

NIAGARA FALLS WATER BOARD RESOLUTION # W-2024-09-018

AMENDING BY-LAWS REGARDING OFFICER TERMS

WHEREAS, Article VI of the Niagara Falls Water Board By-Laws relates to the appointment, tenure in office, and removal of Board officers; and

WHEREAS, Members of the Board desire to amend Article VI to reduce the term of office for Board officers, to simplify the procedure for removal and replacement of officers, and to clarify the procedure for election of chairpersons for the Board's standing committees, currently composed of the Finance and Audit Committee, Governance Committee, and Executive Staff Review Committee;

NOW THEREFORE BE IT

RESOLVED, that Article VI of the Niagara Falls Water Board's by-laws are amended as follows, with language struck through eliminated and language underlined added:

SECTION 1. *Appointment of Officers.* The Officers of the Board shall consist of a chair, a vice-chair, and a treasurer, who shall be Members of the Board and a secretary, who need not be a Member of the Board. Such officers shall be appointed by the Members of the Board. In addition to the secretary, the Members may appoint and at their pleasure remove such additional officers and employees as it may deem necessary for the performance of the powers and duties of the Board and fix and determine their qualifications, duties and compensation, subject to the Civil Service Commission of the City of Niagara Falls and the laws of the State of New York.

SECTION 2. *Tenure of Office.* Officers and the chairpersons of standing Board Committees shall be elected at the Board's annual ~~business meeting in odd-numbered years.~~ All officers of the Board and unless removed and replaced as provided in Section 3 of this Article shall hold office ~~for a term of two (2) years, until the next annual business meeting to be conducted in an odd-numbered year.~~ In the event of a vacancy, the Board may elect an officer to serve the remainder of the term of office until the next annual ~~business meeting, conducted in an odd-numbered year.~~

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SECTION 3. Removal. ~~The chair, vice chair, or treasurer~~ Any officer of the Board and any Chairperson of a Board Committee may be removed and replaced for ~~with or without~~ cause by a vote of the majority of the Members of the Board ~~at a meeting called for that purpose.~~ The secretary and any other officers appointed by the Board may be removed whenever in the Members' judgment, the best interests of the Board may be served thereby.

On September 23, 2024, the question of the adoption of the foregoing Resolution was duly put to a vote on roll call, which resulted as follows:

	Yes	No	Abstain	Absent
Board Member Dean	[]	[]	[]	[]
Board Member Kimble	[]	[]	[]	[]
Board Member Larkin	[]	[]	[]	[]
Board Member Sirianni	[]	[]	[]	[]
Chairman Forster	[]	[]	[]	[]

Signed By:

Vote Witnessed By:

Nicholas J. Forster, Chairman

Sean W. Costello, Secretary to Board

NIAGARA FALLS WATER BOARD RESOLUTION # W-2024-09-019

**REMOVAL AND REPLACEMENT OF BOARD OFFICERS
AND COMMITTEE CHAIRPERSONS**

WHEREAS, Article VI, Section 3, of the Niagara Falls Water Board’s by-laws provides that “[a]ny officer of the Board and any Chairperson of a Board Committee may be removed and replaced with or without cause by a majority vote of the Members of the Board whenever in the Members’ judgment, the best interests of the Board may be served thereby”; and

WHEREAS, two new Board Members have taken office since the Board’s last business meeting, and there currently exists vacancies in the Office of Treasurer and in the Chairperson of the Finance and Audit Committee;

NOW THEREFORE BE IT

RESOLVED, that all Board Officers and Board Committee Chairpersons hereby are removed; and

IT IS FURTHER RESOLVED, that the following Board Officers and Board Committee Chairpersons are appointed to serve until the Board’s next annual business meeting in March 2025, unless removed and replaced earlier in accordance with the Board’s by-laws:

Board Chairperson:	Richard Sirianni
Board Vice-Chairperson:	James S. Dean
Board Treasurer:	Renae Kimble
Board Secretary:	Sean Costello
Governance Committee Chairperson:	James S. Dean
Finance and Audit Committee Chairperson:	Renae Kimble
Executive Staff Review Committee Chairperson:	James S. Dean

On September 23, 2024, the question of the adoption of the foregoing Resolution was duly put to a vote on roll call, which resulted as follows:

	Yes	No	Abstain	Absent
Board Member Dean	[]	[]	[]	[]
Board Member Kimble	[]	[]	[]	[]
Board Member Larkin	[]	[]	[]	[]
Board Member Sirianni	[]	[]	[]	[]
Chairman Forster	[]	[]	[]	[]

Signed By:

Vote Witnessed By:

Nicholas J. Forster, Chairman

Sean W. Costello, Secretary to Board