



# Annual Report 2020

Chemung County Property Development Corporation

400 East Church St

Elmira, NY 14901

607-654-7487

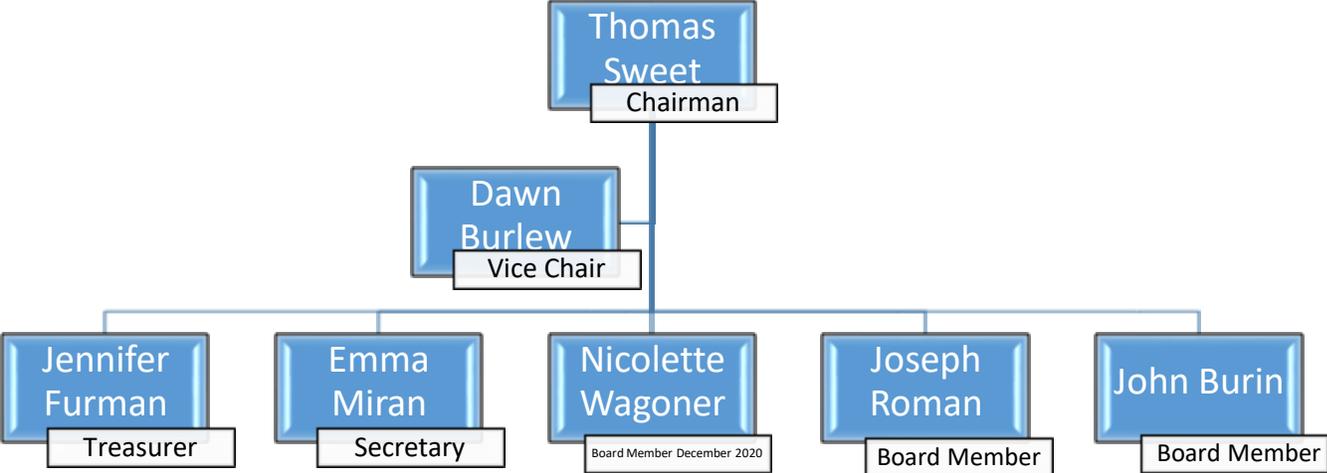
[awandell@arbordevelopment.org](mailto:awandell@arbordevelopment.org)

[www.chemunglandbank.com](http://www.chemunglandbank.com)

Board of Directors

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Names and Titles



## *Contracted Professional Services*

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*~ Program Administrator*

*Arbor Housing and Development*

*~ Corporation Auditor*

*EFPR Group LLP*

## *Meeting Attendance*

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### ***January 15, 2020***

*Present: Jennifer Furman, Emma Miran, Joseph Roman, Thomas Sweet and Nicolette Wagoner, Hyder Hussain, Counsel to the Corporation; Jeanne Glass, Danielle Kenny and Rocco Soda, Arbor Housing; and Mary Rocchi, Recording Secretary.*

### ***January 15, 2020 Governance Committee Meeting***

*Committee members present were Joseph Roman, Thomas Sweet and Nicolette Wagoner. Also present were Jennifer Furman; Emma Miran; Jeanne Glass, Danielle Kenny, Rocco Soda, Arbor Housing and Mary Rocchi, Recording Secretary.*

### ***January 15, 2020 Finance/Audit Committee meeting***

*Committee Members present were Jennifer Furman, Thomas Sweet and Nicolette Wagoner. Others present were Joseph Roman, Jeanne Glass, Danielle Kenny, Rocco Soda, Arbor Housing; and Mary Rocchi, Recording Secretary.*

### ***February 19, 2020***

*Present: Dawn Burlew, Jennifer Furman, Emma Miran, Thomas Sweet, Nicolette Wagoner, Jeanne Glass, Danielle Kenny, Rocco Soda and Amanda Wandell, Arbor Housing; Hyder Hussain, Legal Counsel to the Corporation; Sylvie Farr, Habitat for Humanity and Mary Rocchi, Recording Secretary*

**March 18, 2020**

*Present: Emma Miran, Joseph Roman, Thomas Sweet and Nicolette Wagoner, Jeanne Glass, Danielle Kenny and Rocco Soda, Arbor Housing*

**April 15, 2020**

*Present: Jennifer Furman, Emma Miran, Joseph Roman, Thomas Sweet, and Nicolette Wagoner, Jeanne Glass, Danielle Kenny and Rocco Soda, Arbor Housing; Hyder Hussain, Chemung County Law Department*

**May 12, 2020 (Special Meeting)**

*Present: Members present were Dawn Burlew, Jennifer Furman, Emma Miran, Joseph Roman, Thomas Sweet, Nicolette Wagoner, Hyder Hussain, Counsel to the Corporation; Jeanne Glass, Danielle Kenny, Rocco Soda, Amanda Wandell from Arbor Housing; and Mary Rocchi, Recording Secretary*

**May 20, 2020**

*Present: Jennifer Furman, Emma Miran, Joseph Roman, Thomas Sweet, and Nicolette Wagoner, Chris Moss, Chemung County Executive; Jeffrey Eaton, Amanda Wandell, Jeanne Glass, and Danielle Kenny, Arbor Housing; Hyder Hussain, Chemung County Law Department*

**June 17, 2020**

*Present: Dawn Burlew, Jennifer Furman, Emma Miran, Joseph Roman, Thomas Sweet and Nicolette Wagoner, Hyder Hussain, Chemung County Law Department; Michael Rangstrom, City of Elmira Code Enforcement; Jeanne Glass, Danielle Kenny, Rocco Soda and Amanda Wandell, Arbor Housing and Mary Rocchi, Recording Secretary*

**July 15, 2020**

*Present: Jennifer Furman, Emma Miran, Joseph Roman, Nicolette Wagoner, Hyder Hussain, Counsel to the Corporation; Michael Rangstrom, City of Elmira Code Enforcement; Jeanne Glass, Danielle Kenny, Rocco Soda and Amanda Wandell, Arbor Housing and Mary Rocchi, Recording Secretary.*

**August 19, 2020**

*Present: Members present were: Dawn Burlew, Jennifer Furman, Joseph Roman, Thomas Sweet, Nicolette Wagoner, Hyder Hussain, Counsel to the Corporation; Jeanne Glass, Danielle Kenny, Rocco Soda and Amanda Wandell, Arbor Housing and Mary Rocchi, Recording Secretary*

**September 16, 2020**

*Present: Dawn Burlew, Jennifer Furman and Nicolette Wagoner, Jeanne Glass, Danielle Kenny, Rocco Soda and Amanda Wandell from Arbor Housing, and Mary Rocchi, Recording Secretary.*

**October 21, 2020**

*Present: Dawn Burlew, Jennifer Furman, Emma Miran, Joseph Roman, Thomas Sweet and Nicolette Wagoner, Katelyn Wright, Executive Director of the Greater Syracuse Land Bank; Hyder Hussain, Legal Counsel; Jeanne Glass, Danielle Kenny, Rocco Soda, Amanda Wandell, Arbor Housing; and Mary Rocchi, Recording Secretary.*

**November 18, 2020**

*Present: Dawn Burlew, Jennifer Furman, Emma Miran, Joseph Roman, Thomas Sweet and Nicolette Wagoner, Jeanne Glass, Danielle Kenny, Rocco Soda, Amanda Wandell, Arbor Housing; Hyder Hussain, Legal Counsel; Michael Rangstrom, City of Elmira Code Enforcement and Mary Rocchi, Recording Secretary.*

**December 16, 2020**

*Present: John Burin, Jennifer Furman, Emma Miran, Joseph Roman and Thomas Sweet. Jeanne Glass, Danielle Kenny, Rocco Soda and Amanda Wandell from Arbor Housing; Hyder Hussain, Legal Counsel, and Mary Rocchi, Recording Secretary.*

**December 21, 2020 Finance/Audit Committee Meeting**

*Members present were John Burin, Jennifer Furman and Emma Miran. Also present were Danielle Kenny and Amanda Wandell, Arbor Housing and Mary Rocchi, Recording Secretary.*

**December 28, 2020 Governance Committee Meeting**

*Emma Miran and Joseph Roman. Also present were Amanda Wandell, Arbor Housing and Mary Rocchi, Recording Secretary*

*Compensation Schedule*

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*The land bank does not have any employees therefore no compensation is reported.*

*Board Member Biographies*

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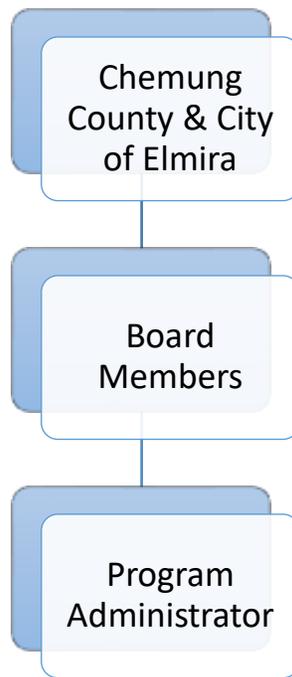
**Appendix A**

*Board Evaluations*

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**Appendix B****Corporation Organization Chart**

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**Reporting to the City of Elmira and the County of Chemung**

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Representatives from both the City and the County are involved in the Chemung County Property Development Corporation meetings. Communication is on a regular basis and both parties provide input towards the annual report. Arbor Housing and Development presented to the Chemung County Budget Committee on March 2 2020 and provided an analysis of the work in process since 2016 and overview of the land bank program.

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**Mission Statement & Measurement Report**

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The Chemung County Property Development Corporation's mission is "To acquire and return vacant, abandoned, and/or tax delinquent properties within the City of Elmira and Chemung County to uses that support community revitalization, sustained economic development and improvement of the financial condition of the City and County."

See Appendix E for Measurement Report.

## Corporate Purpose

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### As Contained within CCPDC's Articles of Incorporation

The purpose for which the Corporation is to be formed and operated are exclusively for charitable purposes as a Land Bank, to combat community deterioration by facilitating the return of vacant, abandoned, and tax delinquent properties to productive use in order to eliminate the harms and liabilities caused by such properties and lessen the burden of government and act in the public interest. In furtherance of said purposes, the Corporation's powers shall include all powers and duties granted to land bank corporations as set forth in Article 16 of Not-for-Profit Corporation Law of the State of New York, as it may be amended from time to time which powers are incorporated herein by reference as if fully stated herein, and shall also include:

- a) Any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its members, directors, officers or any private person.
- b) In general, to perform any and all acts and things and exercise any and all powers which may now or hereafter be lawful for the Corporation to do or exercise under pursuant to the laws of the State of New York for the purpose of accomplishing any of the foregoing purposes of the Corporation.

The Corporation's public objective and mission, which the Corporation's purpose will achieve, includes the lessening of the burdens of government by undertaking, promoting and facilitating the return of vacant, abandoned, and tax delinquent properties to productive use in order to eliminate the harms and liabilities caused by such properties and to combat community deterioration in the County of Chemung, that will include real estate development and management, real estate project and finance and other community-based economic and human services development activities permissible under the Not-for-Profit Corporation Law. The Corporation may contract with other foreclosing governmental units within the County of Chemung to achieve these purposes on terms agreeable to the corporation.

## Legislation that Forms the Statutory Basis of the Corporation

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Article 16 of the Not-for-Profit Corporation Law of the State of New York

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### **Appendix H**

## Memorandum of Understanding between CCPDC and Arbor Housing and Development

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### **Appendix J**

Bylaws- Amended 5/16/18

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### **Appendix C**

Code of Ethics

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### **Appendix D**

Units or Subsidiaries of the Corporation

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The Corporation had no units or subsidiaries in fiscal year 2020.

Annual Investment Report

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The Chemung County Property Development Corporation currently does not own any investments and therefore does not have investment guidelines, policies and procedures.

Operations Summary

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Summary 2020

- Land Bank has six (6) board members
  - The Board shall consist of seven (7) Members. The Board may add or subtract members, upon duly adopted resolution, provided that the Board remains an odd number of members, not less than five (5) nor more than nine (9), and provided that all members above five (5) be qualified and jointly appointed by the Chemung County Executive and the Mayor of the City of Elmira. Each Member shall serve a three (3) year term and continue to hold office until his or her successor is appointed and has been elected and qualified. Each member shall serve without compensation. Vacancies in the Board occurring otherwise than by expiration of term shall be filled for the unexpired term. The members of the Board shall be appointed as follows:

- (a) The Director of Chemung County Real Property Tax Services (and/or the Chemung County Treasurer), appointed by the Chemung County Executive;
- (b) One (1) member of the Chemung County Industrial Development Agency, appointed by the Executive Director thereof;
- (c) One (1) member from the Chemung County Legislature, appointed by the Chairperson thereof;
- (d) One (1) member appointed by the Mayor the City of Elmira and confirmed by the Elmira City Council;
- (e) One (1) Member from the Chemung County Planning Department or City of Elmira Community Development, appointed jointly by the Chemung County Executive and the Mayor of the City of Elmira.
- (f) Two (2) at-large Members appointed jointly by the Chemung County Executive and Mayor of the City of Elmira, with an initial term to expire December 31, 2020, and three-year terms thereafter (5/16/2018 Amendment).
- The Corporation hired Arbor Housing and Development to administer the land bank and
  - Evaluate and select homes from the tax foreclosure list
  - Determine scope of work
  - Create budgets for each property
  - Monitor renovation and demolition progress
  - Work with a real estate agent to sell renovated homes
  - Present updates to the board
  - Maintain financial record keeping
- The land bank acquired 2 properties in 2020. Both properties were single family homes slated for renovations.

Acquisition Method	Total
Tax Foreclosure- County	1
Cornerstone 70023 Holdings, LLC	1

- The Land Bank had six sales during 2020.
  - 303 Sutton St, Elmira, NY – Vacant Lot \$2,000
  - 510 John St, Horseheads, NY- Vacant Lot \$10,000
  - 450 W Washington Ave, Elmira, NY- Single Family Residential Property \$100,00
  - 320 Webber Pl, Elmira, NY, Single Family Residential Property \$10,000
  - 506 Franklin St, Elmira, NY, Single Family Residential Property \$79,000
  - 424 Balsam, Elmira, NY, Vacant Lot \$3,000

All offers are brought to the board to be reviewed and approved. Proceeds from the sales of the properties totaled \$180,581.76

- EFPR auditing company will audit the land bank. The report will be available at [www.chemunglandbank.com](http://www.chemunglandbank.com)

## Programs & Incentives

The Corporation acquires properties, performs environmental assessments, and determines the best course of action for the property. The current Land Bank programs include the rehabilitation of property, the demolition of property, or the rehabilitation of a qualified Empire State Poverty Reduction Initiative (ESPRI) multifamily property. The Chemung County Land Bank, in 2020, took a whole home approach to property rehabs.

ESPRI properties include the rehabilitation of multi-family properties which fall within census tracts 6, 7 and 10. Properties are acquired from the tax foreclosure list, and sold to investors/landlords. Renovations are the responsibility of the investor and rents must remain affordable for 5 years. Renovations must include energy efficiency methods, improved safety conditions, and neighborhood revitalization.

Eighty percent (80%) of future sales of Land Bank properties must go to qualified recipients. Qualified program participants include those making less than or equal to 100% of the Area Median Income. This requirement stays with a property for 5-10 years based on the sources of funding.

## Accomplishments

- In 2020 the Land Bank continued their administrative contract with Arbor Housing and Development to administer the Chemung County Land Bank program.
- The corporation acquired 1 property from Chemung County and 1 property from Cornerstone 70023 Holding, LLC
- The corporation sold 3 properties and 3 vacant lots in 2020

## Assessment of the Effectiveness of Internal Control Structure and Procedures

At year end assessing the progress and accomplishments of the corporation will help determine the path of the upcoming year. Monthly board meetings are used to approve dispositions and acquisitions.

## Material Changes in Operations and Programs

At the December 16<sup>th</sup>, 2020 meeting John Burin was appointed to the board.

## CCPDC Project Detail

See Appendix G for description of acquisition(s) and disposition(s). The Corporation acquired 2 properties and disposed of 3 properties and 3 vacant lots.

