) Neither the President/CEO nor the Treasurer/CFO shall serve as Directors of the Corporation.

### SECTION 3. - RESIGNATIONS AND REMOVAL OF DIRECTORS.

(a) Any Director of the Corporation may resign at any time by giving written notice to the President or the Secretary. Such resignation shall take effect at the time specified therein or, if no time is specified, then on delivery. Acceptance of the resignation shall not be necessary to make it effective.

(b) Any Director may be removed from the Board with or without cause by the affirmative vote of the Members.

### SECTION 4. - NEWLY CREATED DIRECTORSHIPS AND VACANCIES.

Newly created directorships resulting from an increase in the number of directors, and vacancies occurring for any reason, shall be filled by the Members as soon as practicable but in no event later than sixty (60) days after the increase or vacancy occurs. A Director elected to fill a vacancy caused by resignation, death, disability or removal shall hold office for the unexpired term of his or her predecessor in office and until a successor is elected and takes office.

### SECTION 5. - ANNUAL MEETING.

The annual meeting of the Board of Directors shall be held after the annual meeting of the Corporation described in Article II, Section 3 above at a convenient time and location designated by the Board. Written notice of the annual meeting shall be mailed or delivered to each voting Director of the Corporation prior to the meeting.

### SECTION 6. - ANNUAL REPORT.

The President and the Treasurer shall present at the annual meeting of the Board of Directors a copy of the annual report described in Article II, Section 4 above.

SECTION 7. - SPECIAL MEETINGS AND NOTICE.

Special meetings of the Board of Directors may be called at any time by the President or any other officer of the Corporation. Written notice shall be mailed or delivered to each Director of the Corporation prior to the meeting. Said notice shall state the purposes, time and place of the special meeting and that no business other than that specified in the notice may be transacted.

SECTION 8. - WAIVERS OF NOTICE.

Notice of a meeting need not be given to any Director who submits a signed waiver of notice whether before or after the meeting, or who attends the meeting without protesting, prior thereto or at its commencement, the lack of notice to him or her.

SECTION 9. - PLACE OF MEETINGS.

The Board of Directors may hold its meetings at such place or places within the State of New York as the voting Directors may from time to time by resolution determine.

SECTION 10. — OPEN MEETINGS

To the extent required by law, the Corporation shall comply with the Open Meetings Law of the State of New York, as set forth within Article 7 of the Public Officers Law.

SECTION 11. — FREEDOM OF INFORMATION

To the extent required by law, the Corporation shall comply with the Freedom of Information Law of the State of New York, as set forth within Article 6 of the Public Officers Law.

SECTION 12. - QUORUM AND ADJOURNED MEETINGS.

(a) A majority of the entire Board of Directors shall constitute a quorum for the transaction of business at meetings of the Board. When a quorum is once present to organize a meeting, it shall not be broken by the subsequent withdrawal of any Director(s).

(b) A majority of the Directors present, whether or not a quorum is present, may adjourn any Board meeting to another time and place. If a quorum is present at the adjourned meeting, any business may be transacted that might have been transacted on the original date of the meeting. Notice of the adjourned meeting shall be given to all Directors.

SECTION 13. - ACTION BY THE BOARD OF DIRECTORS.

Any corporate action to be taken by the Board of Directors means action at a meeting of the Board. Each Director shall have one vote regarding any corporate action to be taken by the Board. Except as otherwise provided by law or these By-laws, the vote of a majority of the Directors present at the time of the vote at a duly convened meeting at which a quorum is present

shall be the act of the Board of Directors. All references to actions of the Board of Directors herein and in the Certificate of Incorporation shall mean the affirmative vote of a majority of the Directors present at the time of the vote at a duly convened meeting at which a quorum is present.

#### SECTION 14. - ORGANIZATION.

At each meeting of the Board of Directors, a chairman, chosen by a majority of the Directors present, shall preside. The Secretary, or, in his or her absence, a person chosen by a majority of the Directors present, shall keep complete and accurate minutes of the meeting.

#### SECTION 15. - ATTENDANCE AT MEETINGS.

Attendance at each meeting of the Board shall be recorded by the Secretary in the minutes thereof

#### SECTION 16. - COMPENSATION.

The Directors shall serve without compensation. All Directors may be reimbursed for reasonable expenses incurred in the performance of corporate duties.

#### SECTION 17. - PROPERTY RIGHTS.

No Director of the corporation shall, by reason of that position, have any rights to or interest in the property or assets of the Corporation.

