§ 1147-c. Sewer authority created. 1. A corporation known as the Alfred, Almond, Hornellsville Sewer Authority is hereby created for the purposes and charged with the duties and having the powers provided in this title. The authority shall be a corporate governmental agency constituting a public benefit corporation. The geographic boundaries of the authority shall be all of the territory within the sewer districts created by section eleven hundred forty-seven-b of this title. The authority shall be governed by a board of directors consisting of eight members, two of whom shall be appointed by the mayor of the village of Almond, subject to the approval of the board of trustees of the village, two of whom shall be appointed by the town board of the town of Alfred, two of whom shall be appointed by the town board of the town of Almond and two of whom shall be appointed by the town board of the town of Hornellsville. One member of the authority from each town and village in which the authority is wholly or partially located shall be an elected member of the legislative body of such town or village and shall hold office for a single term commencing on the date of their appointment and expiring on the thirty-first day of December of the third year following the first day of January after their appointment. Their successors shall thereafter be appointed for full terms of three years. In the event any such member ceases to hold office as elected member of the legislative body of such town or village, such office shall become vacant and the vacancy shall be filled in the same manner as the original appointment for the remainder of the unexpired term. One member shall be appointed by the mayor of Almond, subject to the approval of the board of trustees, who shall serve a single term commencing on the date of appointment and ending on the thirty-first day of December following the first day of January of the second year after such appointment. His or her successor shall be appointed for a full three year term. One member shall be appointed by the town board of the town of Alfred for a single term commencing on the date of the appointment and ending on the thirty-first day of December following the first day of January of the second year after such appointment. His or her successor shall be appointed for a full three year term. One member shall be appointed by the town board of the town of Almond to serve a single term commencing on the day of appointment and ending on the thirty-first day of December following the first day of January of the year after such appointment.

His or her successor shall be appointed for a full three year term. One member shall be appointed by the town board of the town of Hornellsville for a single term commencing on the date of the appointment and ending on the thirty-first day of December following the first day of January of the second year after such appointment. His or her successor shall be appointed for a full three year term. Each chief executive officer shall file with the secretary of state a certificate of appointment of any member appointed or reappointed to the board of directors within thirty days of the appointment or reappointment. Members of the board of directors shall receive no compensation for their services but shall be entitled to reimbursement of their actual and necessary expenses, incurred in the discharge of their duties.

2. Any one or more of the members of the board of directors may be an official or an employee of a municipality situated, wholly or partially within the district. In the event that an official or an employee of such municipality shall be appointed as a member of the board of directors, acceptance or retention of such appointment shall not be deemed a forfeiture of his or her municipal office or employment, or incompatible therewith or effect his or her tenure or compensation in any way.

3. No action shall be taken by the authority except pursuant to the favorable vote of a majority of the members of the board of directors. Six members of the board shall constitute a quorum. Notwithstanding the presence of a quorum, no action shall be taken by the board of directors at such meeting unless board members who were appointed by not less than three different towns or villages wholly or partially within the bounds of the authority are present.

4. The powers of the authority shall be vested in and shall be exercised by the board of directors at a meeting duly called and held. The board of directors may delegate to one or more of its members, or to one or more of the officers, agents or employees of the authority, such powers and duties as it may deem proper.

5. The officers of the authority shall consist of a chairperson,

treasurer, and secretary, who may, but need not be members of the board of directors. The officers of the authority shall be appointed by the board of directors. The board of directors may appoint and at its pleasure remove an attorney and an engineer, which positions, in addition to the officers above named, shall be in the exempt class of the civil service, and such additional officers and employees as it may require for the performance of its duties, fix and determine their qualifications, duties, compensations and terms of office or tenure, subject to the provisions of the civil service law and such rules as the civil service commission may adopt and make applicable to the authority. The authority may also from time to time contract for expert professional services. The duties of the officers shall be as follows:

(a) Chairperson. The chairperson shall be the chief executive officer of the authority and it shall be the responsibility of the chairperson to:

(i) preside at all meetings of the board of directors and of the officers;

(ii) manage the facilities, projects and construction of the authority and to effectuate the decisions of the board of directors;

(iii) exercise supervision over the conduct of the officers and employees of the authority;

(iv) report annually to the residents and businesses within the bounds of the authority by publication once in a newspaper having general circulation within the district that a report has been filed in the office of the authority and in the offices of the clerks of the towns of Alfred, Almond and Hornellsville and the village of Almond and is available for public inspection; such report shall include but not be limited to the following:

(1) a brief financial account on operations of the sewer system including, but not limited to, sewer rates, total revenues and sources of such revenues, operating and maintenance expenses, outstanding indebtedness and interest on bonds and notes;

(2) the number of users of the sewer system by classification in the event users are classified;

(3) the extensions made of the system in the previous year, if any;

(4) any actions taken to make any capital improvements to the system including any extension of the system;

(5) the types of treatment to which the sewage is subjected before leaving the treatment plant or plants;

(6) any compliance activities required by regulations of the department of environmental conservation or the department of health or any local health department and any instances of noncompliance;

(7) the present condition of the sewer system and any appurtenances thereto and any significant actions, as determined by the authority, to improve, extend or maintain the system;

