

BY-LAWS OF THE ALBANY
PARKING AUTHORITY

Pursuant to the authority contained in Section 493-d, Title 4-A of Article 7 of the Public Authorities Law as set out in Chapter 874 of the Laws of 1982, of the State of New York, the Albany Parking Authority hereby approves the following by-laws for the regulation of its activities.

ARTICLE I

NAME, SEAL

Section 1. NAME. The name of the Authority shall be the "Albany Parking Authority".

Section 2. SEAL. The official seal of the Authority shall be in a design circular in form bearing the words and dates as follows:

"ALBANY PARKING AUTHORITY, NEW YORK
CORPORATE SEAL
1983"

ARTICLE II

OFFICERS

Section 1. The officers of the Authority shall be a Chairperson, Vice Chairperson, Secretary, Treasurer, Assistant Secretary-Treasurer, and such other officers as the Authority may determine from time to time. The officers shall have such duties, powers and functions as hereinafter provided. All officers shall be elected by the members of the Authority, except the Chairperson, who shall be appointed by the Mayor with the advice and consent of the Common Council. Such officers shall be elected at the annual meeting of the Authority in each fiscal year.

ARTICLE III
TENURE OF OFFICE

Section 1. Each officer of the Authority shall hold office for one year and each member shall continue to hold office until his/her successor is appointed or elected and qualifies in his/her stead. If the term of an authority member should be terminated, his/her term of office as an officer shall also terminate and at the regular meeting next succeeding such termination the members of the Authority shall elect from among their number a successor who shall serve until the next annual meeting of the Authority.

Section 2. Each member shall continue to hold office as a member until his/her successor is appointed or elected and qualifies in his/her stead.

ARTICLE IV
DUTIES OF OFFICERS

Section 1. **CHAIRPERSON**. The Chairperson shall preside at all meetings of the Authority. He/she shall sign and execute on behalf of the Authority all contracts, notes, bonds, trust indentures or other evidences of indebtedness when so authorized by the Authority, and shall perform such other duties as may be prescribed to him/her by law or by the Authority. The Chairperson shall submit to the authority such recommendations and information as he/she may consider proper concerning the business, affairs, and policies of the Authority.

Section 2. **VICE CHAIRPERSON**. The Vice Chairperson shall assume the powers and duties of the Chairperson in the absence or disability of the Chairperson.

Section 3. **SECRETARY**. The Secretary shall direct the recording of all votes and direct the recording of the minutes of meetings of the Authority in a journal to be kept for that purpose; direct the serving of notices of all meetings when required; keep in safe custody the seal of the Authority and have power to affix such seal to all documents or other instruments as may be required; attend to such correspondence as may be assigned; and perform all the duties as the Authority may designate.

Section 4. **TREASURER**. The Treasurer shall direct the keeping of full and accurate and separate accounts of the various funds and money in his/her custody. The Treasurer shall at reasonable times exhibit his/her books and accounts to any member of the Authority upon

application at the office of the Authority during business hours and render a full financial report at the annual meeting of the Authority if so required. He/she shall have such other powers and duties, as are conferred upon him/her by any special or general law. Notwithstanding the provisions of 1493-h of the Public Authorities Law, the Authority shall have the power to contract with the holders of any of its bonds as to the custody, collection, securing, investment and payment of any monies held in trust or otherwise for the payment of bonds or in any way to secure bonds and to carryout such contract notwithstanding that it may be inconsistent with the statutory provisions for the aforesaid.

Section 5. ASSISTANT SECRETARY-TREASURER. The Assistant Secretary-Treasurer shall assume the powers and duties of the Secretary or of the Treasurer in the absence or disability of such officer.

Section 6. ADDITIONAL DUTIES. The officers of the Authority shall perform such other duties and functions, as may from time to time be required by the Authority, by the By-Laws of the Authority, or by the policies, rules and regulations of the Authority.

Section 7. REMOVAL. RESIGNATION. SALARY. ETC. Any officer, elected or appointed by the Authority, may be removed, with or without cause, from such office by the Authority. In the event of the death, resignation or removal of an officer, the Authority in its discretion may elect a successor to fill the un-expired term at the next regular meeting of the Authority. All officers who are members of the Authority shall serve without compensation, but shall be entitled to reimbursement for their actual and necessary expenses incurred in the performance of their official duties.

Section 8. ADDITIONAL PERSONNEL. The Authority may appoint such other officers and employees as the Authority may require for the performance of its duties, and fix and determine their qualifications, duties and compensation. The authority may also appoint Counsel, fix his/her compensation for services, and may retain and employ private consultants for professional and technical assistance and advice.

Section 9. BONDING OF OFFICERS. The Chairman, the Treasurer, and such officers as the Authority may require, shall execute bonds conditioned upon the faithful performance of the duties of their office, the amount and sufficiency of which shall be specified by the Authority and the premiums of which shall be paid by the authority.

ARTICLE V
GENERAL PROVISIONS

Section 1. FISCAL YEAR. The fiscal year of the Authority shall begin on the first day of January of each year.

Section 2. ANNUAL MEETING. The annual meeting of the Authority shall be held on the fourth Thursday in January at the Authority offices.

Section 3. REGULAR MEETINGS. Regular meetings of the authority shall take place in the Authority office on the call of the Chairman or by agreement of a majority of the members. Regular meetings may be adjourned to another time and place at the will of a majority of the members of the Authority present and voting at such meeting. The notice of such meeting shall be served on each member of the Authority by hand delivery or mail received by each member at least twenty-four hours prior to the date of such meeting. Pursuant to Section 94 of the Public Officers Law, notice of such meeting shall be given in advance to news media at the same time.

Section 4. QUORUM. At all meetings of the Authority, a majority of the members of the Authority then in office shall constitute a quorum, and the vote of a majority of the members present and voting at a meeting of the Authority shall be deemed the act of the Authority. A majority of the members present whether or not a quorum is present may adjourn any meeting to another time and place.

Section 5. ORDER OF BUSINESS. The order of business at regular Authority meetings shall be:

- (a) Call to order - Determination of quorum
- (b) Approval of previous meeting minutes
- (c) Financial report
- (d) Reports of Committees
- (e) Communications
- (f) Unfinished business
- (g) New business
- (h) Adjournment

Section 6. COMMITTEES. The chairperson of all committees and members of all committees shall be appointed by the Chairperson of the Authority, who shall be an ex-officio member of each committee. A quorum of any committee shall consist of a majority of members of that committee.

Section 7. EXECUTION OF INSTRUMENTS. All Authority instruments and documents shall be signed or countersigned, executed, verified or acknowledged by such officer or official or other person or persons as provided in these By-Laws or as the Authority may designate from time to time.

ARTICLE VI

AMENDMENTS

Section 1. AMENDMENTS TO BY-LAWS. The By-Laws of the Authority shall only be amended with the approval of at least a majority of all of the members of the Authority at a regular or a special meeting. No such amendment shall be adopted unless at least seven days written notice thereof has been previously given to all members of the Authority.