## Financial Report

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For full financial details visit [www.chemunglandbank.com](http://www.chemunglandbank.com) and/or see attached 2020 Chemung County Property Development Corporation Audit. **Appendix K**

Assets	\$359,240
Liabilities	(\$244)
Total Net Position	\$358,996
Operating Revenue	\$611,391
Operating Expenses	(\$488,984)
Change in net position	(\$56,352)
Net position at beginning of year	\$292,941
Net position at end of year	\$358,996

# Appendix

- A- Board Biographies
- B- Board Evaluations
- C- By-Laws
- D- Code of Ethics
- E- Performance Measures
- F- Four Year Financial Plan
- G- Project Details
- H- Not for Profit Law
- I- Articles of Incorporation
- J- Memorandum of Understanding
- K- Financial Audit

## Appendix A Board Biographies

## Board Biographies

### **Thomas Sweet**

L. Thomas Sweet, “Tom”, was appointed to the legislature in April 2000, to replace the late William Cumminsky. He was then elected to fill the remaining term to the Legislature in November 2000 and has been honored to be reelected to the present. Prior to serving as a County Legislator, Tom served as a Trustee for the Village of Horseheads for ten years. On April 23, 2012, Tom was elected as Majority Leader by his fellow Legislators.

Currently the Chairman of the Buildings and Grounds Committee, Tom serves on the Aviation, Corrections and Law Enforcement, and Health and Human Services Committees as well.

Tom is very involved in community activities and serves on a number of Boards including:

- Chairman, Chemung County Land Bank Board of Directors
- Solid Waste Management Plan Steering Committee
- Sewer District No. 1 Administrative Board
- Southern Tier Central Regional Planning and Development Board
- Fish and Wildlife Management Board
- Member and chair of a large fundraiser for the Horseheads Fire and Rescue Company

Tom graduated from Corning Community College with an AAS degree and a BS degree in Public Administration from Empire State College. At Corning Community College he was inducted into the Phi Theta Kappa Society. He recently retired from Columbia Gas Transmission and enjoys officiating basketball and lacrosse and fishing. Tom is the father of two grown children. He and his wife, Mary, reside in the Village of Horseheads.

### **Dawn Burlew**

Dawn H. Burlew joined Corning Incorporated in 1984 and is currently Director of Government Affairs and Business Development, reporting to Michelle O’Neill, Vice President, Global Government Affairs, Dawn leads Corning’s local and state government affairs initiative as well as representation regionally. Dawn is a member of the Board of Directors of Financial Institutions, Inc. Five Star Bank, Corning’s Gaffer District, Chemung County Industrial Development Agency, Bethany Village, Incubator Works, Southern Tier Economic Growth (STEG), Chemung County Land Bank, Treasurer of Guthrie Corning

Hospital (Executive & Finance Committee), Project Seneca, I-86 Executive Committee, Regional Economic Development and Energy Corporation (REDEC), Treasurer of Watson Homestead Conference & Retreat Center, Southern Tier Regional Economic Development Council Executive Committee, Corning Community College Foundation and elected official as Supervisor for the Town of Erin.

Dawn has her A.A.S. in Business Management from Cazenovia College and her B.S. in Business Management from Keuka College.

Dawn resides in Chemung County with her husband Rodney Schmidt and daughter where they own and operate Schmidt Valley Farm equine facility.

### **Nicolette Wagoner (Board member through November 2020)**

Nicolette Wagoner is the Chemung County Planning Commissioner and the Director of the Elmira-Chemung Transportation Council, the Metropolitan Planning Organization (MPO) for Elmira and Chemung County. Prior to joining Chemung County, she worked in consulting, developing comprehensive plans, zoning ordinances and economic development strategies for municipalities across New York State. Nicolette is a member of the American Planning Association NY Upstate Chapter, the American Institute of Certified Planners, and the Urban Land Institute, and holds a LEED credential with a specialty in Neighborhood Development. She has a Bachelor of Arts in Political Science from Duke University and a Master of Science in Urban Planning from Columbia University Graduate School of Architecture, Planning and Preservation. She lives in the Town of Elmira.

### **Jennifer Furman**

Jennifer Furman was sworn in as Chemung County Treasurer on January 1, 2019 and is currently serving in her first term. Prior to that, Jennifer served as Deputy County Treasurer since 2008. Before that, Jennifer was the Director of Administrative Services at the Chemung County Department of Social Services. Jennifer was raised in Horseheads and Elmira, a graduate of Elmira Free Academy. Jennifer then received a Bachelor's Degree in Accounting from Binghamton University in 1996 and a Master's Degree in Community Service Administration from Alfred University in 2003. Jennifer is a member of the NYS Government Finance Officer's Association (NYS GFOA), the NYS Association of Counties (NYSAC), and the NYS Treasurer's and Finance Officer's Association (NYSTFOA). Jennifer has also served on several not for profit boards during her career and life in Chemung County. Jennifer and her husband Mike live in the Town

of Elmira. For fun, Jennifer enjoys golf; snowmobiling; and taking walks in the parks and walking paths in Chemung County.

### **Emma Miran**

Emma Miran is the Director of Community Development for the City of Elmira. As the director, Emma oversees and manages Elmira's Community Development Block Grant (CDBG) and HOME funding. She is also a lead on the City's development grants including New York State Downtown Revitalization Initiative, Brownfield Opportunity Area Programs, Zombie and Vacant Properties Grant, and Cities Rise Initiatives. Emma serves on the board of Elmira Downtown Development, Chemung County Land bank, and the NY-501 Regional Continuum of Care of City of Elmira, Steuben, Allegany, Livingston, Chemung, and Schuyler Counties. Prior to working with the City of Elmira, Emma was with Empire State Development's Department of Loans and Grants managing economic incentives. Additionally, Emma was a program analyst for New York State Department of State's Division of Community Services. She reviewed the impact of human services programs and helped develop new statewide initiatives. Emma is interested in both local and international development and is passionate about public service. She spent a year in Bariloche, Argentina teaching English and spent two years as a VISTA AmeriCorps member working with the Town of Stonington, Maine. She holds a B.S in Applied Economics and Management from Cornell University and a Masters of Public Administration from Binghamton University. Emma lives in Elmira, NY.

### **Joseph Roman**

Currently Serves as President of Southern Tier Economic Growth, a successful 85 year private non-profit economic and community development agency representing the interest of nearly 100 businesses and municipal governments with a focus on job creation and capital investments by attracting new businesses, growing and retaining existing businesses, supporting innovation and entrepreneurial development through site selection and incentive investment assistance. Also serves as the Executive Director of the Chemung County Industrial Development Agency, a Public Benefit Corporation of the State of New York created in 1975 which provides financial incentives to projects that have a positive economic impact on a community through a variety of tax incentives, financing, and/or related benefits.

Previous employment and NYS Empire State Development served in the second leading role in the administration and operation of the State's Regional Office which coordinated

and implemented New York State programs and initiatives in an eight County area encompassing over 100 Towns /Villages with a total population of approximately 650,000. The Regional Office participated in hundreds of development projects supporting millions in investment for businesses, local governments, educational institutions, and not for profits. Office aligned with and supported State funding priorities including advanced manufacturing, agriculture, arts, education, tourism, and quality of life. Office was also responsible for organizing and coordinating the Regional Council, an approximately 30 member group of political, business, educational, labor, and non-profit leaders, who were responsible for developing and implementing a plan and strategies for the Regions growth and development.

State University of New York College at Geneseo - Bachelor of Arts - Sociology, Concentrations in Economics and Communications

State University of New York at Albany, Rockefeller College of Public Affairs & Policy - Master of Arts - Political Science, Concentrations in Public Administration and Policy

### **John Burin**

I was born and raised in Elmira NY and have been a resident of the ninth legislative district for the majority of my life. After graduating from Elmira Free Academy and Corning Community College with an accounting degree, I continued my education at Elmira College and began my career in public service. What began as a temporary job within the City of Elmira finance department evolved into a full time position after a retirement opened a cashier position.

It didn't take long for me to realize that serving the public sector was a natural fit and I soon began pursuing other opportunities within local governments. Throughout my tenure I was fortunate to serve in various capacities including treasurer, building inspector, housing inspector, zoning officer and assessor. During this time I also served on local Planning and Zoning Boards.

In the early 90's I left government and opened a real estate appraisal company, Coles and Burin Appraisal Associates Inc. I spent five years as president of the company which specialized in fee appraisals for numerous financial institutions, attorneys and governments as well as data collection and revaluation projects for municipalities throughout upstate New York.

In 1996 I was recruited to return to local government as the City Assessor with an additional responsibility of working with the City Manager. I spent 10 years in that roll

before being appointed City Manager in 2006. As City Manager, I was a member of Southern Tier Economic Growth, Southern Tier Regional Planning and the Chemung County Industrial Development Agency. I also served as president of the NYS City-County Managers Association and was on the executive committee of NYS Conference of Mayors.

Upon appointment to City Manager, I unfortunately inherited a financially stressed City with a three million dollar deficit. The City's bond rating was slightly above junk bond status and payroll checks were being returned for insufficient funds. Mayor John Tonello and I responded to this crisis by inviting community leaders from both the private and public sector to the table to discuss the City's financial problems and develop a plan of action to best serve our taxpayers. This group of professionals became known as the "Blue Ribbon Task Force". We developed a multi-prong approach which included personnel changes, consolidation of services, internal financial restructuring and shared services. After seven years of serving as City Manager, and upon my retirement in June of 2013, the City of Elmira received four bond rating upgrades and had a healthy three million five hundred thousand dollar surplus. NYS Comptroller Thomas DiNapoli cited our accomplishments in a monthly news letter which was distributed to all municipalities in New York State.

After retirement from local government, I created a consulting company and became the sole owner/manager of Municipal And Taxpayer Services, LLC. My company was awarded a state contract to study shared service opportunities for five municipalities within Chemung County. The analysis provided guidance to consolidate assessment, legal, code enforcement and financial services. Several of my recommendations have been implemented among the participating municipalities. In 2017, Municipal And Taxpayer Services, LLC partnered with a national government consulting company, Management Partners, to study assessment practices for a local government.

I am currently serving as Chemung County Legislator representing the ninth legislative district. I also serve as Legislative Vice Chairman and Chairman of the Building and Grounds Committee. I am a member of both the Highway and Budget committees.

My wife Mary Alice and I have been married for 43 years. We are parishioners of Most Holy Name of Jesus Catholic Parish.

## Appendix B- Board Evaluations

## Appendix B

## Board/Administrator Performance Evaluation

Criteria	Agree	Somewhat Agree	Somewhat Disagree	Disagree	Did not Answer
Board member has a shared understanding of the mission and purpose of the Authority.	5		1		
The policies, practices and decisions of the Board are always consistent with this mission.	2	4			
Board members comprehend their role and fiduciary responsibilities and hold themselves and each other to these principles.	5	1			
The Board has adopted policies, by laws, and practices for the effective governance, management and operations of the Authority and review these annually.	6				
The Board sets clear and measurable performance goals for the Authority that contribute to accomplishing its mission.	3	3			
The decisions made by Board members are arrived at through independent judgment and deliberation, free of political influence, pressure or self-interest.	5		1		
Individual Board members communicate effectively with administrator so admin is well informed on the status of all important issues.	3	3			
Board members are knowledgeable about the Authority's programs, financial statements, reporting requirements, and other transactions.	5	1			
The Board meets to review and approve all documents and reports prior to public release and is confident that the information being presented is accurate and complete.	6				
The Board knows the statutory obligations of the Authority and if the Authority is in compliance with state law.	4	2			
Board meetings facilitate open, deliberate and thorough discussion, and the active participation of members.	5	1			
Individual Board members feel empowered to delay votes, defer agenda items, or table actions if they feel additional information or discussion is required.	5	1			
The Board exercises appropriate oversight of the Administrator, including setting performance expectations and reviewing performance annually.	4	2			
The Board has identified the areas of most risk to the Authority and works with Administrator to implement risk mitigation strategies before problems occur.	2	3	1		
Board members demonstrate leadership and vision and work respectfully with each other.	6				

**Administrator Evaluation**

Criteria	Agree	Somewhat Agree	Somewhat Disagree	Disagree	Did not Answer
Does the administrator have an understanding of the mission, duties and responsibilities of the Agency?	5	1			
Does the administrator sufficiently fulfill the Board's administrative duties?	5	1			
Does the administrator provide the Board with the information necessary for the Board to fulfill its duties in a prudent and timely manner?	6				
Does the administrator encourage open discussion at meetings by presenting information and responding to inquiries from board members, clearly and openly?	6				
Does the administrator acknowledge to the Board a financial or other conflict of interest, as defined in Agency policy, with any project that may come before the Board during a staff member's tenure with the Board?	6				
Has the administrator submitted executed copies of each administrative document required of him/her by the County, Legislature, State Statute, or Regulation or Board policies?	6				

Name of Authority:

Chemung County Property Development Corporation

Date Completed

2/9/2021

## Appendix C- Bylaws

**AMENDMENT NO. 2 TO  
BY-LAWS OF THE  
CHEMUNG COUNTY PROPERTY DEVELOPMENT CORPORATION  
(a New York Land Bank)**

**ARTICLE I- THE CORPORATION**

**Section 1. Name.** The name of the Corporation shall be as provided in its Certificate of Incorporation and is currently the **Chemung County Property Development Corporation**.

**Section 2. Seal.** The Corporation's seal shall be in the form of a circle and shall bear the name of the Corporation and the year of its organization, and the words "Corporate Seal, New York." The seal may be used by causing it, or a facsimile thereof, to be impressed or affixed or otherwise reproduced.

**Section 3. Office.** The office of the Corporation shall be located at 400 East Church Street, Elmira, New York, or such other address as the Corporation may designate, from time to time, by resolution.

**ARTICLE II- BOARD**

**Section 1. Power of the Board and Qualification of Members.** The Corporation shall be overseen and governed by its Board who shall exercise oversight and control over the officers and staff of the Corporation. The Board shall have all powers conferred on Boards of not-for profit corporations pursuant to New York State law, and any other Law that is applicable to the Corporation.

**Section 2. Board Composition.** The Board shall consist of seven (7) Members (**5/16/2018 Amendment**). The Board may add or subtract members, upon duly adopted resolution, provided that the Board remains an odd number of members, not less than five (5) nor more than nine (9), and provided that all members above five (5) be qualified and jointly appointed by the Chemung County Executive and the Mayor of the City of Elmira. Each Member shall serve a three (3) year term and continue to hold office until his or her successor is appointed and has been elected and qualified. Each member shall serve without compensation. Vacancies in the Board occurring otherwise than by expiration of term shall be filled for the unexpired term. The members of the Board shall be appointed as follows:

- (a) The Director of Chemung County Real Property Tax Services (and/or the Chemung County Treasurer), appointed by the Chemung County Executive;
- (b) One (1) member of the Chemung County Industrial Development Agency, appointed by the Executive Director thereof;
- (c) One (1) member from the Chemung County Legislature, appointed by the Chairperson thereof;

- (d) One (1) member appointed by the Mayor the City of Elmira and confirmed by the Elmira City Council;
- (e) One (1) Member from the Chemung County Planning Department or City of Elmira Community Development, appointed jointly by the Chemung County Executive and the Mayor of the City of Elmira.
- (f) Two (2) at-large Members appointed jointly by the Chemung County Executive and Mayor of the City of Elmira, with an initial term to expire December 31, 2020, and three-year terms thereafter **(5/16/2018 Amendment)**.

**Section 3. Initial Members.** The first term of the first Board members shall commence on the date of the first Board meeting. The initial Members of the Board of the Corporation shall be:

- (a) Joseph E. Sartori, III, Chemung County Treasurer, for a term of one (1) year; and
- (b) Dawn Burlew, a member of the Chemung County Industrial Development Agency, for a term of two (2) years; and
- (c) L. Thomas Sweet, a member of the Chemung County Legislature, for a term of two (2) years; and
- (d) Jennifer Miller, appointed by the Mayor of the City of Elmira, for a term of three (3) years; and
- (e) Randy Olthof, of the Chemung County Planning Department, for a term of three (3) years.

**Section 4. Term of Office.** Except for the terms of the initial members as outlined in Section 3, the members of the Board appointed to succeed the initial members shall be appointed for a term of three (3) years. In the event State law is amended to provide for different terms and/or composition of the Board, then the Board as it exists at the time of such amendment shall be authorized to take any action required such that the Board complies with any requirements of State law.

**Section 5. Qualifications.** All members of the Board of the Corporation shall all be residents of the County of Chemung. Members appointed in whole by the Mayor or the City Council of the City of Elmira shall be residents of the City of Elmira. The jointly nominated members may be, but need not be, residents of the City of Elmira.