### ARTICLE IV - COMMITTEES

#### SECTION 1. - STANDING COMMITTEES.

(a) The Standing Committees of the Board shall be as described in subparagraph (b) below. Except as otherwise provided by these By-laws, each Standing Committee shall consist of at least three Directors. No Standing Committee shall have authority as to the following matters:

- (i) The submission to the Members of any action requiring its approval;
- (ii) The filling of vacancies on the Board of Directors or any committee;
- (iii) The amendment or repeal of these By-laws or the adoption of new By-laws; or
- (iv) The amendment or repeal of any resolution of the Board which by its terms is not so amendable or repealable.

(b) Until changed by amendment of these By-laws, the Corporation shall have Audit and Governance Standing Committees comprised of independent members, as required by Public Authorities Accountability Act of 2005 ("PAAA").

#### SECTION 2. - SPECIAL COMMITTEES.

The Board of Directors, by resolution adopted by a majority of the entire Board of Directors, may create Special Committees, which shall have only the powers specifically delegated to them and shall in no case have powers which are not authorized for Standing Committees. The members of Special Committees shall be appointed by the President from among the Directors, with the approval of the Board.

#### SECTION 3. - MEETINGS.

Meetings of committees shall be held at such times and places as shall be fixed by the respective committee chairmen, or by vote of a majority of all of the members of the committee. Written notice shall be mailed (via regular mail or electronic mail) or delivered to all members of the committee prior to each meeting. Written minutes of the proceedings shall be kept at all committee meetings and shall be submitted at the next meeting of the Board. The President, or his or her designee, may attend all committee meetings.

#### SECTION 4. - QUORUM.

Unless otherwise provided by resolution of the Board of Directors, a majority of all of the members of a committee shall constitute a quorum for the transaction of business.

#### SECTION 5. - MANNER OF ACTING.

Any corporate action to be taken by a committee shall mean such action to be taken at a meeting of the committee. Action by a committee shall be taken by majority vote at a meeting.

### **ARTICLE V - OFFICERS**

#### SECTION 1. - PRESIDENT; VICE PRESIDENT; OTHER OFFICERS.

The Corporation shall have a President/CEO, a Treasurer/CFO, Vice President, and a Secretary and other officers and assistant officers as the Board of Directors may determine. The offices of President and Secretary shall not be held by the same person. No Director shall hold the office of President/CEO and of Treasurer/CFO. The officers shall have such duties as may be prescribed by these By-laws and the Board of Directors.

#### SECTION 2. - TERMS OF OFFICERS.

The officers shall be elected by a majority vote of the entire Board of Directors at its annual meeting. Unless a shorter term is provided in the resolution of the Board electing such officer, the term of office of each officer shall extend for one year after his or her election and until a successor is elected or appointed and qualified.

SECTION 3. - ADDITIONAL OFFICERS.

Additional officers may be elected for such period, have such authority and perform such duties, either in an administrative or subordinate capacity, as the Board of Directors may from time to time determine.

SECTION 4. - REMOVAL OF OFFICERS.

Any officer may be removed by vote of the Directors, with or without cause, at any time, provided there is a quorum of not less than a majority of the entire Board of Directors present at the meeting at which such action is taken.

SECTION 5. - RESIGNATION.

Any officer may resign at any time by giving written notice to the Board of Directors, the President or the Secretary. Any such resignation shall take effect at the time specified therein, or, if no time is specified, then on delivery. Acceptance of the resignation shall not be necessary to make it effective.

SECTION 6. - VACANCIES.

A vacancy in any office of the Corporation shall be filled by the majority vote of the entire Board of Directors.

SECTION 7. - PRESIDENT.

The President shall be the chief executive officer of the Corporation and shall generally supervise all its affairs. The President shall perform such other duties as may be assigned to him or her from time to time by the Board of Directors.

SECTION 8. - VICE PRESIDENT.

The Vice President shall be the chief executive officer of the Corporation in the absence of the President. The Vice President shall perform such other duties as may be assigned to him or her from time to time by the Board of Directors.

SECTION 9. - SECRETARY.

