

# BUFFALO ERIE NIAGARA LAND IMPROVEMENT CORPORATION

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## MEMORANDUM

**TO:** Board of Directors, Buffalo Erie Niagara Land Improvement Corporation  
**FROM:** Maria R. Whyte, Chairperson  
**SUBJECT:** **Resolution # 2014-18**, Authorization to Enter into Contract with the New York State Office of the Attorney General for a Grant Award  
**DATE:** December 12, 2014

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DISCUSSION: Following the announcement of the total award amount to be conditionally received by the Buffalo Erie Niagara Land Improvement Corporation, the following allowable allocation of award funds was proportionally adjusted relative to the amount of the award and relative to the scope of work as described and detailed in the Community Revitalization Initiative Round Two application submitted to the Attorney General's Office of New York State. The award is \$2.5 million.

ITEM	AMOUNT
Residential Rehabilitations, County-wide	\$930,000.00
Residential Rehabilitations, City of Buffalo	\$450,000.00
Demolitions, County-Wide (not incl. Cities of Lackawanna, Buffalo)	\$203,766.30
Demolitions, City of Buffalo	\$678,186.30
Demolitions, City of Lackawanna	\$68,046.40
Staffing	\$170,000
<b>TOTAL</b>	<b>\$2,500,000</b>

*Upon motion duly made, seconded and carried, the following resolution was adopted by a vote of the board of directors of the Buffalo Erie Niagara Land Improvement Corporation a New York Not-for-Profit Corporation organized pursuant to §1600 of the Not-for-Profit Corporation Law of the State of New York ("BENLIC") at a meeting held on December 12, 2014.*

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## ACTION:

RESOLVED, that in order to consummate the Second Round Transactions, the trustees or officers of the Buffalo Erie Niagara Land Improvement Corporation are, and each acting alone is, hereby authorized, directed and empowered to execute and deliver, in the name of BENLIC, such documents as they approve, including, without limitation; contracts, notes, loan agreements, reimbursement agreements, mortgages, agreements, construction agreements, design and engineering agreements, development agreements, purchase agreements, assumption agreements, assignments, indemnities, guaranties, interest rate swap or hedge agreements, disclosure statements, receipts, instructions, certificates, authorization acknowledgements, and other documents relating to the Second Round Transactions (collectively, “the Documents”), such approval to be conclusively (but not exclusively) evidenced by their execution thereof.

The trustees or officers of BENLIC are, and each acting alone is, authorized to make such changes to the Documents, on behalf of BENLIC, as they may approve, such approval to be conclusively (but not exclusively) evidenced by any of their execution thereof.

The authority given hereunder shall be deemed retroactive. Any actions authorized herein and performed prior to the date of this written consent are hereby ratified, confirmed and approved.

The trustees or officers of BENLIC are, and each acting alone is, hereby authorized to take such further actions (including, without limitation, the payment of costs, fees, expenses and other amounts) on behalf of BENLIC, as they deem appropriate to consummate the Transactions or perform BENLIC’s obligations under any of the Documents.

If titles and/or dates of and parties to the Documents change, no change to such titles, dates or parties shall affect the authority conferred hereunder.

RESOLVED, that BENLIC authorized Maria R. Whyte, as Chairperson of the BENLIC Board of Directors, along with either Secretary Frank Krakowski OR Treasurer Joseph Maciejewski, to sign the aforementioned Second Round Transaction with the Office of the Attorney General (OAG) in order to receive the OAG’s \$2,500,000 award to the Corporation; and be it further

RESOLVED, that BENLIC authorizes Maria R. Whyte, as Chairperson of the BENLIC Board of Directors, along with either Secretary Frank Krakowski OR Treasurer Joseph Maciekewski, to execute subcontracts with participating foreclosing governmental units in the amounts designated by the Second Round Transaction.

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I, Maria R. Whyte, Chairperson of the Buffalo Erie Niagara Land Improvement Corporation a New York Not-for-Profit corporation, do hereby certify and declare that the foregoing is a full, true and correct copy of the resolution duly passed and adopted by the Board of Directors of said corporation at a meeting of said Board duly and regularly called, noticed and held on December 12<sup>th</sup> 2014, at which meeting a quorum of the Board of Directors was present and voted in favor of said resolution; that said resolution are now in full force and effect; that there is no provision in the Certificate of Incorporation, as amended by the Bylaws limiting the power of the Board of Directors of said corporation to pass the foregoing resolutions and that such resolutions are in conformity with the provision of such Certificate of Incorporation, as amended, and Bylaws.

IN TESTIMONY WHEREOF, I have hereunto set my hand as of December 12<sup>th</sup> 2014.

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On this \_\_\_\_ day of \_\_\_\_\_ in the year 2014, before me, the undersigned, personally appeared \_\_\_\_\_, personally known to me or proved to me on the basis of satisfactory evidence to be the individual whose name is subscribed to the within instrument and acknowledged to me that he/she executed the same in his/her capacity, and that by his/ her signature on the instrument, the individual, or the person upon behalf of which the individual acted, executed the instrument.

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Joan Braciak, Notary Public