**Section 6. Removal.** Board members may be removed by their appointing Party for neglect of duty or misconduct in office, or may be removed pursuant to any other provision of New York law.

**Section 7. Vacancies.** A vacancy among the members of the Board appointed under Section 4.01, whether caused by the death, resignation, or removal of a Board member, shall be filled in the same manner as the original appointment for the balance of the unexpired term. Such vacancy shall

be filled as soon as practicable.

### **Section 8. Independence.**

(a) No Member, including the Chair shall serve as the Corporation's Executive Director, Chief Operating Officer, Chief Financial Officer, Comptroller, or hold any other equivalent executive position or office while also serving as a Member.

(b) As soon as practicable and in compliance with Section 2825 of the New York Public Authorities Law, the majority of the Members of the Board shall be Independent Members, as such term is defined in paragraph (c) below.

(c) Independence. For the purposes of these By-laws, an independent Member is one who:

(i) is not, and in the past two (2) years has not been, employed by the Corporation or another corporate body having the same ownership and control of the Corporation in an executive capacity;

(ii) is not, and in the past two (2) years has not been, employed by an entity that received remuneration valued at more than fifteen thousand dollars (\$15,000.00) for goods and services provided to the Corporation or received any other form of financial assistance valued at more than fifteen thousand dollars (\$15,000.00) from the Corporation;

(iii) is not a relative of an executive officer or employee in an executive position of the Corporation or another corporate body having the same ownership and control of the Corporation; and

(iv) is not, and in the past two (2) years has not been, a lobbyist registered under a state or local law and paid by a client to influence the management decisions, contract awards, rate determinations or any other similar actions of the Corporation or another corporate body having the same ownership and control of the Corporation.

(d) Each Member shall have one vote.

**Section 9. Organization.** At each meeting of the Board, the Chair, or, in the absence of the Chair, a Vice Chair shall preside, or in the absence of either of such officers, a chair chosen by a majority of the Members present shall preside. The Secretary shall act as secretary of the Board. In the event the Secretary shall be absent from any meeting of the Board, an Assistant Secretary shall act as the secretary for such meeting.

**Section 10. Action by the Board.** Except as otherwise provided by law or in these By-laws, the act of the Board means action taken at a meeting of the Board by vote of a majority of the Members

present at the time of the vote, if a quorum is present at such time, except as provided in Section 1605 (l) of the NPCL.

**Section 11. Place of Meeting.** The Board may hold its meetings at 203 Lake Street, Elmira, New York, or at such place or places within the State of New York as the Board may from time to time by resolution determine.

**Section 12. Annual Meeting.** Except in case of the Annual Meeting in calendar year 2017, the annual meeting of the Corporation shall be held during the regular January meeting of each year at the regular meeting place of the Corporation as described in Section 11 of this Article. Such annual meetings may be held at such time as approved by the chairman of the Corporation; and if it is held at another time, notice shall be given as hereinafter provided for special meetings of the Board.

**Section 13. Regular Meetings.** Regular meetings of the Board may be held at such times as may be fixed from time to time by resolution of the Board.

**Section 14. Special Meetings.** Special meetings of the Board shall be held whenever called by the Chair or in the absence of the Chair by a Vice Chair, or by any two (2) of the Members. Notice shall be given orally, by telefax, by e-mail, or by mail and shall state the purposes, time and place of the meeting. If notice is given orally, in person or by telephone, it shall be given not less than two (2) days before the meeting; if it is given by telefax, by e-mail or by mail, it shall be given not less than three (3) days before the meeting. At such special meeting no business shall be considered other than that designated in the notice.

**Section 15. Waivers of Notice.** Notice of a meeting need not be given to any Member who submits a signed waiver of notice whether before or after the meeting, or who attends the meeting without protesting, prior thereto or at its commencement, the lack of notice to him or her.

**Section 16. Quorum.**

(a) A majority of the entire Members of the Board shall constitute a quorum for the transaction of business.

(b) A majority of the Members present, whether or not a quorum is present, may adjourn any meeting to another time and place without notice to any Member.

**Section 17. Compensation.** Members shall receive no compensation for their services but may be reimbursed for the expenses reasonably incurred by them in the performance of their duties.

**Section 18. Annual Independent Audit.** The Members of the Board shall present to the Member the annual independent audit report performed in accordance with the requirements of the Public Authorities Accountability Act (hereinafter "PAAA") and generally accepted government auditing standards certified by a firm of independent public accountants selected by the Board. The certified independent public accounting firm that performs the annual independent audit shall report the following:

- (a) the assets and liabilities, including the status of reserve, depreciation, special or other funds including the receipts and payments of such funds, of the Corporation as of the end of the fiscal year;
- (b) the principal changes in assets and liabilities, including trust funds, during said fiscal period;
- (c) the revenue or receipts of the Corporation, both unrestricted and restricted to particular purposes during said fiscal period;
- (d) the expenses or disbursement, of the Corporation for both general and restricted purposes, during said fiscal period; and
- (e) a schedule of the bonds and notes of the Corporation outstanding during said fiscal period, including all refinancings, calls, refundings, defeasements, and interest rate exchange or other such agreements, and for any debt issued during the fiscal period, together with a statement of the amounts redeemed and incurred during such fiscal period as a part of a schedule of debt issuance that include the date of issuance, term, amount, interest rate, means of repayment and cost of issuance.

Furthermore, the certified independent public accounting firm that performs the annual independent audit shall report to the Board or designated Board committee the following:

- (f) all critical accounting policies and practices to be used;
- (g) all alternative treatments of financial information within generally accepted accounting principals that have been discussed with the management of the Corporation, ramifications of the use of such alternative disclosures and treatments, and the treatment preferred by the certified independent public accounting firm;
- (h) other material written communications between the certified independent public accounting firm and the management of the Corporation, such as the management letter along with managements response or plan of corrective action, material corrections identified or schedule of unadjusted differences, where applicable.

### **ARTICLE III - COMMITTEES**

**Section 1. Audit Committee.** There shall be an Audit Committee consisting of not less than three (3) Independent Members, who shall be elected by the Members at each Annual Meeting and shall serve until the next Annual Meeting. To the extent practicable, members of the Audit Committee should be familiar with corporate financial and accounting practices. The Audit Committee shall recommend to the Board the hiring of a certified independent accounting firm in compliance with the Public Authorities Law of New York State to conduct the annual independent audit, establish the compensation to be paid to the accounting firm and provide direct oversight of

the performance of the annual independent audit.

**Section 2. Governance Committee.** There shall be a Governance Committee consisting of not less than three (3) Independent Members, who shall be elected by the Members at each Annual Meeting and shall serve until the next Annual Meeting. The Governance Committee shall keep the Board informed of current best governance practices, review corporate governance trends, update the Corporation's governance principles, advise the Board on the skills and experience required of potential directors, examine ethical and conflict of interest issues, perform board self-evaluations, and recommend by-laws which include rules.

**Section 3. Finance Committee.** There shall be a Finance Committee consisting of not less than three (3) Independent Members, who shall be elected by the Members at each Annual Meeting and shall serve until the next Annual Meeting. The Finance Committee shall review proposals for the issuance of debt by the authority and its subsidiaries, and make recommendations.

**Section 4. Other Standing Committees.** The Members of the Board, by resolution adopted by a majority of the entire Board, may designate from among its members other standing committees consisting of three (3) or more Members, which can make recommendations to the entire Board. The standing committees shall have such authority as the Board shall by resolution provide, except that no such committee shall have authority as to the following matters:

- (a) the submission to the Member of any action requiring Member approval under the law;
- (b) the filling of vacancies in the Board or in any committee;
- (c) the amendment or repeal of the By-laws, or the adoption of new By-laws; or
- (d) the amendment or repeal of any resolution of the Board which by its terms, shall not be so amendable or repealable.

**Section 5. Special Committees.** The Members of the Board may designate special committees, each of which shall consist of such persons and shall have such authority as is provided in the resolution designating the committee.

**Section 6. Meetings.** Meetings of committees, of which no notice shall be necessary, shall be held in January and July, and more often as needed, at such time and place as shall be fixed by the Chair of the Board or the chair of such committee or by vote of a majority of all the members of the committee.

**Section 7. Quorum and Manner of Acting.** Unless otherwise provided by resolution of the Board, a majority of all of the members of a committee shall constitute a quorum for the transaction of business and the vote of a majority of all of the members of the committee shall be the act of the committee. The procedures and manner of acting of the committees of the Board shall be subject at all times to the direction of the Board.

**Section 8. Tenure of Members of Committees of the Board.** Each committee of the Board and every member thereof shall serve at the pleasure of the Board.

**Section 9. Alternate Members.** The Board may designate one (1) or more members as alternate members of any standing committee of the Board; who may replace any absent member or members at any meeting of such committee.

#### **ARTICLE IV-BOARD MEMBERS**

**Section 1. Officers.** The Officers of the Corporation's Board shall be a Chair, a Vice Chair, a Treasurer, a Secretary and/or such other officers as the Board may in its discretion determine. Any two (2) or more offices may be held by the same person, except the offices of Chair and Secretary.

**Section 2. Term of Office and Qualifications.** Those officers whose titles are specifically mentioned in Section 1 of this Article shall be elected by the Board at its Annual Meeting. Unless a shorter term is provided in the resolution of the Board electing such officer, the term of office of each officer shall extend to the next Annual Meeting and until the officer's successor is elected and qualified.

**Section 3. Additional Officers.** Additional officers maybe elected for such period, have such authority and perform such duties, either in an administrative or subordinate capacity, as the Board may from time to time determine.

**Section 4. Removal of Officers.** Officers may be removed by a majority vote of the remaining Members of the Board for neglect of duty or misconduct in office, pursuant to rules and requirements adopted by the Board pursuant to Section 1605 (2)(e) of the Not For profit Corporation Law, or pursuant to any other provision of New York law.

**Section 5. Resignation.** Any officer may resign his or her position as an officer at any time by giving written notice to the Board, to the Chair or to the Secretary. Any such resignation shall take effect at the time specified therein, or, if no time be specified, then upon delivery.

**Section 6. Vacancies.** A vacancy in any office shall be filled by the Board.

**Section 7. Chair.** The Chair shall preside at all meetings and of the Board at which the Chair is present. In the absence or incapacity of the Executive Director of the Corporation or the Chief Financial Officer, and except as otherwise authorized by resolution of the Board, the Chair shall execute all agreements, contracts, deeds, and any other instruments of the Corporation. At each meeting, the Chair shall submit recommendations and information as he or she may consider proper concerning the business, affairs, the bonds, the notes, the loans, the projects and facilities of the Corporation, the economic benefits to be conferred on project applicants and occupants, and the policies of the Corporation. Nothing in this provision shall be construed as granting the Chair the exclusive right to bring matters before the Corporation for consideration.

**Section 8. Vice Chair.** In the absence or incapacity to act of the Chair, or if the office of Chair be vacant, the Vice Chair shall preside at all meetings of the Board, and shall perform the duties and exercise the powers of the Chair, subject to "the right of the Board from time to time to extend or confine such powers and duties or to assign them to others. The Vice Chair shall have such powers and shall perform such other duties as may be assigned by the Board or the Chair.

**Section 9. Treasurer.** The Treasurer shall, if required by the Board, obtain a bond for the faithful discharge of his or her duties, in such sum and with such sureties as the Board shall require. The Treasurer shall oversee the Chief Financial Officer of the Corporation and shall review all the books and accounts of the Corporation and shall advise the Chief Financial Officer of the Corporation with respect to the charge, custody and investment of all fiords and securities of the Corporation, and the Treasurer shall ensure the proper deposit by the Chief Financial Officer of the Corporation all such funds in the name of and to the credit of the Corporation in such banks, trust companies, or other depositories as shall be selected by the Board. The Treasurer shall also perform all other duties customarily incident to the office of Treasurer and such other duties as from time to time may be assigned by the Board.

**Section 10. Assistant Treasurer.** The Assistant Treasurer, if there be any appointed, shall carry out the duties of the Treasurer in the absence of the Treasurer.

**Section 11. Secretary.** It shall be the duty of the Secretary to act as secretary of all meetings of the Board, and to keep the minutes of all such meetings in a proper book or books to be provided for that purpose; the Secretary shall see that all notices required to be given by the Corporation are duly given and served; the Secretary shall keep a current list of the Members and officers of the Corporation's Board and their residence addresses; the Secretary shall be custodian of the seal of the Corporation and shall affix the seal, or cause it to be affixed, to all agreements, documents and other papers requiring the same. The Secretary shall have custody of the minute book containing the minutes of all meetings of Members, the Audit Committee, the Governance Committee and any other committees which may keep minutes, and of all other contracts and documents which are not in the custody of the Treasurer of the Corporation, or in the custody of some other person authorized by the Board to have such custody.

**Section 12. Assistant Secretary.** The Assistant Secretary, if there be any appointed, shall carry out the duties of the Secretary in the absence of the Secretary.

**Section 13. Appointed Officers.** The Board may delegate to any officer or committee, by a majority vote of the total Board membership, the power to appoint and to remove any subordinate officer agent or employee.

**Section 14. Independence of Board Members, and Financial Disclosure.** Eligibility to serve on the Board, and independence of the board member, shall be governed by Public Authorities Law section 2825, and shall each such member shall file an annual financial disclosure statement with the Chemung County Board of Ethics.

## ARTICLE V- EXECUTIVE OFFICERS AND OTHER PERSONNEL

**Section 1. Executive Director.** The Corporation may select and retain an Executive Director by resolution. All terms and conditions of the Executive Director's length of service shall be specified in a written contract between the Executive Director and the Land Bank.

**Section 2. Duties and Responsibilities of Executive Director.** The Executive Director shall report to the Chair of the Board of the Corporation. He or she shall have general supervision and management of the Corporation and all Corporation staff and employees shall report directly to the Executive Director. Except as may otherwise be authorized by a resolution adopted by the Board, the Executive Director shall:

(a) cosign all purchase orders and instruments and checks over certain dollar thresholds as may be established from time to time by the Board (said instruments may be countersigned by the Chief Financial Officer, or other officer or Member as shall be designated by the Board);

(b) prepare the annual budget of the Corporation with the consultation and cooperation of the Audit Committee, the Chief Financial Officer and Deputy Financial Officer for submission to the Board for approval; and

(c) sign all purchase orders, under the direction of the board by resolution and the Chief Financial Officer. Furthermore, the Executive Director shall assist the Chair with such matters as the Chair or the Board may request in furtherance of the Corporation's public purposes. The Executive Director shall be charged with leading the Corporation in carrying out its Mission Statement and fulfilling its public purposes. The Executive Director shall also perform all other duties customarily incident to the office of a Executive Director of a land bank corporation and local public authority of the State of New York and such other duties as from time to time may be assigned by the Board.

**Section 3. Chief Financial Officer.** The Corporation shall select and retain a Chief Financial Officer by resolution, which resolution shall set the Chief Financial Officer's annual compensation.

**Section 4. Duties and Responsibilities of Chief Financial Officer.** In the absence or incapacity of the Executive Director, the Chief Financial Officer shall exercise the duties and responsibilities of the Executive Director. Except as may otherwise be authorized by a resolution of the Board, if the office of the Executive Director shall be vacant the Chief Financial Officer of the Corporation shall be the Acting Executive Director of the Corporation until such time as the Board has appointed a replacement Executive Director. The Chief Financial Officer of the Corporation shall assist the Executive Director in the carrying out of the Corporation's purposes and in fulfillment of the Corporation's public purposes. The Chief Financial Officer shall oversee the maintenance of the books and accounts of the Corporation. The Chief Financial Officer shall also perform all other duties customarily incident to the office of a Chief Financial Officer of a public benefit corporation and public authority of the State of New York and such other duties as from time to time may be assigned by the Board. The Chief Financial Officer shall be the Chief Compliance Officer of the Corporation for purposes of ensuring that the Corporation is in full compliance with all provisions

of the Public Authorities Accountability Act (hereinafter "PAAA") applicable to the Corporation. The Chief Financial Officer shall prepare and distribute all annual reports required by the PAAA and as may otherwise be required by the Office of the Comptroller of the State of New York. The Chief Financial Officer of the Corporation, shall assist the Executive Director, Deputy Financial Officer and Chair in preparing the annual budget of the Corporation for submission to the Board for approval and he or she shall distribute all copies of the annual budget of the Corporation to all persons required by the PAAA. The Chief Financial Officer shall assist the Audit Committee of the Board in carrying out theft functions. The Chief Financial Officer of the Corporation shall be the Contracting Officer of the Corporation for the disposition of real and personal property in accordance with the provisions of the PAAA. The Chief Financial Officer shall be the Freedom of Information Officer of the Corporation in accordance with the provisions of the New York State Freedom of Information Law, Article 6 of the New York Public Officers Law.