It shall be the duty of the Secretary to supervise the preparation of minutes of all meetings of the Members and the Board of Directors and its committees, the giving of all notices required to be given by the Corporation, and the keeping of a current list of the Corporation's Members, Directors and officers and their residence addresses. The Secretary shall be responsible for supervising the preparation and maintenance of the books and records of the Corporation. The Secretary shall attend to such correspondence as may be assigned to him or her and perform all the duties customarily incidental to that office and such other duties as may be assigned to him or her by the Board of Directors or the President. From time to time, the Board of Directors may designate duties of the Secretary to an appointed Acting Secretary who will perform such duties as may be assigned to him or her.

## SECTION 10. - TREASURER.

It shall be the duty of the Treasurer, as Chief Financial Officer of the Corporation, to oversee the financial affairs of the Corporation, report at each regular meeting of the Board of Directors, and participate in preparing the annual report of the Corporation and the filing of all required tax returns and other regulatory reports. The Treasurer shall perform such other duties as may be assigned to him or her by the Board of Directors or the President. From time to time, the Board of Directors may employ or contract with an appointed Acting Treasurer to whom the Board of Directors may designate certain duties of the Treasurer and other such duties as may be assigned to him or her.

## **ARTICLE VI- CONTRACTS, CHECKS, DRAFTS AND BANK ACCOUNTS**

### SECTION 1. - EXECUTION OF CONTRACTS.

The Board of Directors, except as these By-laws otherwise provide, may authorize any officer or officers, agent or agents, employee or employees, in the name of and on behalf of the Corporation, to enter into any contract or execute and deliver any instrument, and such authority may be general or confined to specific instances; but, unless so authorized by the Board of Directors, or expressly authorized by these By-laws, no officer, agent or employee shall have any power or authority to bind the Corporation by any contract or engagement or to pledge its credit or to render it liable pecuniarily in any amount for any purpose.

### SECTION 2. - LOANS.

No loans shall be contracted on behalf of the Corporation unless specifically authorized by the Board of Directors.

### SECTION 3. - CHECKS, DRAFTS, ETC.

All checks, drafts and other orders for the payment of money out of the funds of the Corporation, and all notes or other evidences of indebtedness of the Corporation, must be signed on behalf of the Corporation by the President or the Treasurer.

### SECTION 4. - DEPOSITS.

All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories as the Treasurer may recommend and the Board of Directors approves.

### SECTION 5. - INVESTMENTS.

The Board of Directors may authorize the Corporation to contract with an investment advisor and custodian to manage its investments in accordance with an investment policy established by the Board.

## **ARTICLE VII- GENERAL**

### **SECTION 1. - SEAL.**

The corporate seal shall have inscribed thereon the name of the Corporation, the year of its organization, and the words "Corporate Seal, New York." The seal may be used by causing it or a facsimile thereof to be impressed or affixed or otherwise reproduced.

### **SECTION 2. - BOOKS AND RECORDS.**

There shall be kept by the Corporation (1) correct and complete books and records of account, (2) minutes and statements of written action by the Members, (3) minutes of the proceedings of the Board of Directors and its committees, (4) a current list of the Members, Directors and officers of the Corporation and their residence addresses, (5) a copy of the Certificate of Incorporation, and (6) a copy of these By-laws.

### **SECTION 3. - INDEMNIFICATION.**

The Corporation shall indemnify each Member, each Director, each officer, and, to the extent authorized by the Board of Directors, each other person authorized to act for the Corporation or on its behalf, to the full extent to which indemnification is permitted under the Not-For-Profit Corporation Law.

### **SECTION 4. - INTERESTED DIRECTORS AND OFFICERS.**

The Board of Directors may adopt a policy regarding conflicts of interest which shall apply to all directors and officers.

## **ARTICLE VIII- FISCAL YEAR**

The fiscal year of the Corporation shall commence on the first day of January of each calendar year and end on the last day of December.

## **ARTICLE IX - RULES OF ORDER AND BYLAW CHANGES**

### **SECTION 1. - RULES OF ORDER.**

Meetings of the Members and the Board of Directors and its committees shall be governed by Robert's Rules of Order, except in cases otherwise provided for by these By-laws.

### **SECTION 2. - BYLAW CHANGES.**

These By-laws may be amended, repealed or adopted only by the Members of the Corporation.

**ARTICLES OF INCORPORATION  
O F T H E  
GREATER MOHAWK VALLEY LAND BANK CORPORATION**

A Not-For-Profit Land Bank Corporation  
under Article 16 of the Not-For-Profit  
Corporation Law of the State of New York

**THE UNDERSIGNED**, being over the age of eighteen years, for the purpose of forming a not-for-profit land bank corporation pursuant to Article 16 of the Not-For-Profit Corporation Law of the State of New York, hereby certifies as follows:

**FIRST:** The name of the corporation shall be Greater Mohawk Valley Land Bank Corporation (hereinafter referred to as the “Corporation”).

