

SUSQUEHANNA TOWNSHIP AUTHORITY

RESOLUTION 2019-07

**OF THE BOARD OF SUSQUEHANNA TOWNSHIP
AUTHORITY, ACCEPTING THE TRANSFER,
CONVEYANCE, AND ASSIGNMENT OF ALL RIGHTS AND
TITLE IN THE STORMWATER SYSTEM OF THE
TOWNSHIP OF SUSQUEHANNA, DAUPHIN COUNTY,
PENNSYLVANIA; AND AUTHORIZING A MANAGEMENT
AGREEMENT WITH THE TOWNSHIP RELATED TO THE
STORMWATER SYSTEM.**

WHEREAS, the Township of Susquehanna, Dauphin County, Pennsylvania (the "Township") owns and operates a public system of stormwater collection and conveyance, including, but not limited to, underground pipes, conduits, mains, inlets, culverts, catch basins, gutters, ditches, manholes, outfalls, flood control structures, stormwater best management practices, channels, detention ponds, drains, appliances, and related facilities used for collecting, pumping, conveying, detaining, and discharging and/or treating stormwater (collectively, the "Stormwater System") serving residents of the Township; and

WHEREAS, this Authority and the Township desire that the Stormwater System and all related accounts and assets be conveyed to this Authority; and

WHEREAS, this Authority and the Township have determined that it is desirable to enter into a management agreement (the "Management Agreement"), pursuant to which the Township will agree to manage the Stormwater System.

NOW, THEREFORE, BE IT RESOLVED, by the Board of this Authority, as follows:

SECTION 1. This Authority hereby accepts the transfer, conveyance, and assignment to this Authority of all right, title, and interest of the Township in and to the Stormwater System, including all real and personal property rights constituting the Stormwater System. This Authority also accepts the assignment of any licenses, executor contracts, and similar instruments relating to the Stormwater System and delegation of all duties and responsibilities arising under such documents; subject, however, to the Management Agreement.

Notwithstanding the foregoing, the MS4 permit held by the Township shall not be assigned to this Authority under this Resolution. This Resolution shall constitute, together with a duly adopted resolution of the Township effecting such transfer as described herein, sufficient conveyance instruments to transfer all assets, real and personal, tangible and intangible, and assign all contract rights and duties relating to the Stormwater System to this Authority, and releases the Township from further liability thereunder; provided, however, such conveyance and assignment hereunder may be further evidenced by such deeds, bills of sale, titles, or other appropriate instruments or agreements as may be required by law or are reasonably requested by this Authority or the Township (collectively, the "Conveyance Documents").

SECTION 2. This Authority shall enter into the Management Agreement with respect to the Stormwater System, substantially in the form referred to in Section 3 hereof.

SECTION 3. The forms, terms, and conditions of the Conveyance Documents and the Management Agreement (collectively, the "Stormwater Documents"), to be substantially in the forms provided by counsel to this Authority and the Township, are hereby approved. The Chairman or Vice Chairman of the Board of this Authority are hereby authorized to execute the Stormwater Documents, subject to changes and modifications, if any, as may be approved by such Chairman or Vice Chairman, the execution of the Stormwater Documents to be conclusive evidence of such approval, and the Secretary or Assistant Secretary of this Authority are hereby authorized to cause the corporate seal of the Authority to be affixed thereto and to attest the same.

SECTION 4. This Authority shall release and agree to defend and indemnify the Township from and against any claims or costs arising from matters and documents disclosed by the Township to this Authority arising from the conveyance of the Stormwater System.

SECTION 5. Proper officers of this Authority are authorized and directed to do all acts that may be necessary and proper to carry out this Resolution.

SECTION 6. This Resolution shall become effective as provided by law.

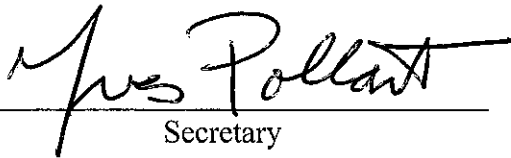
SECTION 7. In the event any provision, section, sentence, clause, or part of this Resolution shall be held to be invalid, such invalidity shall not affect or impair any remaining provision, section, sentence, clause, or part of this Resolution, it being the intent of this Authority that such remainder shall be and shall remain in full force and effect.


SECTION 8. All other resolutions or parts of resolutions inconsistent herewith, are repealed.

DULY ADOPTED, this 3rd day of December, 2019, by the Board of Susquehanna Township Authority, in lawful session duly assembled.

ATTEST:

SUSQUEHANNA TOWNSHIP
AUTHORITY


Secretary

By: 
(Vice) Chairman


(SEAL)

CERTIFICATE

I, the undersigned, Secretary of Susquehanna Township Authority (the "Authority"), certify: that the foregoing is a true and correct copy of a Resolution which duly was adopted by affirmative vote of a majority of all members of the Board of the Authority at a meeting of said Board duly convened and held according to law on December 3, 2019, at which meeting a quorum was present; that said Resolution duly has been recorded in the minutes of the Board of the Authority; and that said Resolution is in full force and effect, without amendment, alteration or repeal, as of the date of this Certificate.

I further certify that the Board of the Authority met the advance notice and public comment requirements of the Sunshine Act, 65 Pa.C.S. Ch. 7, by advertising said meeting, by posting prominently a notice of said meeting at the principal office of the Authority or at the public building in which said meeting was held, and by providing a reasonable opportunity for public comment at said meeting, all in accordance with such Act.

IN WITNESS WHEREOF, I set my hand and affix the official seal of the Authority, this 3rd day of December, 2019.


Secretary

(SEAL)