**Section 5. Deputy Financial Officer.** The Corporation may select and retain a Deputy Financial Officer by Resolution, which resolution shall set the Deputy Financial Officer's Annual compensation.

**Section 6. Duties and Responsibilities of Deputy Financial Officer.** The Deputy Financial Officer shall be the assistant to the Chief Financial Officer of the Corporation. The Deputy Financial Officer of the Corporation shall assist the Executive Director and Chief Financial Officer in carrying out the Corporation's purposes to fulfill the Corporation's public purposes under the PAAA. The Deputy Financial Officer shall keep and maintain the books and accounts of the Corporation and shall have charge and custody of, and be responsible for, all funds and securities of the Corporation, and shall deposit all such funds in the name of and to the credit of the Corporation in such banks, trust companies, or other depositories as shall be selected by the Board. The Deputy Financial Officer shall payout and disburse such moneys under the direction of the Executive Director and the Chief Financial Officer. All such purchase orders and instruments and checks over certain dollar threshold as may be established from time to time by the Board shall be signed by the Executive Director or the Chief Financial Officer of the Board, or other officer or Member as shall be designed by the Board. The Deputy Financial Officer of the Corporation shall assist the Executive Director and Chief Financial Officer of the Corporation in the preparation of the annual budget of the Corporation for submission to the Board for approval.

**Section 7. Compliance Officer.** The Corporation shall appoint a Compliance Officer by resolution, who may be the Chief Financial Officer, or any other employee of the Corporation. The Compliance Officer shall be responsible for insuring that the Corporation complies with all financial and other reporting requirements imposed by law, including those requirements in the General Municipal Law and the Public Authorities Law of New York State. The Compliance Officer shall be the "Contracting Officer" (as such term is defined in Section 2895 of New York's Public Authorities Law).

**Section 8. Additional Personnel.** The Corporation may from time to time employ such personnel as the Corporation, upon the recommendation of the Executive Director, deems necessary to exercise the Corporation's powers, duties and functions as prescribed by the PAAA and all other laws of the State of New York applicable thereto. The selection and compensation of all personnel shall be determined by the Corporation subject to the laws of the State of New York.

**Section 9. City or County Personnel.** The Corporation may, with the consent of the City and/or the

County, use the agents, employees and facilities of the City and/or the County Municipality: In such event, the Corporation will, by resolution, enter into a contract with the City or the County (as the case may be) providing the terms upon which the City or the County will provide the use of its agents, employees and facilities to the Corporation and the compensation, if any, that the Corporation shall pay to the City or the County for the use by the Corporation of the City or County's agents, employees and facilities.

## **ARTICLE VI- CONTRACTS, CHECKS, DRAFTS AND BANK ACCOUNTS**

**Section 1. Execution of Contracts.** The Board, except as in these By-laws and Article 16 of N-PCL otherwise provided, may authorize any officer or officers, agent or agents, in the name of and on behalf of the Corporation to either into any contract or execute and deliver any instrument, and such authority may be general or confined to specific instances; but, unless so authorized by the Board, or expressly authorized by these By-laws, no officers, agent or employee shall have any power or authority to bind the Corporation by any contract or engagement or to pledge its credit or to render it liable pecuniarily in any amount for any purpose.

**Section 2. Loans.** No loans shall be contracted on behalf of the Corporation unless specifically authorized by the Board.

**Section 3. Checks, Drafts, Etc.** All checks, drafts and other orders for the payment of money out of the funds of the Corporation, and all notes or other evidences of indebtedness of the Corporation, shall be signed on behalf of the Corporation in such manner as shall from time to time be determined by these By-laws or by resolution of the Board.

**Section 4. Deposits.** All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories as the Board may select or in the absence of such selection by the Board, as the Executive Director in consultation with the Chief Financial Officer and Deputy Financial Officer.

## **ARTICLE VII - INDEMNIFICATION AND INSURANCE**

**Section 1. Authorized Indemnification.** Unless clearly prohibited by law or Section 2 of this Article, the Corporation shall indemnify any person ("Indemnified Person") made, or threatened to be made, a party in any action or proceeding, whether civil, criminal, administrative, investigative or otherwise, including any action by or in the right of the Corporation, by reason of the fact that he or she (or his or her testator or intestate). whether before or after adoption of this Section, (a) is or was a Member or officer of the Corporation, or (b) in addition is serving or served, in any capacity, at the request of the Corporation, as a Member or officer of any other corporation, or any partnership, joint venture, trust, Employee benefit plan or other enterprise. The indemnification shall be against all judgments, fines, penalties, amounts paid in settlement (provided the Corporation shall have consented to such settlement) and reasonable expenses, including attorneys' fees and costs of investigation, incurred by an Indemnified Person with respect to any such threatened or actual action or proceeding, and any appeal thereof.

**Section 2. Prohibited Indemnification.** The Corporation shall not indemnify any person if a judgment or other final adjudication adverse to the Indemnified Person (or to the person whose actions are the basis for the action or proceeding) establishes, or the Board in good faith determines, that such person's acts were committed in bad faith or were the result of active and deliberate dishonesty and were material to the cause of action so adjudicated or that he or she personally gained in fact a financial profit or other advantage to which he or she was not legally entitled.

**Section 3. Advancement of Expenses.** The Corporation shall, on request of any Indemnified Person who is or may be entitled to be indemnified by the Corporation, pay or promptly reimburse the Indemnified Person's reasonably incurred expenses in connection with a threatened or actual action or proceeding prior to its final disposition. However, no such advancement of expenses shall be made unless the Indemnified Person makes a binding, written commitment to repay the Corporation, with interest, for any amount advanced for which it is ultimately determined that he or she is not entitled to be indemnified under the law or Section 2 of this Article. An Indemnified Person shall cooperate in good faith with any request by the Corporation that common legal counsel be used by the parties to such action or proceeding who are similarly situated unless it would be inappropriate to do so because of actual or potential conflicts between the interests of the parties.

**Section 4. Indemnification of Others.** Unless clearly prohibited by law or Section 2 of this Article, the Board may approve Corporation indemnification as set forth in Section I of this Article or advancement of expenses as set forth in Section 3 of this Article, to a person (or the testator or intestate of a person) who is or was employed by the Corporation or who is or was a volunteer for the Corporation, and who is made, or threatened to be made, a party in any action or proceeding, by reason of the fact of such employment or volunteer activity, including actions undertaken in connection with service at the request of the Corporation in any capacity for any other corporation, partnership, joint venture, trust, employee benefit plan or other enterprise.

**Section 5. Determination of Indemnification.** Indemnification mandated by a final order of a Court of competent jurisdiction will be paid. After termination or disposition of any actual or threatened action or proceeding against an Indemnified Person, if indemnification has not been ordered by a court the Board shall, upon written request by the Indemnified Person, determine whether and to what extent indemnification is permitted pursuant to these By-laws. Before indemnification can occur the Board must explicitly find that such indemnification will not violate the provisions of Section 2 of this Article. No Member with a personal interest in the outcome, or who is a party to such actual or threatened action or proceeding concerning which indemnification is sought, shall participate in this determination. If a quorum of disinterested Members is not obtainable, the Board shall act only after receiving the opinion in writing of independent legal counsel that indemnification is proper in the circumstances under than applicable law and these By-laws.

**Section 6. Binding Effect.** Any person entitled to indemnification under these By-laws has a legally enforceable right to indemnification, which cannot be abridged by amendment of these By-laws with respect to any event, action or omission occurring prior to the date of such amendment.

**Section 7. Insurance.** The Corporation is not required to purchase Directors' and officers' liability insurance, but the Corporation may purchase such insurance if authorized and approved by the Board. To the extent permitted by law, such insurance may insure the Corporation for any obligation it incurs

as a result of this Article or operation of law and it may insure directly the Members, officers, employees or volunteers of the Corporation for liabilities against which they are not entitled to indemnification under this Article as well as for liabilities against which they are entitled or permitted to be indemnified by the Corporation.

**Section 8. Nonexclusive Rights.** The provisions of this Article shall not limit or exclude any other rights to which any person may be entitled under law or contract. The Board is authorized to enter into agreements on behalf of the Corporation with any Member, officer, employee or volunteer providing them rights to indemnification or advancement of expenses in connection with potential indemnification in addition to the provisions therefore in this Article, subject in all cases to the limitations of Section 2 of this Article.

### **ARTICLE VIII - CONFLICTS OF INTEREST**

**Section 1. Definition of Conflicts of Interest.** A conflict of interest will be deemed to exist whenever an individual is in the position to approve or influence Corporation policies or actions which involve or could ultimately harm or benefit financially: (a) the individual; (b) any family member (spouse, domestic partner, grandparents, parents, children, grandchildren, great grandchildren, brothers or sisters (whether whole or half-blood), and spouses of these individuals; or (c) any organization in which he or a family member is a Member, trustee, officer, member, partner or more than 10% of the total (combined) voting power. Service on the board of another not-for-profit corporation does not constitute a conflict of interest.

**Section 2. Disclosure of Conflicts of Interest.** A Member or officer shall disclose a conflict of interest: (a) prior to voting on or otherwise discharging his duties with respect to any matter involving the conflict which comes before the Board or any committee; (b) prior to entering into any contract or transaction involving the conflict; (c) as soon as possible after the Member or officer learns of the conflict; and, (d) on the annual conflict of interest disclosure form. The Secretary of the Corporation shall distribute annually to all directors, officers and key employees (as identified by the Corporation), a form soliciting the disclosure of all conflicts of interest, including specific information concerning the terms of any contract or transaction with the Corporation and whether the process for approval set forth in this policy was used. Such disclosure form may require disclosure of other relationships that may not constitute an actual conflict of interest, but which are required to be disclosed in order for the Corporation to comply with its annual reporting requirements.

**Section 3. Approval of Contracts and Transactions Involving Potential Conflicts of Interest.** A Member or officer who has or learns about a potential conflict of interest should disclose promptly to the Secretary of the Corporation the material facts surrounding any potential conflict of interest, including specific information concerning the terms of any contract or transaction with the Corporation. All effort should be made to disclose any such contract or transaction and have it approved by the Board before the arrangement is entered into. Following receipt of information concerning a contract or transaction involving a potential conflict of interest) the Board shall consider the material facts concerning the proposed contract or transaction, including the process by which the decision was made to recommend entering into the arrangement on the terms proposed. The Board shall approve only those contracts or transactions in which the terms are fair and reasonable to the Corporation and the arrangements are consistent with the best interests of the Corporation. Fairness

includes, but is not limited to, the concepts that the Corporation should pay no more than fair market value for any goods or services which the Corporation receives and that the Corporation should receive fair market value consideration for any goods or services that it furnishes others. The Board shall set forth the basis for its decision with respect to approval of contracts or transactions involving conflicts of interest in the minutes of the meeting at which the decision is made, including the basis for determining that the consideration to be paid is fair to the Corporation.

**Section 4. Validity of Actions.** No contract or other transaction between the Corporation and one or more of its Members or officers, or between the Corporation and any other corporation, firm, association or other entity in which one or more of its Members or officers are Members or officers, or have a substantial financial interest, shall be either void or voidable for this reason alone or by reason alone that such Member or Members or officer or officers are present at the meeting of the Board of Directors, or of a committee thereof, which authorizes such contract or transaction, or that his or their votes are counted for such purpose, if the material facts as to such Member's or officer's interest in such contract or transaction and as to any such common directorship, officership or financial interest are disclosed in good faith or known to the Board or committee, and the Board or committee authorizes such contract or transaction by a vote sufficient for such purpose without counting the vote or votes of such interested Member or officers. Common or interested Members may be counted in determining the presence of a quorum at a meeting of the Members of the Board or committee which authorizes such contract or transaction. At the time of the discussion and decision concerning the authorization of such contract or transaction, the interested Member or officer should not be present at the meeting.

**Section 5. Employee Conflicts of Interest.** An employee of the Corporation with a potential conflict of interest in a particular matter shall promptly and fully disclose the potential conflict to his supervisor. The employee shall thereafter refrain from participating in deliberations and discussion, as well as any decision relating to the matter and follow the direction of the supervisor as to how the Corporation decisions which are the subject of the conflict will be determined. The Executive Director shall be responsible for determining the proper way for the Corporation to handle Corporation decisions which involve unresolved employee conflicts of interest. In making such determinations, the Executive Director may consult with legal counsel. The CEO shall report to the Board at least annually concerning employee conflicts of interest which have been disclosed and contracts and transactions involving employee contract which the President has approved.

## **ARTICLE IX- COMPENSATION**

**Section 1. Reasonable Compensation.** It is the policy of the Corporation to pay no more; than reasonable compensation for personal services rendered to the Corporation by Officers and employees. The Members shall not receive compensation for fulfilling their duties as Members, although Members may be reimbursed for actual out-of-pocket expenses, which they incur in order to fulfill their duties as Members. Expenses of spouses will not be reimbursed by the Corporation unless the expenses are necessary to achieve a Corporation purpose.

**Section 2. Approval of Compensation.** The Board must approve in advance the amount of all compensation for officers of the Corporation. Before approving the compensation of an officer, the Board shall determine that the total compensation to be provided by the Corporation to the officer is

reasonable in amount in light of the position, responsibility and qualification of the officer for the position held, including the result of an evaluation of the officer's prior performance for the Corporation, if applicable. In making the determination, the Board shall consider total compensation to include the salary and the value of all benefits provided by the Corporation to the individual in payment for services. At the time of the discussion and decision concerning an officer's compensation, the officer should not be present in the meeting. The Board shall obtain and consider appropriate data concerning comparable compensation paid to similar officers in like circumstances. The Board shall set forth the basis for its decisions with respect to compensation in the minutes of the meeting at which the decisions are made, including the conclusions of the evaluation and the basis for determining that the individual's compensation was reasonable in light of the evaluation and the comparability data.

## **ARTICLE X - GENERAL**

**Section 1. Books and Records.** These shall be kept at the office of the Corporation:

(1) correct and complete books and records of accounts; (2) minutes of the proceedings of the Board and the standing and special Committees of the Corporation; (3) a current list of the Members and the officers of the Corporation and their residence addresses; (4) a copy of these By-laws; (5) a copy of the Corporation's application for recognition of exemption with the Internal Revenue Service (if applicable); and (6) copies of the past three (3) years information returns to the Internal Revenue Service (if applicable). Any other books and records required by law to be kept by the Corporation.

**Section 2. Loans to Members and Officers.** No loans shall be made by the Corporation to its Members or Officers, or to any other company, corporation, firm, association or other entity in which one or more of the Members or Officers of the Corporation are members, directors or officers or hold a substantial financial interest except as allowed by law.

**Section 3. Fiscal Year.** The fiscal year of the Corporation shall commence on January 1 in each calendar year and shall end on December 31 of each calendar year.

**Section 4. Training.** All Members shall participate in training approved by the State of New York regarding their legal, fiduciary, financial and ethical responsibilities as members within one (1) year of appointment to the Board, and all Members of the Board shall participate in such continuing training as may be required to remain informed of best practices, regulatory and statutory changes relating to the effective oversight of the management and financial activities of the Corporation and adhere to the highest standards of responsible governance.

## **ARTICLE XI -AMENDMENTS**

**Section 1. Amendments to By-laws.** The By-laws of the Corporation may be amended or repealed only by the vote of four-fifths (4/5) of the voting Members of the Board. Any amendments to the By-laws regarding the number, term or qualifications of members of the Board, shall require the approval of the Chemung County Legislature and the Elmira City Council.

## Appendix D- Code of Ethics

## Appendix D

Code of Ethics

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This Code of Ethics shall apply to all board members and administrators of the Chemung County Property Development Corporation also known as "Land Bank". These policies shall serve as a guide for official conduct and are intended to enhance the ethical and professional performance of the board members and administrators and to preserve public confidence in the Land Bank's mission. This code is adopted pursuant to New York Public Authorities Law section 2824 (1) (d).

