

BY-LAWS
OF
THE COUNTY OF ROCKLAND INDUSTRIAL DEVELOPMENT AGENCY

ARTICLE 1
The Agency

Section 1. Name. The name of the Agency is the “County of Rockland Industrial Development Agency.”

Section 2. Membership. The members of the Agency shall be appointed in a manner consistent with the New York State Industrial Development Act and Section 925-1 of the General Municipal Law, as the same may, from time to time, be amended and all other applicable laws of the State of New York.

Section 3. Seal of Agency. The Seal of the Agency shall be in the form of a circle and shall bear the name of the Agency and the year of its organization.

Section 4. Office of Agency. The office of the Agency shall be at the County Office Building, New Hempstead Road, New City, New York or at such other place as the Agency may from time to time designate by resolution.

ARTICLE II
Officers

Section 1. Officers. The Officers of the Agency shall be Chairperson, a Vice-Chairperson, a Secretary and a Treasurer. Any two or more offices, except the office of Chairperson and Secretary, may be held by the same person.

Section 2. Chairperson. The Chairperson shall preside at all meetings of the Agency. Except as otherwise authorized by resolution of the Agency, the Chairperson shall execute all agreements, contracts, deeds, and any and all other instruments of the Agency. At each meeting, the Chairperson shall submit such recommendations and information as he may consider proper concerning the business affairs and policies of the Agency.

Section 3. Vice Chairperson. The Vice Chairperson shall perform the duties of the Chairperson in the absence or incapacity of the Chairperson; and in the event of the resignation or death of the Chairperson, the Vice-Chairperson shall perform such duties as are imposed on the Chairperson until such time as the Agency shall elect a new Chairperson.

Section 4. Secretary. The Secretary shall keep the records of the Agency, shall act as secretary of the meetings of the Agency and record all meetings and shall maintain a record of the proceedings of the Agency in a journal of proceedings to be kept for such purpose, and shall perform all duties incident to the office. The Secretary shall have custody of the Seal of the Agency and shall have power to affix such seal to all contracts and other instruments authorized to be executed by the Agency.

Section 5. Treasurer. The Treasurer shall have the care and custody of all funds of the Agency and shall deposit the same in the name of the Agency in such bank or banks as the Agency may designate. Except as otherwise authorized by resolution of the Agency, the Treasurer shall sign all instruments of indebtedness, all orders, and all checks for the payment of money, and shall pay out and disburse such monies under the direction of the Agency. Except as otherwise authorized by resolution of the Agency, all such instruments of indebtedness, orders and checks shall be countersigned by the Chairperson. The Treasurer shall keep regular books of account showing receipts and expenditures, and shall render to the Agency at each regular meeting an account of Agency transactions and also an account of the financial condition of the Agency. The Treasurer shall give such bond for the faithful performance of his duties as the Agency may require.

Section 6. Additional Duties. The officers of the Agency shall perform such other duties and functions as may from time to time be authorized by resolution of the Agency or be required by the Agency.

Section 7. Election of Officers. All officers of the Agency except the first Chairperson shall be elected at the annual meeting of the Agency from among the members of the Agency and shall hold office until successors are elected and qualified.

Section 8. Vacancies. Should any office become vacant, Agency shall elect a successor for the unexpired term of such office from among its membership at the next regular meeting.

ARTICLE III Meetings

Section 1. Annual Meeting. The annual meeting of the Agency shall be on the fourth Monday of October at eight o'clock p.m., or such other date as the Agency may designate by Resolution not less than thirty days in advance of such annual meeting, at the regular meeting place of the Agency. The first annual meeting shall be held in October, 1980. In the event such day shall fall on a legal holiday, the annual meeting shall be held on the succeeding day.

Section 2. Regular Meetings. Regular meetings of the Agency may be held at such times and places as from time to time may be determined by Resolution of the Agency.

Section 3. Special Meetings. The Chairperson of the Agency may, when deemed desirable, and shall, upon the written request of two members of the Agency, call a special meeting of the Agency for the purpose of transacting any business designated in the call. Notice of a special meeting may be delivered to each member of the Agency or may be mailed to the business or home address of each member of the Agency at least two days prior to the date of such special meeting. Waivers of notice may be signed by any members failing to receive a proper notice. At such special meeting, no business shall be considered other than that designated in the notice, but if all the members of the Agency are present at a special meeting, with or without notice thereof, any and all business may be transacted at such special meeting.

Section 4. Quorum. At all meetings of the Agency, a majority of the members of the Agency shall constitute a quorum for the purpose of transacting business; provided that a small number may meet and adjourn to some other time or until the quorum is obtained.

Section 5. Order of Business. At the regular meetings of the Agency, the following shall be the order of business:

1. Roll Call
2. Bills and communications
3. Report of Treasurer
4. Reports of Committees
5. Unfinished business
6. New business
7. Reading and approval of minutes of the meeting then held
8. Adjournment

All resolutions shall be in writing and shall be copied in or attached to the minutes of the Agency.

Section 6. Manner of Voting. Voting on all questions as set forth in Section 925-1 of the General Municipal Law coming before the Agency shall be by roll call, and the yeas and nays shall be entered on the minutes of such meeting, except in the case of elections when the vote may be by ballot. All other questions may be acted upon by voice vote and a record of same shall be entered in the minutes of any action taken by voice vote.

Section 7. Rules of Procedure. All meetings of the Agency shall be conducted in accordance with Robert's Rules of Order.

Section 8. Open Meetings Law. All meetings shall be conducted in conformance with the Open Meetings Law.

ARTICLE IV Personnel

Section 1. Personnel. The agency may, from time to time, employ such personnel as it deems necessary to exercise its powers, duties and functions as prescribed by the New York State Industrial Development Act, as amended, and all other laws of the State of New York applicable thereto. The selection and compensation of all personnel shall be determined by the Agency subject to all the laws of the State of New York.

Section 2. Municipal Personnel. The Agency may, with the consent of the County of Rockland, use the agents, employees and facilities of the County of Rockland. In such event, the Agency shall pay to the County of Rockland its agreed portion of the compensation or costs.

ARTICLE V General

Section 1. Resolutions. The Agency may, from time to time, consider and adopt resolutions on all matters necessary or convenient for the management and regulation of its affairs subject to applicable law.

Section 2. Fiscal Year. The Agency may, from time to time, establish and re-establish its fiscal year and submit statements and books for audit pursuant to Section 925-1 of the General Municipal Law.

Section 3. Committees. The Agency may, from time to time, establish such committees as it deems necessary or desirable to assist the Agency to perform its duties in accordance with applicable law.

ARTICLE VI Amendments

Section 1. Amendments to By-Laws. The by-laws of the Agency shall be amended only with the approval of at least a majority of all the members of the Agency at a regular or a special meeting, but no such amendment shall be adopted unless at least seven days written notice thereof has been previously given to all members of the Agency and no amendment shall have force or effect until approved by the governing body and the County Executive of Rockland County.

These by-laws and any amendments shall take effect immediately upon approval by the Legislature of Rockland County and upon approval by the County Executive of Rockland County.

CORIDA By-Laws approved by Resolution #694 of 1992, Rockland County Legislature; approved by County Executive John T. Grant, 10/15/1992; certified by CORIDA, 12/15/1992