§ 1226-c. Upper Mohawk valley regional water finance authority. 1. A public corporation to be known as the "upper Mohawk valley regional water finance authority" is hereby created for the public purposes and charged with the duties and having the powers provided in this title. The authority shall be a body corporate and politic constituting a public benefit corporation. The governing body of the authority shall consist of a total of five members, to be appointed and to serve as follows: one member, who shall be a resident of the city, shall be appointed by the council; one member, who shall be a resident of the city, shall be appointed by the mayor; one member shall be appointed by the county executive, which initially appointed member shall be a resident of the city and which subsequently appointed member's residence shall alternate between such member's being a resident of the service area outside of the city and a resident of the city; and two members shall be residents of the service area outside of the city and shall be appointed by the towns and villages within, either wholly or partly, the service area in accordance with the following procedure: one member shall be appointed by the town board of the town of New Hartford and alternately by the town board of the town of Whitestown. The first such member shall be appointed by the town board of the town of New Hartford. Following the expiration of that member's term, each subsequent member shall be appointed alternately by the town board of the town of Whitestown and then by the town board of the town of New Hartford; and one member shall be appointed by a majority vote of representatives in attendance at a meeting called for such purpose from the towns of Deerfield, Frankfort, Kirkland, Marcy, Trenton and Schuyler. For purposes of such vote, each such town shall appoint one representative to cast the vote for such town for such purpose. For purposes of appointment by such towns, such towns are hereby authorized to meet at such times and locations as a majority of such towns shall determine to appoint such members. No appointment made by the mayor shall be subject to confirmation by the council. No appointment made by the county executive shall be subject to confirmation by the county legislature. No appointment by the council shall be subject to approval or veto by the mayor. Failure by any party to appoint any member shall not invalidate the creation or establishment of the authority and shall result in the creation of a vacancy on the governing body of the authority which may

be filled at any time by such party. The first member appointed by the council shall be appointed for a term of office ending on December thirty-first of the third year following the year in which this title shall have become law. The first member appointed by the mayor shall be appointed for a term ending on December thirty-first of the second year following the year in which this title shall have become law. The first member appointed by the county executive shall be appointed for a term ending on December thirty-first of the second year following the year in which this title shall have become law. The first member appointed by the towns of New Hartford, Marcy and Whitestown shall be appointed for a term of office ending on December thirty-first of the third year following the year in which this title shall have become law. The first member appointed by the other towns shall be appointed for a term ending on December thirty-first of the first year following the year in which this title shall have become law. Subsequent appointments of members shall be made for a term of three years ending in each case on December thirty-first of the last year of such term. All members shall continue to hold office until their successors are appointed and qualify. Vacancies shall be filled in the manner provided for original appointment. Vacancies, occurring otherwise than by expiration of term of office, shall be filled by appointment for the unexpired terms. Members may be removed from office by the party which appointed such member for inefficiency, neglect of duty or misconduct in office; provided, however, that such member shall be given a copy of the charges against him or her and an opportunity of being heard in person, or by counsel, in his or her defense upon not less than ten days notice. Any member required to be a resident of a specified area shall forfeit his or her membership on the governing body upon such member's termination of residence in such area, which forfeiture shall create a vacancy. The members of the authority shall receive no compensation for their services but shall be reimbursed for their actual and necessary expenses incurred in connection with the carrying out of the purposes of this title; provided, however, that no member shall be reimbursed for any expense exceeding one thousand dollars incurred with respect to any individual purpose unless the governing body at a meeting duly called and held when a quorum of three members are present shall have authorized the incurrence of such expense by such member. The powers of

the authority shall be vested in and be exercised by the governing body at a meeting duly called and held where a quorum of three members are present. No action shall be taken except pursuant to the favorable vote of at least three voting members. All votes must be made in person at a meeting and no vote may be made by proxy. The governing body may delegate to one or more of its members, officers, agents or employees such powers and duties as it may deem proper.

2. The officers of the authority shall consist of a chair, a vice-chair, a treasurer and a secretary, who need not be a member of the authority. Such officers shall be appointed by the governing body and shall serve in such capacities at the pleasure of the governing body. In addition to the secretary, the governing body may appoint and at pleasure remove such additional officers and employees as it may determine necessary for the performance of the powers and duties of the authority and fix and determine their qualifications, duties and compensation, subject to the provisions of the civil service law. The governing body may also from time to time contract for expert professional services. The members, officers, executive director, if any, comptroller, if any, and counsel, if any, shall be an exempt position under any rule or classification of the civil service commission. 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 governing body and the premium therefor shall be paid by the authority.

3. Notwithstanding any inconsistent provision of any general, special or local law, ordinance, resolution or charter, no officer, member or employee of the state, any municipality, or any public benefit corporation, shall forfeit his or her office or employment by reason of his or her acceptance of appointment as a member, officer, agent or employee of the authority, nor shall service as such member, officer, or employee be deemed incompatible or in conflict with such office, membership or employment.

4. (a) The county executive shall file on or before December thirty-first of the year in which this title shall have become a law, in

the office of the secretary of state, a certificate signed by the county executive setting forth: (1) the name of the authority; (2) the names of the members appointed by the council, the mayor, the county executive, and the towns and their terms of office; and (3) the effective date of this title. If 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 it 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 existence of the authority, all of the rights and properties of the authority then remaining shall pass to and vest jointly in the city and the towns and villages in the service area in such a manner as prescribed by law.

5. It is hereby determined and declared that the authority and the carrying out of its powers and duties are in all respects for the benefit of the people of the service area and the state for the improvement of their health, welfare and prosperity and that such purposes are public purposes 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.

6. Nothing in this title shall be construed to obligate the state in any way in connection with the operations or obligations of the authority.