Responsibility of Board Members and Administrators

1. Board Members and administrators shall perform their duties with transparency, without favor and refrain from engaging in outside matters of financial or personal interest, including other employment, that could impair independence of judgement, or prevent the proper exercise of one's official duties.
2. Board members and administrators shall not directly or indirectly, make, advise, or assist any person to make financial investment based upon information available through the board or administrator official position that could create any conflict between their public duties and interests and their private interests.
3. Board members and administrators shall not accept or receive any gift or gratuities where the circumstances would permit the inference that: (a) the gift is intended to influence the individual in the performance of official business or (b) the gift constitutes a tip, reward, or sign of appreciation for any official act by the individual. This prohibition extends to any form of financial payments, services, loans, travel reimbursement, entertainment, hospitality, thing or promise from any entity doing business with or before the Authority.
4. Board members and administrators shall not use or attempt to use their official position with Authority to secure unwarranted privileges for themselves, members of their family or others, including employment with the Authority or contracts for materials or services with the Authority.
5. Board members and administrators may not engage in any official transaction with an outside entity in which they have a direct or indirect financial interest that may reasonably conflict with the proper discharge of their official duties.
6. Board members and administrators must conduct themselves at all times in a manner that avoids any appearance that they can be improperly or unduly influenced, that they could be affected by the position of or relationship with any other party, or that they are acting in violation of their public trust.
7. Board members and administrators shall manage all matters within the scope of the Authority's mission independent of any other affiliations or employment. Board members and administrators employed by more than entity shall strive to fulfill their professional responsibility to the Land Bank without bias and shall support the Land Bank's mission to the fullest.
8. Board members and administrators shall not use Land Bank property, including equipment, telephones, vehicles, computers, or other resources, or disclose information acquired in the

course of their official duties in a manner inconsistent with State or local law or policy and the Authority's mission and goals.

9. Board members and administrators are prohibited from appearing or practicing before the Land Bank for two (2) years following employment with the Land Bank, consistent with provisions of Public Officers Law.

#### Implementation of Code of Ethics

This Code of Ethics shall be provided to all board members and administrators upon commencement of employment or appointment and shall be reviewed annually by the Governance Committee. The board may designate an Ethics Officer, who shall report to the board and shall have the following duties:

- Counsel in confidence Land Bank board members and administrators who seek advice about ethical behavior.
- Receive and investigate complaints about possible ethics violations.
- Dismiss complaints found to be without substance.
- Prepare an investigative report of their findings for action by the board.
- Record the receipt of gifts or gratuities of any kind received by a director or administrator, who shall notify the Ethics Officer within 48 hours of receipt of such gifts and gratuities.

#### Penalties

In addition to any penalty contained in any other provision of law, a Land Bank board member or administrator who knowingly and intentionally violates any of the provisions of this code may be removed in the manner provided for in law, rules or regulations.

#### Reporting Unethical Behavior

Board members and administrators are required to report possible unethical behavior by a board member or administrator of the Authority to the Ethics Officer. Board members and administrators may file ethics complaints anonymously and are protected from retaliation by the policies adopted by the Authority.

## Appendix E- Performance Measures

## Appendix E

### Mission Statement and Performance Measures

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The Chemung County Property Development Corporation's mission is "To acquire and return vacant, abandoned, and/or tax delinquent properties within the City of Elmira and Chemung County to uses that support community revitalization, sustained economic development and improvement of the financial condition of the City and County."

#### Performance Goals

- Review the current year's tax foreclosure property list and identify viable property candidates (single family or multifamily) to satisfy grant requirements.
- Assess chosen properties to determine the best course of action whether it be rehabilitation, demolition, or sell "as is" to an investor.
- Support community revitalization and leverage areas of growth and development
- Encourage homeownership opportunities within the City of Elmira simultaneously stimulating an increase in property taxes generated for the City.

## Appendix F- Four Year Financial Plan

		2020	2021	2022	2023	2024
Operating Revenues						
	Chares for Services					
	Rentals and Financing Income					
	Other Operating Revenue	\$ 435,200.00	\$ 837,867.60	\$ 408,367.60	\$ 225,667.60	\$ 82,467.60
<b>Total Operating Revenue</b>		<b>\$ 435,200.00</b>	<b>\$ 837,867.60</b>	<b>\$ 408,367.60</b>	<b>\$ 225,667.60</b>	<b>\$ 82,467.60</b>
Non-Operating Revenues						
	Investment Earnings					
	State Subsidies/Grants	\$ 554,420.60				
	Federal Subdidies/Grants					
	Municipal Subsidies/Grants	\$ 104,000.00				
	Public Authority Subsidies					
	Other non-operating revenues					
<b>Total Non Operating Revenue</b>		<b>\$ 658,420.60</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>
Proceeds from Issueance of Debt						
<b>Total Revenues and Financing Sources</b>		<b>\$ 1,093,620.60</b>	<b>\$ 837,867.60</b>	<b>\$ 408,367.60</b>	<b>\$ 225,667.60</b>	<b>\$ 82,467.60</b>
Operating Expenditures						
	Salaries and Wages					
	Other Employee Benefits					
	Professional Services Contracts	\$ 679,753.00	\$ 829,500.00	\$ 344,700.00	\$ 225,200.00	\$ 77,100.00
	Supplies and Materials					
	Other Operating Expenditures					
<b>Total Operating Expenditures</b>		<b>\$ 679,753.00</b>	<b>\$ 829,500.00</b>	<b>\$ 344,700.00</b>	<b>\$ 225,200.00</b>	<b>\$ 77,100.00</b>
Non-Operating Expenditures						
	Payment of Principal on Bonds and Financing Arrangements					
	Interest and other Financing Charges					
	Subsidies to other Public Authorities					
	Capital Asset Outlay					
	Grants and Donations					
	Other Non-Operating Expenditures					
<b>Total Non-Operating Expenditures</b>		<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>
<b>Total Expenditures</b>		<b>\$ 679,753.00</b>	<b>\$ 829,500.00</b>	<b>\$ 344,700.00</b>	<b>\$ 225,200.00</b>	<b>\$ 77,100.00</b>
Capital Contributions						
<b>Excess (Deficiency) of Revenues and Capital Contributions over Expenditiures</b>		<b>\$ 413,867.60</b>	<b>\$ 8,367.60</b>	<b>\$ 63,667.60</b>	<b>\$ 467.60</b>	<b>\$ 5,367.60</b>

## Appendix G- Project Details



## Chemung County Property Development Corporation

Property Address	Transaction Type	Transaction Date	Property Description	Project Type	Purchase/Sale Price	Seller/Purchaser
909 Farnham St Elmira, NY 14901	Acquisition	7/22/2020	Single Family	Rehab	\$ -	Chemung County Property Development Corporation
407 W Clinton St, Elmira NY 14901	Acquisition	7/22/2020	Single Family	Rehab	\$ 10,000.00	Cornerstone 70023 Holdings, LLC
303 Sutton St, Elmira, NY 14904	Sale	1/14/2020	Lot	Demo	\$ 2,000.00	Phillip and Rebecca Spallone
269 W Chemung Pl, Elmira, NY 14904	Sale	6/5/2020	Lot	Demo	\$ 1.00	Michael Carrigan
510 John St, Horseheads, NY 14845	Sale	7/28/2020	Lot	Demo	\$ 10,000.00	David Morgan
450 W Washington Ave, Elmira, NY 14901	Sale	8/27/2020	Single Family	Rehab	\$ 100,000.00	Judy Thompkins
320 Webber Pl, Elmira, NY 14901	Sale	6/26/2020	Single Family	Reab	\$ 10,000.00	Hosam Hammad
506 Franklin St, Elmira, NY 14904	Sale	10/19/2020	Single Family	Rehab	\$ 79,000.00	Adam Cruse
424 Balsam, Elmira, NY 14904	Sale	10/20/2020	Lot	Demo	\$ 3,000.00	Donald and Donna Bennett

## Appendix H- Not for Profit Law

## **§ 1600. Short title**

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This article shall be known and may be cited as the “land bank act”.

## **§ 1601. Legislative intent**

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The legislature finds and declares that New York's communities are important to the social and economic vitality of the state. Whether urban, suburban, or rural, many communities are struggling to cope with vacant, abandoned, and tax-delinquent properties.

There exists a crisis in many cities and their metro areas caused by disinvestment in real property and resulting in a significant amount of vacant and abandoned property. For example, Cornell Cooperative Extension Association of Erie county estimates that the city of Buffalo has thirteen thousand vacant parcels, four thousand vacant structures and an estimated twenty-two thousand two hundred ninety vacant residential units. This condition of vacant and abandoned property represents lost revenue to local governments and large costs ranging from demolition, effects of safety hazards and spreading deterioration of neighborhoods including resulting mortgage foreclosures.

The need exists to strengthen and revitalize the economy of the state and its local units of government by solving the problems of vacant and abandoned property in a coordinated manner and to foster the development of such property and promote economic growth. Such problems may include multiple taxing jurisdictions lacking common policies, ineffective property inspection, code enforcement and property rehabilitation support, lengthy and/or inadequate foreclosure proceedings and lack of coordination and resources to support economic revitalization.

There is an overriding public need to confront the problems caused by vacant, abandoned and tax-delinquent properties through the creation of new tools to be available to communities throughout New York enabling them to turn vacant spaces into vibrant places.

Land banks are one of the tools that can be utilized by communities to facilitate the return of vacant, abandoned, and tax-delinquent properties to productive use. The primary focus of land bank operations is the acquisition of real property that is tax delinquent, tax foreclosed, vacant, abandoned, and the use of tools authorized in this article to eliminate the harms and liabilities caused by such properties.

## § 1602. Definitions

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The following words and phrases when used in this article shall have the meanings given to them in this section unless the context clearly indicates otherwise:

- (a) “board of directors” or “board” shall mean the board of directors of a land bank;
- (b) “land bank” shall mean a land bank established as a charitable not-for-profit corporation under this chapter and in accordance with the provisions of this article and pursuant to this article;
- (c) “foreclosing governmental unit” shall mean “tax district” as defined in subdivision six of section eleven hundred two of the real property tax law;
- (d) “municipality” shall mean a city, village, town or county other than a county located wholly within a city;
- (e) “school district” shall mean a school district as defined under the education law; and
- (f) “real property” shall mean lands, lands under water, structures and any and all easements, air rights, franchises and incorporeal hereditaments and every estate and right therein, legal and equitable, including terms for years and liens by way of judgment, mortgage or otherwise, and any and all fixtures and improvements located thereon.

## § 1603. Creation and existence

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- (a) Any foreclosing governmental unit may create a land bank by the adoption of a local law, ordinance, or resolution as appropriate to such foreclosing governmental unit which action specifies the following:
- (1) the name of the land bank;
  - (2) the number of members of the board of directors, which shall consist of an odd number of members, and shall be not less than five members nor more than fifteen members;
  - (3) the initial individuals to serve as members of the board of directors, and the length of terms for which they are to serve;
  - (4) the qualifications, manner of selection or appointment, and terms of office of members of the board; and
  - (5) the articles of incorporation for the land bank, which shall be filed with the secretary of state in accordance with the procedures set forth in this chapter.
- (b) Two or more foreclosing governmental units may enter into an intergovernmental cooperation agreement which creates a single land bank to act on behalf of such foreclosing governmental units, which agreement shall be authorized by and be in accordance with the provisions of paragraph (a) of this section. Such intergovernmental agreement shall include provisions for dissolution of such land bank.
- (c) Any foreclosing governmental units and any municipality may enter into an intergovernmental cooperation agreement which creates a single land bank to act on behalf of such foreclosing governmental unit or units and municipality, which agreement shall be authorized by and be in accordance with the provisions of paragraph (a) of this section. Such intergovernmental agreement shall include provisions for dissolution of such land bank.
- (d) Except when a land bank is created pursuant to paragraph (b) or (c) of this section, in the event a county creates a land bank, such land bank shall have the power to acquire real property only in those portions of such county located outside of the geographical boundaries of any other land bank created by any other foreclosing governmental unit located partially or entirely within such county.
- (e) A school district may participate in a land bank pursuant to an intergovernmental cooperation agreement with the foreclosing governmental unit or units that create the land bank, which agreement shall specify the membership, if any, of such school district on the board of directors of the land bank, or the actions of the land bank which are subject to approval by the school district.
- (f) Each land bank created pursuant to this act shall be a charitable corporation, and shall have permanent and perpetual duration until terminated and dissolved in accordance with the provisions of section sixteen hundred thirteen of this article.
- (g) Nothing in this article shall be construed to authorize the existence of more than thirty-five land banks located in the state at one time, provided further that each foreclosing governmental unit or units proposing to create a land bank shall submit such local law, ordinance or resolution as required by paragraph (a) of this section, to the urban development corporation, for its review and approval. The creation of a land bank shall be conditioned upon approval of the urban development corporation.
- (h) The office of the state comptroller shall have the authority to audit any land bank pursuant to this article.

## **§ 1604. Applicability of New York law**

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This article shall apply only to land banks created pursuant to this article.

## § 1605. Board of directors

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(a)

(1) The initial size of the board shall be determined in accordance with section sixteen hundred three of this article. Unless restricted by the actions or agreements specified in section sixteen hundred three of this article, the provisions of this section shall apply.

(2) The size of the board may be adjusted in accordance with by-laws of the land bank.

(b) In the event that a land bank is created pursuant to an intergovernmental agreement in accordance with section sixteen hundred three of this article, such intergovernmental cooperation agreement shall specify matters identified in paragraph (a) of section sixteen hundred three of this article; provided, however, that each foreclosing governmental unit shall have at least one appointment to the board.

(c) Any public officer shall be eligible to serve as a board member and the acceptance of the appointment shall neither terminate nor impair such public office. For purposes of this section, "public officer" shall mean a person who is elected to a municipal office. Any municipal employee or appointed officer shall be eligible to serve as a board member.

(d) The members of the board of directors shall select annually from among themselves a chairman, a vice-chairman, a treasurer, and such other officers as the board may determine, and shall establish their duties as may be regulated by rules adopted by the board.

(e) The board shall establish rules and requirements relative to the attendance and participation of members in its meetings, regular or special. Such rules and regulations may prescribe a procedure whereby, should any member fail to comply with such rules and regulations, such member may be disqualified and removed automatically from office by no less than a majority vote of the remaining members of the board, and that member's position shall be vacant as of the first day of the next calendar month. Any person removed under the provisions of this paragraph shall be ineligible for reappointment to the board, unless such reappointment is confirmed unanimously by the board.

(f) A vacancy on the board shall be filled in the same manner as the original appointment.

(g) Board members shall serve without compensation, shall have the power to organize and reorganize the executive, administrative, clerical, and other departments of the land bank and to fix the duties, powers, and compensation of all employees, agents, and consultants of the land bank. The board may reimburse any member for expenses actually incurred in the performance of duties on behalf of the land bank.

(h) The board shall meet in regular session according to a schedule adopted by the board, and also shall meet in special session as convened by the chairman or upon written notice signed by a majority of the members.

(i) A majority of the members of the board, not including vacancies, shall constitute a quorum for the conduct of business. All actions of the board shall be approved by the affirmative vote of a majority of the members of that board present and voting; provided, however, no action of the board shall be authorized on the following matters unless approved by a majority of the total board membership:

(1) adoption of by-laws and other rules and regulations for conduct of the land bank's business;

(2) hiring or firing of any employee or contractor of the land bank. This function may, by majority vote of the total board membership, be delegated to a specified officer or committee of the land bank, under such terms and conditions, and to the extent, that the board may specify;

(3) the incurring of debt;

(4) adoption or amendment of the annual budget; and

(5) sale, lease, encumbrance, or alienation of real property, improvements, or personal property.

**(j)** Members of a board shall not be liable personally on the bonds or other obligations of the land bank, and the rights of creditors shall be solely against such land bank.

**(k)** Vote by proxy shall not be permitted. Any member may request a recorded vote on any resolution or action of the land bank.

**(l)** Each director, officer and employee shall be a state officer or employee for the purposes of sections seventy-three and seventy-four of the public officers law.

## **§ 1606. Staff**

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A land bank may employ a secretary, an executive director, its own counsel and legal staff, and such technical experts, and such other agents and employees, permanent or temporary, as it may require, and may determine the qualifications and fix the compensation and benefits of such persons. A land bank may also enter into contracts and agreements with municipalities for staffing services to be provided to the land bank by municipalities or agencies or departments thereof, or for a land bank to provide such staffing services to municipalities or agencies or departments thereof.

