

**ERIE REGIONAL AIRPORT AUTHORITY
RESOLUTION 2015 - 01**

REVISION OF BYLAWS

WHEREAS, the Bylaws of the Erie Regional Airport Authority ("Authority") currently provide that "officers may serve for a maximum five-year consecutive term in any one office"; and

WHEREAS, if the Board of Directors of the Authority desires to change the term limit provisions of the Bylaws, it must amend the Bylaws, which amendment must be made at a regular meeting of the Board for which notice, in a manner pre-designated by each Board member (e.g., via regular mail, email or facsimile) has been provided to each Board Member at least seven calendar days in advance of the date of the regular meeting; and


WHEREAS, Director Cappabianca has requested that the Bylaws be amended to impose a three-year consecutive term limit on Officers of the Board, provided, however, that any Officer may be re-elected to any Officer position after a one year break in the succession of the terms.

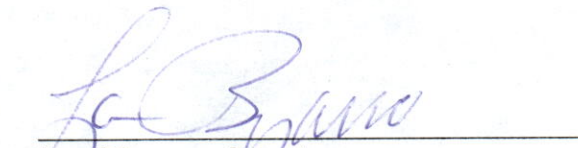
AND NOW, on this 25th day of February, 2015, the Erie Regional Airport Authority RESOLVES as follows:

1. That the Board directs the Administration, with the advice of the Solicitor, to amend Article III, Section B.3 of the Bylaws, pertaining to Term Limits for Officers to provide for term limits of three consecutive years for Officers, but allowing any Officer to be re-elected to office for a subsequent term provided there is at least one year break in the succession of the terms.
2. That the Administration is directed to provide notice of such proposed amendment as so required by the Bylaws to each member of the Board in a timely manner prior to the March Board meeting.

On the motion of Patrick Cappabianca, seconded by Namon McWilliams, this resolution was passed and approved on this 25th day of February, 2015 by a vote of 6 - 1.

ERIE REGIONAL AIRPORT AUTHORITY


Frank Stefano, President


Lou Bizzarro, Secretary