(8) any special public services the authority provides during the year;

(v) execute all contracts in the name of the authority;

(vi) institute, at the direction of the board of directors, all civil actions in the name of the authority;

(vii) provide for the enforcement of all rules and regulations of the authority and cause all violations thereof to be prosecuted;

(viii) sign orders to pay claims when authorized by the board of directors;

(ix) sign checks in the absence or inability of the treasurer or deputy treasurer, if any, when authorized by the board of directors; and a certified copy of the resolution of the board of directors to that effect shall be notice to the depository of such authorization;

(x) appoint, subject to the approval of the board of directors, non-elected officers, counsel, accountants and other financial advisors, engineers and other technical advisors;

(xi) employ, promote and discharge managers, supervisors and employees; and

(xii) take all other reasonable and necessary actions to carry out his or her office as the chief executive officer of the authority. If the chairperson has not been appointed as a member of the board of directors of the authority pursuant to this section, such chairperson shall be deemed an ex officio member of the board of directors. Such status shall not carry with it the right to vote on matters coming before the board of directors nor shall the presence of such chairperson be counted for the purpose of determining a quorum.

(b) Secretary. (i) The secretary shall be the recording and corresponding officer of the authority and the custodian of the records of the authority.

(ii) The secretary shall prepare and send required notices of all meetings when directed to do so by the chairperson or by the written request of four members who have specified the issues to be discussed at the meeting.

(iii) In the absence or disability of the secretary, the chairperson may appoint a temporary secretary.

(c) Treasurer. (i) The treasurer shall have custody of all moneys belonging to the authority and keep accounts of all receipts and expenditures in conformance with a uniform system of accounts formulated and prescribed by the comptroller pursuant to section thirty-six of the general municipal law.

(ii) The treasurer shall execute a bond, conditioned upon the faithful performance of the duties of his or her office, the amount and sufficiency of which shall be approved by the board of directors and the premium therefor shall be paid by the authority.

(iii) The treasurer shall deposit within ten days after receipt thereof, in the name of the authority, in one or more banks, and/or trust companies, designated by the board of directors, all moneys received by him or her.

(iv) The treasurer may sign checks with the facsimile signature of the treasurer, as reproduced by a machine or device, when approved and authorized by the board of directors.

(v) The treasurer shall pay out moneys from the authority treasury only as authorized by the board of directors and by law. All such payments, except as may be authorized by the board of directors for a petty cash account, shall be by check.

(vi) The treasurer shall issue a report on the finances of the authority at each regular meeting of the board of directors.

(vii) The treasurer shall file in the office of the authority, within sixty days after the end of the fiscal year, a statement showing in detail all revenues and expenditures during the previous fiscal year and the outstanding indebtedness of the authority as of the end of the fiscal year. The members shall within ten days cause to be published once in a newspaper having general circulation within the district, a notice that the financial statement has been filed and is available for inspection or a summary of such statement in a form approved by the comptroller, with an endorsement thereon that details thereof are on

file in the office of the authority.

6. The officers of the authority, other than members of the board of directors, shall receive such compensation as may be determined by the board of directors and shall be reimbursed for all necessary and actual expenses incurred in connection with their duties as such officers and in connection with carrying out the purposes of this title.

7. In addition to any powers granted to it by law, the governing body of each of the towns and of the village wholly or partially within the bounds of the authority, from time to time, may appropriate sums of money to defray project costs or any other costs and expenses of the authority. Subject to the rights of bondholders, each governing body may determine if the moneys so appropriated shall be subject to repayment by the authority to such towns and such village, and in such event, the manner and time for such repayment.

8. It is hereby determined and declared that the authority and the carrying out of its powers, purposes and duties are in all respects for the benefit of the people of the municipalities within the bounds of the authority and state, for the improvement of their health, welfare and prosperity and that the said purposes are a public purpose and that the authority is and will be performing an essential governmental function in the exercise of the powers conferred upon it by this title.

9. (a) The mayor of the village of Almond and the supervisors of the towns of Alfred, Almond and Hornellsville shall each, pursuant to the authority granted to them by their respective governing boards, file on or before March thirty-first of the year following the year in which this title shall take effect, in the office of the secretary of state, a certificate signed by such mayor or supervisor setting forth: the name of the authority; the names of the members of the authority appointed by the mayor of that village or by the town board of that town; and the effective date of the authority. The authority shall be perpetual in duration, except that if any such certificate is not filed with the secretary of state on or before such date, then the corporate existence of the authority shall thereupon terminate and shall thereupon be deemed

to be and shall be dissolved.

(b) Except as provided in paragraph (a) of this subdivision, the authority and its corporate existence shall continue until terminated by law, provided, however, that no such law shall take effect so long as the authority shall have bonds or other obligations outstanding unless adequate provision has been made for the payment or satisfaction thereof. Upon termination of the authority, all facilities, rights and property shall be disposed of as shall be agreed upon by all of the members of the authority. In the event no such agreement can be reached, the issue of the disposition of such facilities, rights and property shall be submitted to arbitration in the manner provided by article seventy-five of the civil practice law and rules.