## § 1607. Powers

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(a) A land bank shall constitute a charitable not-for-profit corporation under New York law, which powers shall include all powers necessary to carry out and effectuate the purposes and provisions of this article, including the following powers in addition to those herein otherwise granted:

- (1) adopt, amend, and repeal bylaws for the regulation of its affairs and the conduct of its business;
- (2) sue and be sued in its own name and plead and be impleaded in all civil actions, including, but not limited to, actions to clear title to property of the land bank;
- (3) to adopt a seal and to alter the same at pleasure;
- (4) to make contracts, give guarantees and incur liabilities, borrow money at such rates of interest as the land bank may determine;
- (5) to issue negotiable revenue bonds and notes according to the provisions of this article;
- (6) to procure insurance or guarantees from the state of New York or federal government of the payments of any debts or parts thereof incurred by the land bank, and to pay premiums in connection therewith;
- (7) to enter into contracts and other instruments necessary to the performance of its duties and the exercise of its powers, including, but not limited to, intergovernmental agreements under section one hundred nineteen-o of the general municipal law for the joint exercise of powers under this article;
- (8) to enter into contracts and other instruments necessary to the performance of functions by the land bank on behalf of municipalities or agencies or departments of municipalities, or the performance by municipalities or agencies or departments of municipalities of functions on behalf of the land bank;
- (9) to make and execute contracts and other instruments necessary to the exercise of the powers of the land bank; and any contract or instrument when signed by the chairman or vice-chairman of the land bank, or by an authorized use of their facsimile signatures, and by the secretary or assistant secretary, or, treasurer or assistant treasurer of the land bank, or by an authorized use of their facsimile signatures, shall be held to have been properly executed for and on its behalf;
- (10) to procure insurance against losses in connection with the real property, assets, or activities of the land bank;
- (11) to invest money of the land bank, at the discretion of the board of directors, in instruments, obligations, securities, or property determined proper by the board of directors, and name and use depositories for its money;
- (12) to enter into contracts for the management of, the collection of rent from, or the sale of real property of the land bank;
- (13) to design, develop, construct, demolish, reconstruct, rehabilitate, renovate, relocate, and otherwise improve real property or rights or interests in real property;
- (14) to fix, charge, and collect rents, fees and charges for the use of real property of the land bank and for services provided by the land bank;
- (15) to grant or acquire a license, easement, lease (as lessor and as lessee), or option with respect to real property of the land bank;
- (16) to enter into partnership, joint ventures, and other collaborative relationships with municipalities and other public and private entities for the ownership, management, development, and disposition of real property;

- (17)** to inventory vacant, abandoned and tax foreclosed properties;
  - (18)** to develop a redevelopment plan to be approved by the foreclosing governmental unit or units;
  - (19)** to be subject to municipal building codes and zoning laws;
  - (20)** to enter in agreements with a foreclosing governmental unit for the distribution of revenues to the foreclosing governmental unit and school district;
  - (21)** to organize a subsidiary for a project or projects which the land bank has the power to pursue under this article when the primary reason for which the subsidiary shall be organized shall be to limit the potential liability impact of the subsidiary's project or projects on the land bank or because state or federal law requires that the purpose of a subsidiary be undertaken through a specific corporate or business structure. All real property of a subsidiary organized under this article shall be maintained on the inventory lists required in this article of the land bank of which it is a subsidiary and the subsidiary shall make all reports and other disclosures as are required of land banks under this article and as local public authorities, unless the subsidiary's operations and finances are consolidated with those of the land bank of which it is a subsidiary. Subsidiaries organized under this article shall be established in the form of a New York charitable not-for-profit corporation or a New York single member limited liability company. Subsidiaries shall not have the authority to issue bonds, notes or other debts, provided, however, that such subsidiaries may issue notes or other debt to the land bank of which it is a subsidiary. The organizational documents filed to create a subsidiary under this article shall state that the land bank is organizing the subsidiary for the purposes set forth in this article and the name of the subsidiary shall be reasonably related to the name of the land bank of which it is a subsidiary. The real property of a subsidiary organized under this article and its income and operations are exempt from all taxation by the state of New York and by any of its political subdivisions; and
  - (22)** to do all other things necessary to achieve the objectives and purposes of the land bank or other laws that relate to the purposes and responsibility of the land bank.
- (b)** A land bank shall neither possess nor exercise the power of eminent domain.

## § 1608. Acquisition of property

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- (a)** The real property of a land bank and its income and operations are exempt from all taxation by the state of New York and by any of its political subdivisions. The real property of a land bank shall be exempt from: (i) all special ad valorem levies and special assessments as defined in section one hundred two of the real property tax law; (ii) sewer rent imposed under article fourteen-F of the general municipal law; and (iii) any and all user charges imposed by any municipal corporation, special district or other political subdivisions of the state, provided, however, that real property of a land bank for which such land bank receives rent, fees, or other charges for the use of such real property shall not be exempt from subparagraphs (ii) and (iii) of this paragraph. Such exempt status shall be effective upon the date of transfer of title to a land bank, notwithstanding the applicable taxable status date. Notwithstanding any other general, special or local law relating to fees of clerks, no clerk shall charge or collect a fee for filing, recording or indexing any paper, document, map or proceeding filed, recorded or indexed for a land bank, or an officer thereof acting in an official capacity, nor for furnishing a transcript, certification or copy of any paper, document, map or proceeding to be used for land bank purposes.
- (b)** The land bank may acquire real property or interests in real property by gift, devise, transfer, exchange, foreclosure, purchase, or otherwise on terms and conditions and in a manner the land bank considers proper.
- (c)** The land bank may acquire real property by purchase contracts, lease purchase agreements, installment sales contracts, land contracts, and may accept transfers from municipalities upon such terms and conditions as agreed to by the land bank and the municipality. Notwithstanding any other law to the contrary, any municipality may transfer to the land bank real property and interests in real property of the municipality on such terms and conditions and according to such procedures as determined by the municipality.
- (d)** The land bank shall maintain all of its real property in accordance with the laws and ordinances of the jurisdiction in which the real property is located.
- (e)** The land bank shall not own or hold real property located outside the jurisdictional boundaries of the foreclosing governmental unit or units which created the land bank; provided, however, that a land bank may be granted authority pursuant to an intergovernmental cooperation agreement with another municipality to manage and maintain real property located within the jurisdiction of such other municipality.
- (f)** Notwithstanding any other provision of law to the contrary, any municipality may convey to a land bank real property and interests in real property on such terms and conditions, form and substance of consideration, and procedures, all as determined by the transferring municipality in its discretion.
- (g)** The acquisition of real property by a land bank pursuant to the provisions of this article, from entities other than political subdivisions, shall be limited to real property that is tax delinquent, tax foreclosed, vacant or abandoned; provided, however, that a land bank shall have authority to enter into agreements to purchase other real property consistent with an approved redevelopment plan.
- (h)** The land bank shall maintain and make available for public review and inspection a complete inventory of all property received by the land bank. Such inventory shall include: the location of the parcel; the purchase price, if any, for each parcel received; the current value assigned to the property for purposes of real property taxation; the amount, if any, owed to the locality for real property taxation; the identity of the transferor; and any conditions or restrictions applicable to the property.
- (i)** All parcels received by the land bank shall be listed on the received inventory established pursuant to paragraph (h) of this section within one week of acquisition and shall remain in such inventory for one week prior to disposition.
- (j)** Failure to comply with the requirements in paragraphs (h) and (i) of this section with regard to any particular parcel shall cause such acquisition by the land bank to be null and void.

## § 1609. Disposition of property

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**(a)** The land bank shall hold in its own name, or in the name of a lawfully organized subsidiary, all real property acquired by the land bank irrespective of the identity of the transferor of such property.

**(a-1)** This section governing the disposition of property by land banks shall supersede section twenty-eight hundred ninety-seven of the public authorities law in the governance of property dispositions by land banks and, as such, notwithstanding any other general, special or local law to the contrary, section twenty-eight hundred ninety-seven of the public authorities law shall not apply to land banks.

**(b)** The land bank shall maintain and make available for public review and inspection a complete inventory of all real property dispositions by the land bank. Such inventory shall include a complete copy of the sales contract including all terms and conditions including, but not limited to, any form of compensation received by the land bank or any other party which is not included within the sale price.

**(c)** The land bank shall determine and set forth in policies and procedures of the board of directors the general terms and conditions for consideration to be received by the land bank for the transfer of real property and interests in real property, which consideration may take the form of monetary payments and secured financial obligations, covenants and conditions related to the present and future use of the property, contractual commitments of the transferee, and such other forms of consideration as are consistent with state and local law.

**(d)** The land bank may convey, exchange, sell, transfer, lease as lessor, grant, release and demise, pledge any and all interests in, upon or to real property of the land bank.

**(e)** A foreclosing governmental unit may, in its local law, resolution or ordinance creating a land bank, or, in the case of multiple foreclosing governmental units creating a single land bank in the applicable intergovernmental cooperation agreement, establish a hierarchical ranking of priorities for the use of real property conveyed by a land bank including but not limited to:

- (1)** use for purely public spaces and places;
- (2)** use for affordable housing;
- (3)** use for retail, commercial and industrial activities;
- (4)** use as wildlife conservation areas; and
- (5)** such other uses and in such hierarchical order as determined by the foreclosing governmental unit or units.

**(f)** A foreclosing governmental unit may, in its local law, resolution or ordinance creating a land bank, or, in the case of multiple foreclosing governmental units creating a single land bank in the applicable intergovernmental cooperation agreement, require that any particular form of disposition of real property, or any disposition of real property located within specified jurisdictions, be subject to specified voting and approval requirements of the board of directors. Except and unless restricted or constrained in this manner, the board of directors may delegate to officers and employees the authority to enter into and execute agreements, instruments of conveyance and all other related documents pertaining to the conveyance of real property by the land bank.

**(g)** All property dispositions shall be listed on the property disposition inventory established pursuant to paragraph (b) of this section within one week of disposition. Such records shall remain available for public inspection in the property disposition inventory indefinitely.

**(h)** Failure to comply with the requirements in paragraph (g) of this section shall subject the land bank to a civil penalty of one hundred dollars per violation up to a maximum of ten thousand dollars for each parcel, recoverable in an action brought by the attorney general or district attorney. The attorney general or district attorney may also seek rescission of the real property transaction.

## **§ 1610. Financing of land bank operations**

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**(a)** A land bank may receive funding through grants and loans from the foreclosing governmental unit or units which created the land bank, from other municipalities, from the state of New York, from the federal government, and from other public and private sources.

**(b)** A land bank may receive and retain payments for services rendered, for rents and leasehold payments received, for consideration for disposition of real and personal property, for proceeds of insurance coverage for losses incurred, for income from investments, and for any other asset and activity lawfully permitted to a land bank under this article.

**(c)** Upon the adoption of a local law, ordinance, or resolution by municipality, school district or any taxing district, fifty percent of the real property taxes collected on any specific parcel of real property identified by such municipality, school district or any taxing jurisdiction may be remitted to the land bank, in accordance with procedures established by regulations promulgated by the department of taxation and finance. Such allocation of real property tax revenues shall commence with the first taxable year following the date of conveyance and shall continue for a period of five years.

## **§ 1611. Borrowing and issuance of bonds**

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- (a)** A land bank shall have power to issue bonds for any of its corporate purposes, the principal and interest of which are payable from its revenues generally. Any of such bonds may be secured by a pledge of any revenues, including grants or contributions from the state of New York, the federal government, or any agency, and instrumentality thereof, or by a mortgage of any property of the land bank.
- (b)** The bonds issued by a land bank are hereby declared to have all the qualities of negotiable instruments under New York state law.
- (c)** The bonds of a land bank created under the provisions of this article and the income therefrom shall at all times be free from taxation for the state of New York or local purposes under any provision of New York law.
- (d)** Bonds issued by the land bank shall be authorized by resolution of the board and shall be limited obligations of the land bank; the principal and interest, costs of issuance, and other costs incidental thereto shall be payable solely from the income and revenue derived from the sale, lease, or other disposition of the assets of the land bank. In the discretion of the land bank, the bonds may be additionally secured by mortgage or other security device covering all or part of the project from which the revenues so pledged may be derived. Any refunding bonds issued shall be payable from any source described above or from the investment of any of the proceeds of the refunding bonds and shall not constitute an indebtedness or pledge of the general credit of any foreclosing governmental unit or municipality within the meaning of any constitutional or statutory limitation of indebtedness and shall contain a recital to that effect. Bonds of the land bank shall be issued in such form, shall be in such denominations, shall bear interest, shall mature in such manner, and be executed by one or more members of the board as provided in the resolution authorizing the issuance thereof. Such bonds may be subject to redemption at the option of and in the manner determined by the board in the resolution authorizing the issuance thereof.
- (e)** Bonds issued by the land bank shall be issued, sold, and delivered in accordance with the terms and provisions of a resolution adopted by the board. The board may sell such bonds in such manner, either at public or at private sale, and for such price as it may determine to be in the best interests of the land bank. The resolution issuing bonds shall be published in a newspaper of general circulation within the jurisdiction of the land bank and posted prominently and continuously on the homepage of any website maintained by the land bank.
- (f)** Neither the members of a land bank nor any person executing the bonds shall be liable personally on any such bonds by reason of the issuance thereof. Such bonds or other obligations of a land bank shall not be a debt of any municipality or of the state of New York, and shall so state on their face, nor shall any municipality or the state of New York nor any revenues or any property of any municipality or of the state of New York be liable therefor.

## § 1612. Public records and public meetings

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**(a)** The board shall cause minutes and a record to be kept of all its proceedings. Except as otherwise provided in this section, the land bank shall be subject to the open meetings law and the freedom of information law.

**(b)** A land bank shall hold a public hearing prior to financing or issuance of bonds. The land bank shall schedule and hold a public hearing and solicit public comment. After the conclusion of the public hearing and comments, the land bank shall consider the results of the public hearing and comments with respect to the proposed actions. Such consideration by the land bank shall include the accommodation of the public interest with respect to such actions; if such accommodation is deemed in the best interest of the community proposed actions shall include such accommodation.

**(c)** In addition to any other report required by this chapter, the land bank, through its chairperson, shall annually deliver, in oral and written form, a report to the municipality. Such report shall be presented by March fifteenth of each year to the governing body or board of the municipality. The report shall describe in detail the projects undertaken by the land bank during the past year, the monies expended by the land bank during the past year, and the administrative activities of the land bank during the past year. At the conclusion of the report, the chairperson of the land bank shall be prepared to answer the questions of the municipality with respect to the projects undertaken by the authority during the past year, the monies expended by the municipality during the past year, and the administrative activities of the municipality during the past year.

## **§ 1613. Dissolution of land bank**

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A land bank may be dissolved as a charitable not-for-profit corporation sixty calendar days after an affirmative resolution approved by two-thirds of the membership of the board of directors. Sixty calendar days advance written notice of consideration of a resolution of dissolution shall be given to the foreclosing governmental unit or units that created the land bank, shall be published in a local newspaper of general circulation, and posted prominently and continuously on the homepage of any website maintained by the land bank, and shall be sent certified mail to the trustee of any outstanding bonds of the land bank. Upon dissolution of the land bank all real property, personal property and other assets of the land bank shall become the assets of the foreclosing governmental unit or units that created the land bank. In the event that two or more foreclosing governmental units create a land bank in accordance with section sixteen hundred three of this article, the withdrawal of one or more foreclosing governmental units shall not result in the dissolution of the land bank unless the intergovernmental agreement so provides, and there is no foreclosing governmental unit that desires to continue the existence of the land bank.

## **§ 1614. Conflicts of interest**

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No member of the board or employee of a land bank shall acquire any interest, direct or indirect, in real property of the land bank, in any real property to be acquired by the land bank, or in any real property to be acquired from the land bank. No member of the board or employee of a land bank shall have any interest, direct or indirect, in any contract or proposed contract for materials or services to be furnished or used by a land bank. The board may adopt supplemental rules and regulations addressing potential conflicts of interest and ethical guidelines for members of the board and land bank employees.