**SECOND:** The Corporation will be a corporation as defined in subparagraph (a)(5) of Section 102 of the Not-For-Profit Corporation Law of the State of New York and, as provided in Section 1603(f) of the Not-For-Profit Corporation Law, will be a Type C Corporation as defined in Section 201 of the Not-For-Profit Corporation Law. The Corporation shall be a public instrumentality of and supporting organization for, but separate and apart from the Members.

**THIRD:** The purposes for which the Corporation is to be formed and operated are exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, to combat community deterioration by facilitating the return of vacant, abandoned, and tax-delinquent properties to productive use in order to eliminate the harms and liabilities caused by such properties; to lessen the burden of government; and to act in the public interest. In furtherance of said purposes, the Corporation’s powers shall include all powers and duties granted land bank corporations as set forth in Article 16 of the Not-For-Profit Corporation Law of the State of New York, as it may be amended from time-to-time, which powers are incorporated herein by reference as if fully stated herein, and shall also include:

(a) any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its members, directors, officers or any private person.

(b) In general, to perform any and all acts and things, and to exercise any and all powers which may now or hereafter be lawful for the Corporation to do or exercise under and pursuant to the laws of the State of New York for the purpose of accomplishing any of the foregoing purposes of the Corporation.

FOURTH: The Corporation's public objective and mission, which the Corporation's purpose will achieve, includes the lessening of the burdens of government by undertaking, promoting, and facilitating the return of vacant, abandoned, and tax-delinquent properties to productive use in order to eliminate the harms and liabilities caused by such properties and to combat community deterioration in the Greater Mohawk Valley, New York, that will include real estate development and management, deconstruction and salvaging of building materials, real estate project finance, and other community-based economic and human services development activities permissible under the Not-For-Profit Corporation Law.

FIFTH: The operations of the Corporation will be principally conducted within the territory of the Members, each of which is a Foreclosing Governmental Unit (hereinafter "FGU").

SIXTH: (a) All income and earnings of the Corporation shall be used exclusively for its corporate purposes with the intent that all income and earnings will be expended or deposited in appropriate reserves for corporate purposes;

(b) The property of the Corporation is irrevocably dedicated to charitable purposes.

SEVENTH: (a) The Corporation shall not attempt to influence legislation by propaganda or otherwise, nor participate in or intervene, directly or indirectly, in any political campaign on behalf of or in opposition to any candidate for public office.

(b) The Corporation shall not engage in any activities not permitted to be carried on by an organization exempt from federal income taxation pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and the regulations promulgated thereunder.

EIGHTH: In the event of the dissolution of the Corporation or the winding up of its affairs, the Board of Directors shall, after paying or making provision for the payment of all debts and liabilities of the Corporation of whatsoever kind or nature, distribute all of the remaining assets and property of the Corporation to the FGUs as set forth in Section 1613 of the Not-for-Profit Corporation Law.

NINTH: The office of the Corporation shall be located in the County of Herkimer, New York.

TENTH: The types or classes of Membership in the Corporation and the number of Members of the Corporation shall be described in the By-laws. The initial Members of the Corporation shall be identified in the By-laws.

ELEVENTH: The Corporation shall be initially managed by nine directors, who shall be appointed by the FGUs, with one director appointed by each FGU and one director appointed by the Mohawk Valley Economic Development District ("MVEDD"). Each director must be a resident of the county or city FGU which is appointing him/her. Any subsequent increase or decrease in the size of the Board of Directors will require the unanimous approval of the Members, and shall be in accordance with Article 16 of the Not-For-Profit Corporation Law of the State of New York.