## **§ 1615. Construction, intent and scope**

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The provisions of this article shall be construed liberally to effectuate the legislative intent and the purposes as complete and independent authorization for the performance of each and every act and thing authorized by this article, and all powers granted shall be broadly interpreted to effectuate the intent and purposes and not as a limitation of powers. Except as otherwise expressly set forth in this article, in the exercise of its powers and duties under this article and its powers relating to property held by the land bank, the land bank shall have complete control as fully and completely as if it represented a private property owner and shall not be subject to restrictions imposed by the charter, ordinances, or resolutions of a local unit of government.

## **§ 1616. Delinquent property tax enforcement**

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The municipality may enter into a contract to sell some or all of the delinquent tax liens held by it to a land bank, subject to the following conditions:

- (a)** The consideration to be paid may be more or less than the face amount of the tax liens sold.
- (b)** Property owners shall be given at least thirty days advance notice of such sale in the same form and manner as is provided by subdivision two of section eleven hundred ninety of the real property tax law. Failure to provide such notice or the failure of the addressee to receive the same shall not in any way affect the validity of any sale of a tax lien or tax liens or the validity of the taxes or interest prescribed by law with respect thereto.
- (c)** The municipality shall set the terms and conditions of the contract of sale.
- (d)** The land bank must thirty days prior to the commencement of any foreclosure action provide to the municipality a list of liens to be foreclosed. The municipality may, at its sole option and discretion, repurchase a lien or liens on the foreclosure list from the land bank. The repurchase price shall be the amount of the lien or liens plus any accrued interest and collection fees incurred by the land bank. The land bank shall provide the foreclosure list to the municipality, along with the applicable repurchase price of each lien, by certified mail, and the municipality shall have thirty days from receipt to notify the land bank of its option to purchase one or more of the liens. If the municipality opts to purchase the lien, it shall provide payment within thirty days of receipt of the repurchase price of said lien or liens. If the municipality shall fail to opt to repurchase the lien or liens the land bank shall have the right to commence a foreclosure action immediately.
- (e)** The sale of a tax lien pursuant to this article shall not operate to shorten the otherwise applicable redemption period or change the otherwise applicable interest rate.
- (f)** Upon the expiration of the redemption period prescribed by law, the purchaser of a delinquent tax lien, or its successors or assigns, may foreclose the lien as in an action to foreclose a mortgage as provided in section eleven hundred ninety-four of the real property tax law. The procedure in such action shall be the procedure prescribed by article thirteen of the real property actions and proceedings law for the foreclosure of mortgages. At any time following the commencement of an action to foreclose a lien, the amount required to redeem the lien, or the amount received upon sale of a property, shall include reasonable and necessary collection costs, attorneys' fees, legal costs, allowances, and disbursements.
- (g)** The provisions of title five of article eleven of the real property tax law shall apply so far as is practicable to a contract for the sale of tax liens pursuant to this article.
- (h)** If the court orders a public sale pursuant to section eleven hundred thirty-six of the real property tax law, and the purchaser of the property is the land bank, then the form, substance, and timing of the land bank's payment of the sales price may be according to such agreement as is mutually acceptable to the plaintiff and the land bank. The obligation of the land bank to perform in accordance with such agreement shall be deemed to be in full satisfaction of the tax claim which was the basis for the judgment.
- (i)** Notwithstanding any other provision of law to the contrary, in the event that no municipality elects to tender a bid at a public sale pursuant to the provisions of section eleven hundred sixty-six of the real property tax law or sale pursuant to the provisions of a county charter, city charter, administrative code, or special law when applicable under section eleven hundred four of the real property tax law, the land bank may tender a bid at such sale in an amount equal to the total amount of all municipal claims and liens which were the basis for the judgment. In the event of such tender by the land bank the property shall be deemed sold to the land bank regardless of any bids by any other third parties. The bid of the land bank shall be paid as to its form, substance, and timing according to such agreement as is mutually acceptable to the plaintiff and the land bank. The obligation of the land bank to perform in

accordance with such agreement shall be deemed to be in full satisfaction of the municipal claim which was the basis for the judgment. The land bank, as purchaser at such public sale or sale pursuant to the provisions of a county charter, city charter, administrative code, or special law when applicable under section eleven hundred four of the real property tax law, shall take and forever thereafter have, an absolute title to the property sold, free and discharged of all tax and municipal claims, liens, mortgages, charges and estates of whatsoever kind. The deed to the land bank shall be executed, acknowledged and delivered within thirty days of the sale. Alternatively, the land bank can assign all rights resulting from the land bank's successful tender for the property to the foreclosing governmental unit, which would allow the property to be deeded directly to the foreclosing governmental unit. All land bank acquisitions pursuant to this paragraph shall comply with section sixteen hundred eight of this article and all dispositions of property acquired pursuant to this paragraph shall comply with section sixteen hundred nine of this article.

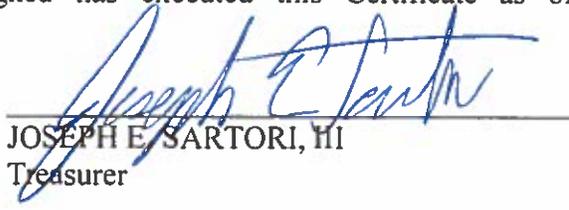
## Appendix I- Articles of Incorporation

**CHEMUNG COUNTY PROPERTY DEVELOPMENT CORPORATION  
OFFICER'S CERTIFICATE**

The undersigned, JOSEPH E. SARTORI, III, being the Treasurer of CHEMUNG COUNTY PROPERTY DEVELOPMENT CORPORATION, a not-for-profit corporation organized under the laws of the State of New York (the "Corporation"), does hereby certify as follows:

- (a) I am the duly elected Treasurer of the Corporation as of March 24, 2017.
- (b) Attached hereto are true and complete copies of the Articles of Incorporation and By Laws of the Corporation.

IN WITNESS WHEREOF, the undersigned has executed this Certificate as of December 7, 2017.

  
\_\_\_\_\_  
JOSEPH E. SARTORI, III  
Treasurer

FILING RECEIPT

=====  
ENTITY NAME: CHEMUNG COUNTY PROPERTY DEVELOPMENT CORPORATION

DOCUMENT TYPE: AMENDMENT (DOMESTIC NFP)  
PROCESS PROVISIONS

COUNTY: CHEM

=====  
FILED:07/05/2017 DURATION:\*\*\*\*\* CASH#:170705000217 FILM #:170705000209

FILER:

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BRYAN J. MAGGS, ESQ.  
CHEMUNG COUNTY LAW DEPARTMENT  
P.O. BOX 588  
ELMIRA, NY 14902-0588

ADDRESS FOR PROCESS:

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THE CORPORATION  
400 EAST CHURCH STREET  
ELMIRA, NY 14901

REGISTERED AGENT:



=====  
SERVICE COMPANY: \*\* NO SERVICE COMPANY \*\*

SERVICE CODE: 00

FEEs            30.00  
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FILING           30.00  
TAX              0.00  
CERT             0.00  
COPIES           0.00  
HANDLING        0.00

PAYMENTS       30.00  
-----  
CASH             0.00  
CHECK            30.00  
CHARGE           0.00  
DRAWDOWN        0.00  
OPAL             0.00  
REFUND           0.00



**CERTIFICATE OF AMENDMENT  
OF THE  
CERTIFICATE OF INCORPORATION  
OF**

**CHEMUNG COUNTY PROPERTY DEVELOPMENT CORPORATION**

*(Name of Domestic Corporation)*

Under Section 803 of the Not-for-Profit Corporation Law

**FIRST:** The name of the corporation is:

Chemung County Property Development Corporation

If the name of the corporation has been changed, the name under which it was formed is:

**SECOND:** The certificate of incorporation was filed by the Department of State on:

December 2, 2016

**THIRD:** The law the corporation was formed under is:

Section 402 of the NYS Not-for-Profit Corporation Law

**FOURTH:** The corporation is a corporation as defined in subparagraph (5) of paragraph (a) of Section 102 of the Not-for-Profit Corporation Law.

FIFTH: The certificate of incorporation is amended as follows:

Paragraph Article VII of the Certificate of Incorporation regarding dissolution of the organization

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is hereby [check the appropriate box]  added  amended to read in its entirety as follows:

The period of the corporation's duration is perpetual. Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Article X  
Paragraph \_\_\_\_\_ of the Certificate of Incorporation regarding

IRS Section 501(c)(3) requirements

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is hereby [*check the appropriate box*]  added  amended to read in its entirety as follows:

The said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations described under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

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*(Remove this page if not needed)*

SIXTH: The Secretary of State is designated as agent of the corporation upon whom process against it may be served. The address to which the Secretary of State shall forward copies of process accepted on behalf of the corporation is:

Chemung County Property Development Corporation  
400 East Church Street  
Elmira, NY 14901

SEVENTH: The certificate of amendment was authorized by: *(Check the appropriate box)*

- a vote of a majority of the members at a meeting.
- the unanimous written consent of the members entitled to vote thereon.
- a vote of a majority of the entire board of directors. The corporation has no members.

X  \_\_\_\_\_  
*(Signature)*

Director \_\_\_\_\_  
*(Capacity of Signer)*

Joseph E. Sartori, III  
\_\_\_\_\_  
*(Print or Type Signer's Name)*

CERTIFICATE OF AMENDMENT  
OF THE  
CERTIFICATE OF INCORPORATION  
OF  
CHEMUNG COUNTY PROPERTY DEVELOPMENT CORPORATION

---

*(Name of Domestic Corporation)*

Under Section 803 of the Not-for-Profit Corporation Law

Filer's Name Bryan J. Maggs, Esq.

Address Chemung County Law Department, P.O. Box 588

City, State and Zip Code Elmira, NY 14902-0588

**NOTES:**

1. The name of the corporation and its date of incorporation provided on this certificate must exactly match the records of the Department of State. This information should be verified on the Department of State's website at [www.dos.ny.gov](http://www.dos.ny.gov).
2. The certificate must be submitted with a \$30 filing fee.
3. This form was prepared by the New York State Department of State. It does not contain all optional provisions under the law. You are not required to use this form. You may draft your own form or use forms available at legal stationery stores.
4. The Department of State recommends that all documents be prepared under the guidance of an attorney.
5. Please be sure to review Section 804 and Section 404 of the Not-for-Profit Corporation Law to determine if any consents or approvals are required to be attached to this certificate of amendment.

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*For Office Use Only*

AMENDED  
CERTIFICATE OF INCORPORATION  
OF  
CHEMUNG COUNTY PROPERTY DEVELOPMENT CORPORATION  
Under Section 402 of the Not-For-Profit Corporation Law

The undersigned persons(s) acting as incorporator(s) of a corporation under Section 402 of the N.Y. Not-for-Profit Corporation Law, adopt the following Certificate of Incorporation for such corporation:

ARTICLE I

The name of the corporation is Chemung County Property Development Corporation.

ARTICLE II

The corporation is a corporation as defined in Section 102(a)(5) of the New York Not-for-Profit Corporation Law.

ARTICLE III

The purposes for which the Corporation is to be formed and operated are exclusively for charitable purposes as a land bank, to combat community deterioration by facilitating the return of vacant, abandoned, and tax-delinquent properties to productive use in order to eliminate the harms and liabilities caused by such properties, and lessen the burden of government and act in the public interest. In furtherance of said purposes, the Corporation's powers shall include all powers and duties granted to land bank corporations as set forth in Article 16 of the Not-for-Profit Corporation Law of the State of New York, as it may be amended from time to time, which powers are incorporated herein by reference as if fully stated herein, and shall also include:

- (a) Any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its members, directors, officers or any private person.
- (b) In general, to perform any and all acts and things, and exercise any and all powers which may now or hereafter be lawful for the Corporation to do or exercise under pursuant to the laws of the State of New York for the purpose of accomplishing any of the foregoing purposes of the Corporation.

The Corporation's public objective and mission, which the Corporation's purpose will achieve, includes the lessening of the burdens of government by undertaking, promoting, and facilitating the return of vacant, abandoned, and tax delinquent properties to productive use in order to eliminate the harms and liabilities caused by such properties and to combat community deterioration in the County of Chemung, that will include real estate development and

management, real estate project finance, and other community-based economic and human services development activities permissible under the Not-for-Profit Corporation Law. The Corporation may contract with other foreclosing governmental units within the County of Chemung to achieve these purposes on terms agreeable to the Corporation.

#### ARTICLE IV

The Corporation will be a corporation as defined in Section 201 of the Not-for-Profit Corporation Law, and, as provided in Section 1603(f) of the Not-for-Profit Corporation Law, will be a charitable corporation.

#### ARTICLE V

The office of this corporation is to be located in the County of Chemung and State of New York.

#### ARTICLE VI

The Names and Addresses of the initial Directors of the Corporation are:

Name: Joseph E. Sartori, III,  
Address: 807 Euclid Avenue, Elmira, NY 14905

Name: Dawn Burlew  
Address: 150 Bert Little Road, Lowman, NY 14861

Name: L. Thomas Sweet  
Address: 807 Center Street, Horseheads, NY 14845

Name: Jennifer Miller  
Address: 974 Lincoln Street, Elmira, NY 14901

Name: Randy Olthof  
Address: 832 West First Street, Elmira, NY 14905

#### ARTICLE VII

The period of the corporation's duration is perpetual. Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## ARTICLE VIII

The Secretary of State is designated as the agent of the corporation upon whom service of process against the corporation may be made. The post office address to which the Secretary of State shall mail a copy of any process against the corporation is:

Chemung County Property Development Corporation  
400 East Church Street  
Elmira, New York 14901

## ARTICLE IX

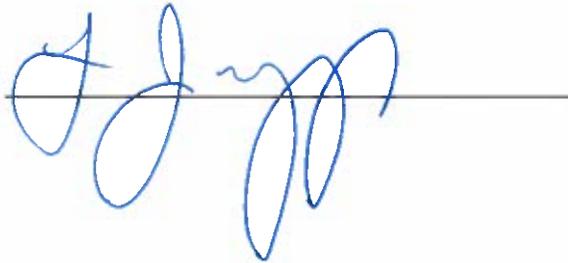
The property of this corporation is irrevocably dedicated to charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private individual.

## ARTICLE X

The said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations described under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Incorporator Name: Bryan J. Maggs, Esq., Chemung County Attorney  
Address: 203 Lake Street, P.O. Box 588, Elmira, NY 14902

Signature:



## Appendix J- Memorandum of Understanding

Chemung County Property Development Corporation
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HOUSING COLLABORATION DEVELOPMENT AGREEMENT  
 BETWEEN  
 CHEMUNG COUNTY PROPERTY DEVELOPMENT CORPORATION  
 AND  
 ARBOR HOUSING AND DEVELOPMENT

This agreement entered into as of the 1<sup>st</sup> day of September, 2019 between Chemung County Property Development Corporation ("CCPDC"), a 501(c)(3) organization and Arbor Housing and Development, a New York Not-For-Profit Corporation with offices at 26 Bridge St, Corning, NY 14830 (hereinafter "Arbor").

RECITALS:

- A. Through the Land Bank Community Revitalization Initiative ("grant"), CCPDC desires to enhance the housing stock, play a pivotal role in the City of Elmira's current downtown revitalization program, and eliminate blight and pockets of poverty within and surrounding the City's downtown core area and provide services under this agreement appropriate to other parts of the County as determined by the CCPDC. This grant is provided by Enterprise Community Partners, Inc. ("Enterprise").
- B. The grant requires CCPDC to provide staffing in order to facilitate agreements for essential program support services, subject to board approval. Services include, recordkeeping, property appraisal, structural stabilization and maintenance, environmental review, demolition, and rehabilitation contract services.
- C. Arbor agrees to be the consulting entity that will administer the services described above and ensure grant compliance.
- D. The parties desire to implement the grant through a Memorandum of Understanding.

NOW THEREFORE, in consideration of the promises set forth herein and other good and valuable consideration the receipt and sufficiency of which is hereby acknowledged by all of the parties, CCPDC, and Arbor hereby agree as follows:

I. Staffing

Arbor will provide staff resources through this M.O.U and will support the CCPDC Board of Directors with the administration of the Chemung County Property Development Corporation

II. Governance

Oversight of Arbor and the scope of work as identified within the Memorandum of Understanding will be provided by the CCPDC Board of Directors. The City of Elmira Community Development Department and Southern Tier Economic Growth will be available to Arbor in an advisory capacity.

Chemung County Property Development Corporation
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### III. Responsibility of Arbor Housing and Development

Arbor Housing and Development will provide administrative support as follows

- A. Board Support: Arbor will provide administrative support to the Board of Directors consistent with the provisions of this agreement and the job description for CCPDC Executive Director attached hereto and made a part hereof as Exhibit "A".
- B. Financial Record Keeping: Arbor will provide financial record keeping to CCPDC and shall provide CCPDC with periodic financial reports as directed by the Board and shall ensure that CCPDC complies with all Authority Budget Office requirements and guidelines. Arbor shall be responsible for annual reporting to the Authorities Budget Office.
- C. Planning/Policy Assistance: Arbor will provide the board with general planning and policy assistance to determine program needs and prioritize the use of resources.
- D. Outreach and Technical Assistance: Arbor will provide technical assistance to CCPDC, home owners, developers and contractors interested in participating in residential/commercial improvement programs and financing opportunities. This assistance may take the form of outreach, training sessions, consultations, and referrals to the appropriate agencies or service providers.
- E. Project Development and Program Management: Arbor will execute the work plan described in the grant application in collaboration with CCPDC. Arbor will determine and administer the financial assistance provided in accordance with guidelines established by the grant. Arbor will assist with any housing study needs, and collaborate with county and city partners.
- F. Construction, Demolition, and Rehabilitation Oversight: Arbor will manage, coordinate, and facilitate the construction, demolition, and rehabilitation efforts of the grant on behalf of CCPDC. This may include, but is not limited to working with contractors, performing inspections of construction/ demolition progress, ensuring property testing is performed, selecting contractors, identifying potential properties for CCPDC to acquire, sale/disposition of properties, and other grant requirements.
- G. General Management and Related Work: Arbor will perform general management on behalf of CCPDC. Arbor will perform related work not contemplated or enumerated herein on behalf of CCPDC, as there may be additional work unknown to either party during the production of this agreement, but required under the grant.
- H. Receipt and payment of funds of the grant: Arbor acknowledged that it will not place any funds of or due to CCPDC with its own, and will promptly surrender any receipts to CCPDC so that such funds may be deposited in CCPDC's account in an authorized depository and under the exclusive control of the duly authorized officers(s) of CCPDC.
- I. Budget: The budget attached hereto and made a part hereof as Exhibit "B" shall represent the fee for service that shall be paid to Arbor in the performance of the agreement.

### IV. Financial Commitment

Chemung County Property Development Corporation
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Consideration shall not exceed \$105,000.00 per year. Invoices shall be submitted at the end of each quarter to CCPDC in order for payment to be processed at the beginning of the following quarter. Advance payments shall be made on a quarterly basis in equal installments of \$26,250 per quarter.

V. Term

The term of this agreement shall commence on September 1, 2019 and continue through August 31, 2021.

VI. Termination

Any party may terminate this agreement at any time by giving written notice to the other parties prior to the January 1 that precedes the following August 1 fiscal year start

VII. Notices

Any notices required or desired by the parties shall be sent by registered or certified mail to:

Thomas Sweet CCPDC Board Chair C/O Chemung County Legislature PO Box 588 Elmira, New York 14902-0588	Jeffrey E. Eaton President/CEO Arbor Housing and Development 26 Bridge St Corning, NY 14830
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VIII. Remedies Cumulative

No mention in this Agreement of any specific right or remedy shall preclude either party from exercising any other right or from having any other remedy or from maintaining any action to which it may be otherwise entitled at law or in equity.

IX. Non-Waiver

The failure of either party to insist in any one or more instances upon a strict performance of any covenant of this Agreement or the waiver by either party of any breach of any term, covenant or condition herein contained shall not be deemed to be a waiver or relinquishment of such term, covenant or condition or any subsequent breach of the same or any other term, covenant or condition herein contained. No covenant, term or condition of this Lease shall be deemed to have been waived by either party unless waived by written instrument.

X. Full Authority

Each signatory to this Agreement is vested with full authority to execute and deliver this Agreement on behalf of the party for which he or she is acting, in the capacity set forth below, and each entity that is a party to this Agreement has undertaken and completed all requisite processes and resolutions to authorize the party to enter into the agreements herein set forth.

The CCODC Board has given authority to Arbor's CEO and Director of Real Estate to execute contracts and other applicable documents, based on prior resolution of the board. This authority

Chemung County Property Development Corporation
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includes but is not limited to payment applications, insurance documents, Purchase and Sales Agreements.

XI. Force Majeure

Neither party shall be required to perform any of its obligations under this agreement, nor shall such party be liable for loss or damage for failure to do so, nor shall the other part thereby be released from any of its obligations under this agreement, where such failure by the non-performing party arises from or through acts of God, strikes, lockouts, labor difficulties, explosions, sabotage, accident, riots, civil commotions, acts of war, results of any warfare or warlike conditions in this or any foreign country, fire or casualty, legal or regulatory requirements, energy shortage or other causes beyond the reasonable control of the non-performing party.

XII. Compliance with Law

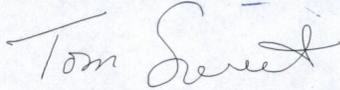
Each party to this agreement shall adopt and adhere to such policies, practices and procedures as may be reasonably necessary or useful to ensure that such party's performance of this Agreement is in compliance with all applicable laws and regulations, including with respect to procurement and contracting, minimum wage, prevailing wage, records retention, and all other state, federal, or local requirements, acknowledging that activities of CCPDC may be constrained by such considerations.

[Signature Page Follows]

Chemung County Property Development Corporation

IN WITNESS WHEREOF, the parties have duly executed this Agreement intending to be bound as of the date first set forth above

Chemung County Property Development Corporation

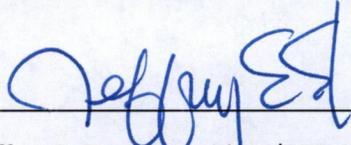


7/19/2019

Thomas Sweet, Chair Board of Directors

(Date)

Arbor Housing and Development



7/22/19

Jeffrey E. Eaton, President/CEO Arbor Housing and Development

(Date)

## Appendix K- Financial Audit

CHEMUNG COUNTY PROPERTY  
DEVELOPMENT CORPORATION

Financial Statements

December 31, 2020 and 2019

(With Independent Auditors' Report Thereon)

CHEMUNG COUNTY PROPERTY DEVELOPMENT CORPORATION

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## INDEPENDENT AUDITORS' REPORT

The Board of Directors  
Chemung County Property Development Corporation:

### Report on the Financial Statements

We have audited the accompanying financial statements of Chemung County Property Development Corporation (the Corporation), which comprise the statements of financial position as of December 31, 2020 and 2019, and the related statements of activities and cash flows for the years then ended, and the related notes to financial statements.

### Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

### Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Corporation's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Corporation's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Chemung County Property Development Corporation as of December 31, 2020 and 2019, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

EFPR Group, CPAs, PLLC

Williamsville, New York  
June 7, 2021

CHEMUNG COUNTY PROPERTY DEVELOPMENT CORPORATION  
 Statements of Financial Position  
 Years ended December 31, 2020 and 2019

	<u>Assets</u>	<u>2020</u>	<u>2019</u>
Current assets:			
Cash		\$ 215,537	277,646
Receivables		132,482	41,210
Prepaid expenses		<u>11,221</u>	<u>14,853</u>
Total assets		<u>\$ 359,240</u>	<u>333,709</u>
 <u>Liabilities and Net Assets</u> 			
Current liabilities - accounts payable		<u>244</u>	<u>40,768</u>
Net assets:			
Without donor restrictions		358,996	236,589
With donor restrictions		<u>-</u>	<u>56,352</u>
Total net assets		<u>358,996</u>	<u>292,941</u>
Total liabilities and net assets		<u>\$ 359,240</u>	<u>333,709</u>

See accompanying notes to financial statements.

CHEMUNG COUNTY PROPERTY DEVELOPMENT CORPORATION  
 Statements of Activities  
 Years ended December 31, 2020 and 2019

	<u>2020</u>	<u>2019</u>
Revenue:		
Grant income	\$ 363,695	382,018
Donations	-	17,749
Interest income	227	244
Other revenue	11,318	14,900
Sale of property	179,799	389,133
Released from restrictions	<u>56,352</u>	<u>-</u>
Total revenue	<u>611,391</u>	<u>804,044</u>
Expenses:		
Construction and demolition costs	301,160	459,056
Utilities	5,133	3,126
Administrative expenses	137,641	109,775
Professional services	13,878	17,685
General insurance	31,130	34,461
Travel and conferences	<u>42</u>	<u>832</u>
Total expenses	<u>488,984</u>	<u>624,935</u>
Change in net assets without donor restrictions	<u>122,407</u>	<u>179,109</u>
Change in net assets with donor restrictions:		
Restricted contributions	-	56,352
Released from restrictions	<u>(56,352)</u>	<u>-</u>
Change in net assets with donor restrictions	<u>(56,352)</u>	<u>56,352</u>
Change in net assets	66,055	235,461
Net assets at beginning of year	<u>292,941</u>	<u>57,480</u>
Net assets at end of year	<u><u>\$ 358,996</u></u>	<u><u>292,941</u></u>

See accompanying notes to financial statements.

CHEMUNG COUNTY PROPERTY DEVELOPMENT CORPORATION  
 Statements of Cash Flows  
 Years ended December 31, 2020 and 2019

	<u>2020</u>	<u>2019</u>
Cash flows from operating activities:		
Change in net assets	\$ 66,055	235,461
Adjustments to reconcile change in net assets to net cash provided by (used in) operating activities - changes in:		
Receivables	(91,272)	(28,710)
Prepaid expenses	3,632	(11,103)
Accounts payable	(40,524)	21,934
Deferred revenue	<u>-</u>	<u>(195,790)</u>
Net cash provided by (used in) operating activities	(62,109)	21,792
Cash at beginning of year	<u>277,646</u>	<u>255,854</u>
Cash at end of year	<u><u>\$ 215,537</u></u>	<u><u>277,646</u></u>

See accompanying notes to financial statements.

# CHEMUNG COUNTY PROPERTY DEVELOPMENT CORPORATION

## Notes to Financial Statements

December 31, 2020 and 2019

### (1) Summary of Significant Accounting Policies

#### (a) Nature of Activities

The Chemung County Property Development Corporation (the Corporation) was established in December 2016 to combat the problem of vacant and abandoned properties in Chemung County, New York and the City of Elmira and facilitate the return of vacant, abandoned and tax-delinquent properties to productive use through the use of funds and powers granted under the New York State (NYS) Community Revitalization Initiative Program (CRI) administered by the New York State Office of the Attorney General. The Corporation was formed within the parameters of the New York Land Bank Act, under Section 402 of the New York Not-For-Profit Corporation Law. The Corporation was awarded initial funding from the Local Initiative Support Corporation in 2017.

#### (b) Basis of Accounting

The accompanying financial statements of the Corporation have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

#### (c) Basis of Presentation

The Corporation reports information regarding its financial position and activities according to two classes of net assets: net assets without donor restrictions and net assets with donor restrictions. Net assets without donor restrictions represents resources available for the general support of the Corporation's activities. Net assets with donor restrictions are those whose use has been limited by donor-imposed stipulations and either expire by passage of time or can be fulfilled by actions of the Corporation.

#### (d) Estimates

The preparation of financial statements in accordance with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

#### (e) Cash

For purposes of the statements of cash flows, the Corporation considers all highly liquid debt instruments purchased with a maturity of three months or less to be cash equivalents.

#### (f) Concentrations of Credit Risk

Financial instruments that potentially subject the Corporation to concentrations of credit risk consist principally of cash accounts in financial institutions. Although the accounts exceed the federally insured deposit amount, management does not anticipate nonperformance by the financial institution.

CHEMUNG COUNTY PROPERTY DEVELOPMENT CORPORATION

Notes to Financial Statements, Continued

(1) Summary of Significant Accounting Policies, Continued

(g) Receivables and Bad Debts

Receivables are charged to bad debt expense when they are determined to be uncollectible based upon a periodic review of the accounts by management. Accounting principles generally accepted in the United States of America require that the allowance method be used to recognize bad debts; however, the effect of using the direct write-off method is not materially different from the results that would have been obtained under the allowance method.

(h) Contributions Revenue

Revenue from restricted grants is recognized when the expenses are incurred under the terms of the grant. Amounts unspent are recorded in the statements of financial position as net assets with donor restrictions. Revenue from operating grants is generally recognized when a release from restriction occurs. These grants are subject to review and audit by various funding sources. Adjustments, if any, are recognized in the year they are known.

(i) Contributed Services and Grants

During the years ended December 31, 2020 and 2019, the value of contributed services meeting the requirements for recognition in the financial statements was not material and has not been recorded. However, many individuals volunteer their time and perform a variety of tasks that assist the Corporation.

The Corporation reports gifts of cash and other assets as restricted support if they are received with donor stipulations that limit the use of the donated assets. When a donor restriction expires, that is, when a stipulated time restriction ends or purpose restriction is accomplished, net assets with donor restriction are reclassified to net assets without donor restriction and reported in the statements of activities as net assets released from restrictions.

The Corporation reports donor restricted contributions as unrestricted support provided the restrictions are met in the same year the contributions are received.

Unrestricted contributions are recognized when promises are made.

(j) Allocation of Costs

The Corporation charges costs using the direct identification method where possible. However, certain costs have been allocated using various methods.

CHEMUNG COUNTY PROPERTY DEVELOPMENT CORPORATION

Notes to Financial Statements, Continued

(1) Summary of Significant Accounting Policies, Continued

(k) Income Taxes

The Corporation is exempt from income taxes under Section 501(c)(3) of the Internal Revenue Code (the Code); therefore, no provision for income taxes is reflected in the financial statements. The Corporation has been classified as a publicly supported organization that is not a private foundation under Section 509(a) of the Code. The Corporation presently discloses or recognizes income tax positions based on management's estimate of whether it is reasonably possible or probable that a liability has been incurred for unrecognized income taxes. Management has concluded that the Corporation has taken no uncertain tax positions that require adjustment in its financial statements. U.S. Forms 990 filed by the Corporation are subject to examination by taxing authorities.

(l) Subsequent Events

The Corporation has evaluated subsequent events through the date of the report which is the date the financial statements were available to be issued.

The United States is presently in the midst of a national health emergency related to the COVID-19 virus. The overall consequences of the COVID-19 on a national, regional and local level are unknown, but has the potential to result in a significant economic impact. The impact of this situation on the Corporation and its future results and financial position is not presently determinable.

(2) Liquidity

The Corporation has \$348,019 of financial assets available within one year of the statement of financial position date to meet cash needs for general expenditures, consisting of \$215,537 of cash and \$132,482 of receivables. None of these financial assets are subject to donor or contractual restrictions that make them unavailable for general expenditure within one year of the 2020 statement of financial position.

(3) Net Assets With Donor Restrictions

The Corporation entered into an agreement with Enterprise Community Partners to obtain funding in the amount of \$750,000. The funding is to be used to carry out the activities of a specific work plan. Unspent proceeds of \$56,352 have been included as net assets with donor restrictions on the statements of financial position at December 31, 2019. There are no unspent proceeds at December 31, 2020.

CHEMUNG COUNTY PROPERTY DEVELOPMENT CORPORATION  
Notes to Financial Statements, Continued

(4) Functional Expenses

The Corporation provides services to three governmental units related to foreclosed properties. All expenses related to providing these services have been allocated to program services with the exception of certain components within administrative expense. Administrative expenses include professional services, general insurance and travel and conferences. Program expenses include construction and demolition costs and utilities. The allocation of expenses on a functional basis for the years ended December 31, 2020 and 2019 is as follows:

	<u>2020</u>	<u>2019</u>
Program services	\$ 306,293	462,182
Support services - management and general activities - administrative	<u>182,691</u>	<u>162,753</u>
	<u>\$ 488,984</u>	<u>624,935</u>

(5) Commitments and Contingencies

The Corporation is subject to audits and reviews of reimbursable costs by its various governmental agencies and other funding sources. The outcome of these audits and reviews may have the effect of retroactively increasing or decreasing revenue. In the event that a subsequent audit or review determines that an adjustment is required, the amount will be recognized in the period in which it becomes fixed and determinable. Management does not expect that such adjustments, if any, will be significant.

The Corporation may take ownership of properties in distress and, as a result, the potential exists for the commitment of substantial additional costs to be incurred in order to sell the related properties.