TWELFTH: The names and addresses of the initial Directors of the Corporation will be as follows:

- (a) Appointed by the Chair of the Board of Legislators of Herkimer County:  
Ray Johnson (County Legislator);  
109 Mary Street, Suite 1111, Herkimer, NY 13350
- (b) Appointed by the County Executive of Montgomery County:  
Karl Gustafson (Office of the Executive);  
20 Park Street, PO Box 1500, Fonda, New York 12068
- (c) Appointed by the Chair of the Board of Representatives of Otsego County:  
Kathy Clark (County Representative), and  
Edwin Frazier (County Representative);  
197 Main Street, Cooperstown, NY 13326
- (d) Appointed by the Chair of the Board of Supervisors of Schoharie County:  
Steven Wilson (County Administrator);  
284 Main Street Schoharie, NY 12157
- (e) Appointed by the Mayor of the City of Johnstown:  
Michael B. Julius (Mayor);  
33-41 East Main Street, PO Box 160 Johnstown, New York 12095
- (f) Appointed by the Mayor of the City of Rome:  
Dennis Gillen (Chairman, Real Property Committee);  
198 N Washington Street, Rome, NY 13440
- (g) Appointed by the Mayor of the City of Utica:  
Brian Thomas (Commissioner, Urban & Economic Development);  
1 Kennedy Plaza, Utica, New York 13502
- (h) Appointed by the Board of Directors, MVEDD:  
Sean Jordan (Executive Director);  
26 West Main Street, PO Box 69, Mohawk, NY 13407

THIRTEENTH: The duration of the Corporation shall be perpetual.

FOURTEENTH: The Corporation shall indemnify each Member, each Director, each officer, and, to the extent authorized by the Board of Directors, each other person authorized to act for the Corporation or on its behalf, to the full extent to which indemnification is permitted under the Not-For-Profit Corporation Law.

FIFTEENTH: The Secretary of New York State is designated as agent of the Corporation upon whom process against it may be served. The post office address to which the Secretary of State shall mail a copy of any process against the Corporation served upon him/her is as follows: Greater Mohawk Valley Land Bank, Mohawk Valley Economic Development District, 26 West Main St., PO Box 69, Mohawk NY 13407-0069.

SIXTEENTH: The By-laws of the Corporation may be adopted, amended or repealed by a majority of the voting Directors of the Corporation.

SEVENTEENTH: The Corporation will not do any of the following:

(a) Without the affirmative vote of all Members of the Corporation, increase or decrease the number of Members of the Corporation or increase or decrease the number of Directors of the Corporation.

(b) Without the affirmative vote of a majority of the voting Directors of the Corporation and all of the Corporation's Members, (i) dissolve or liquidate, in whole or in part, or institute proceedings to be adjudicated bankrupt or insolvent, (ii) consent to the institution of bankruptcy or insolvency proceedings against it, (iii) file a petition seeking or consenting to reorganization or relief under any applicable federal or state law relating to bankruptcy or insolvency, (iv) consent to the appointment of a receiver, liquidator, assignee, trustee, sequestrator or other similar official of the Corporation or a substantial part of its property, (v) make a general assignment for the benefit of creditors, (vi) admit in writing its inability to pay its debts generally as they become due or (vii) take any corporate action in furtherance of the actions set forth in clauses (i) through (vi) of this paragraph.

(c) Without the affirmative vote of all of the Directors of the Corporation and all of the Corporation's Members, merge or consolidate with any other corporation, company or entity or, except to the extent contemplated above, sell all or substantially all of its assets or acquire all or substantially all of the assets or capital stock or other ownership interest of any other corporation, company or entity.

IN WITNESS WHEREOF, this certificate has been subscribed this \_\_\_\_\_  
day of \_\_\_\_\_, 2016.

Sean Jordan, MVEDD, Incorporator: \_\_\_\_\_

Address: 26 West Main Street, PO Box 69, Mohawk, NY 13407

CERTIFICATE OF INCORPORATION

O F T H E

GREATER MOHAWK VALLEY LAND BANK CORPORATION

(Under Article 16 of the Not-For-Profit Corporation Law of the State of New York)

Filed by:

ORDINANCE NO. 9113

AUTHORIZING MAYOR OF THE CITY OF ROME TO APPROVE  
THE SALE OF CITY OWNED PARCEL (606 W. LIBERTY STREET)  
TO BUYER FOR \$500.00.

By Councilor \_\_\_\_\_:

WHEREAS, New York State Real Property Tax Law Section 1166 and Rome Charter Laws Section 33(3) allow the City of Rome to sell and convey real property obtained by virtue of a tax foreclosure proceeding, upon approval and confirmation of a 5/7 vote of the Rome Common Council, with or without advertising for bids, and;

WHEREAS, as a result of tax sales, certain city owned parcels of land are in the City's possession and the City desires to sell and convey said real property to a responsible buyer, now, therefore;

BE IT ORDAINED, that the Mayor of the City of Rome is authorized to convey 606 W. Liberty Street to the buyer listed in Exhibit A, and;

BE IT FURTHER ORDAINED, by the Common Council of the City of Rome that it approves and confirms the sale and conveyance of 606 W. Liberty Street to Curtis Maret for the monetary consideration of \$500.00, said conveyance to take place following the contingencies hereinafter set forth, and;

BE IT FURTHER ORDAINED, that this authorization is contingent upon the buyer having completed this transaction by rendering any payment in full to the City of Rome within forty-five (45) days following receipt and review of copies of the proposed transfer documents pursuant to this sale.

Seconded by Councilor \_\_\_\_\_.

By Councilor \_\_\_\_\_:

RESOLVED, that the unanimous consent of this Common Council be, and the same hereby is given to the consideration of Ordinance No. 9113

Seconded by Councilor \_\_\_\_\_.

AYES & NAYS: Trifeletti \_\_\_ Mortise \_\_\_ Rogers \_\_\_ Parsons \_\_\_ Anderson \_\_\_  
Dursi \_\_\_ DiMarco \_\_\_

ORDINANCE NO. 9113

AYES & NAYS: Trifeletti\_\_\_ Mortise\_\_\_ Rogers\_\_\_ Parsons\_\_\_ Anderson\_\_\_  
Dursi\_\_\_ DiMarco\_\_\_

ADOPTED:

DEFEATED:

**EXHIBIT "A"**

TAX MAP NO: 242.006-0003-071

PROPERTY ADDRESS: 606 W. Liberty Street

CONSIDERATION: \$500.00

BUYER: Curtis Maret

ORDINANCE NO. 9114

AUTHORIZATION TO RETAIN PROPERTY (LOCATED AT 150 GLEN ROAD SOUTH)  
WHICH HAS BEEN ACQUIRED BY THE CITY OF ROME FOR DELINQUENT TAXES  
AND DESIGNATE FOR MUNICIPAL USE

By Councilor \_\_\_\_\_ :

WHEREAS, Rome Charter Laws, Title A (“Charter”), §25(2), permits the City of Rome to take, purchase, hold and lease real and personal property within and without the City of Rome, New York, for any public or municipal purpose; and

WHEREAS, Rome Charter, §33 sets forth the policies and procedures of the City of Rome relating to the disposition of property acquired by the City of Rome for delinquent taxes; and

WHEREAS, in lieu of selling certain properties to third parties or to the former owner(s), there are certain properties acquired by the City of Rome for delinquent taxes that further public and municipal purpose(s), such that maintaining ownership of said property or properties is in the best interest of the City of Rome; and

WHEREAS, as a result of tax sales, 150 Glen Road South (Tax Map No. 205.012-0001-58) is in the City’s possession and the City desires to retain said above referenced property for purposes of municipal use; and

WHEREAS, 150 Glen Road South (Tax Map No. 205.012-0001-58) is a parcel attached to the City of Rome’s “Glendale Manor Park”, and this parcel will serve as an extension to the City park; and

WHEREAS, Mayor Jacqueline M. Izzo, Chief Code Enforcement Officer Mark Domenico, and Sixth Ward Councilor Riccardo Dursi, are of the opinion that retaining 150 Glen Road South (Tax Map No. 205.012-0001-58), for municipal use is in the City’s best interest; now, therefore;

BE IT ORDAINED, that the Mayor of the City of Rome is authorized to retain 150 Glen Road South (Tax Map No. 205.012-0001-58) which has been acquired by the City of Rome, New York for delinquent taxes for the municipal use of extending the “Glendale Manor Park”, located in the City of Rome, New York.

Seconded by Councilor \_\_\_\_\_.

By Councilor \_\_\_\_\_ :

RESOLVED, that the unanimous consent of this Common Council be, and the same hereby is given to the consideration of Ordinance No. 9114

Seconded by Councilor\_\_\_\_\_.

AYES & NAYS: Trifeletti\_\_\_ Mortise\_\_\_ Rogers\_\_\_ Parsons\_\_\_ Anderson\_\_\_  
Dursi\_\_\_ DiMarco\_\_\_

ORDINANCE NO. 9114

AYES & NAYS: Trifeletti\_\_\_ Mortise\_\_\_ Rogers\_\_\_ Parsons\_\_\_ Anderson\_\_\_  
Dursi\_\_\_ DiMarco\_\_\_

ADOPTED:

DEFEATED: