



**BY-LAWS OF**

**REDEVELOPMENT AUTHORITY OF THE BOROUGH OF GREENVILLE**

**ARTICLE I  
POWERS AND DUTIES**

**1. Powers of the Authority**

The Borough of Greenville, a Home Rule Community of the Commonwealth of Pennsylvania, adopted Ordinance Number 1620 on August 8, 2022, declaring the need for a Redevelopment Authority. In accordance with the Urban Redevelopment Law, 53 P.S. '1701, *et seq.*, a Certificate of Authority for the Redevelopment Authority of the Borough of Greenville was filed and recorded with the Corporation Bureau of the Pennsylvania Department of State on February 22, 2023.

The Redevelopment Authority of the Borough of Greenville shall constitute a public body, exercising public powers of the Commonwealth as an agency thereof, which powers shall include all powers necessary or appropriate to carry out and effectuate the purposes and provisions of the Urban Redevelopment Law.

**ARTICLE II  
MEMBERSHIP AND OFFICERS**

**1. Appointment and qualifications of members of the Authority**

Borough Council shall appoint, as members of the Authority, five citizens. Members of the Authority shall be residents of the Borough of Greenville.

**2. Tenure and compensation of members of the Authority**

The term of office shall be five years, with the term of one member expiring each year. A member shall hold office until his successor has been appointed. Vacancies for unexpired terms shall be promptly filled by Borough Council. A member shall receive no compensation for his or her services but shall be entitled to the necessary expenses, including traveling expenses, incurred in the discharge of his or her duties.

**3. Organization of Authority**

The members shall select from among themselves a Chairman, a Vice-Chairman, a Secretary, and a Treasurer. It may employ a secretary, an executive director, its own counsel and legal staff, 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 of such persons. Three members of an Authority shall constitute a quorum for its meetings. The Authority may delegate to one or more of its agents or employees such of its powers as it shall deem necessary,

subject always to the supervision and control of the Authority.

The Authority shall designate at least one of its members to serve on the Vacant Property Review Committee and may designate an alternate. The Authority may designate members to serve on a Personnel Committee, an Executive Committee, or upon such other committees as may be deemed necessary from time to time.

**4. Interest of members or employees**

No member or employee of an Authority shall acquire any interest, direct or indirect, in any redevelopment project or in any property included or planned to be included in any redevelopment area or in any area which they may have reason to believe may be certified to be a redevelopment area, nor shall they have any interest, direct or indirect, in any contract or proposed contract for materials or services to be furnished or used by the Authority, or in any contract with a redeveloper or prospective redeveloper relating, directly or indirectly, to any redevelopment project. The acquisition of any such interest in a redevelopment project or in any such property or contract shall constitute misconduct in office. If any member or employee of the Authority shall already own or control any interest, direct or indirect, in any property later included or planned to be included in any redevelopment project under the jurisdiction of the Authority or has any such interest in any contract for material or services to be furnished or used in connection with any redevelopment project, he or she shall disclose the same in writing to the Authority and to Borough Council, and such disclosure shall be entered in writing upon the minute books of the Authority. Failure to make such a disclosure shall constitute misconduct in office.

**5. Registered Office**

The registered office of the Authority shall be at 125 Main Street, Greenville, PA 16125 until otherwise established by the Board.

**6. Fiscal Year**

The fiscal year of the Authority shall begin on the first day of January of each year.

**7. By-Law Amendments**

These By-Laws may be amended from time to time by the members of the Authority. Any such amendment shall be proposed to the members at least ten (10) days prior to the date of the anticipated vote thereon, and a copy of the proposed amendment shall be made available to Borough Council and to the public at least seven (7) days prior to such date.

**ARTICLE III  
MEETINGS**

The regular monthly meeting of the Authority shall be on the third Tuesday of each month or at such other times as the Authority may from time to time designate. Notice of the meetings shall be published as required by law.

**ARTICLE IV  
MEMBERS**

1. Unless otherwise provided by statute, all powers vested by law in the Authority shall be exercised by or under the authority of, and the business and affairs of the Authority shall be managed under the direction of the members of the Authority.

2. Personal Liability of Members.

(a) A member shall not be personally liable for monetary damages for any action taken or any failure to take any action unless (1) the member has breached or failed to perform the duties of his or her office under 15 Pa. C.S. Subchapter 17B; and (2) the breach or failure to perform constitutes self-dealing, willful misconduct, or recklessness.

(b) The provisions of the paragraph above shall not apply to (1) the responsibility or liability of a member pursuant to any criminal statute or (2) the liability of a member for the payment of taxes pursuant to federal, state, or local law.

(c) A member shall stand in a fiduciary relation to the Authority and shall perform his or her duties as a member, including duties as a member of any committee of the Board upon which the member may serve, in good faith, in a manner that the member may reasonably believe to be in the best interests of the Authority and with such care, including reasonable inquiry, skill, and diligence, as a person of ordinary prudence would use under similar circumstances.

3. Attendance

An absence of a member from three (3) or more consecutive regular meetings of the Authority's members, OR from twenty (20) percent or more of the regularly scheduled meetings of the Authority within any ~~one~~ (1) year period, without an approved leave of absence granted by a majority vote of the Redevelopment Authority's Board, shall be notified in writing of (a) his or her absences and (b) that any continued absence(s) by that member, without the aforesaid leave of absence having been granted, shall result in the Redevelopment Authority conducting a hearing, advance notice of which shall be given to all members in writing, to determine whether or not to declare a vacancy in that member's term. The hearing may be waived if such a member resigns in writing or waives the public hearing in writing. Should the Board determine that a vacancy exists, it shall notify the Borough Manager and Borough Council of such vacancy and the need to fill such term in accordance with the applicable provisions of the Pennsylvania Urban Redevelopment Law.

The provisions of this section shall not preclude the removal of any member of the Authority when authorized by State law or Court Order.

**ARTICLE V  
OFFICERS**

1. **The Chairman and Vice-Chairman**

The Chairman shall be the chief executive officer of the Authority and shall have general supervision over the operations of the Authority, subject, however, to the control of the members. The Chairman shall sign, execute and acknowledge in the name of the Authority deeds, mortgages, bonds, contracts, or other instruments authorized by the members, except in

cases where the signing or execution thereof is expressly delegated to some other officer or agent of the Authority; and, in general, shall perform all duties incident to the office of Chairman and such other duties as may from time to time be assigned by the members. In the absence of the Chairman, the same shall be performed by the Vice-Chairman.

The Chairman is the designated spokesperson for the Authority and shall be the liaison between the Authority, the Planning Commission, and Borough Council.

## 2. **The Secretary**

The Secretary shall attend all meetings of the Authority and shall record all of the votes of the members and the minutes of the meetings; shall see that notices are given and records and reports properly kept and filed by the corporation as required by law; and, in general, perform all duties incident to the office of Secretary, and such other duties as may, from time to time, be assigned by the members or the Chairman.

## 3. **The Treasurer**

The Treasurer shall have or provide for the custody of the funds or other property of the Authority and shall collect and receive or provide for the collection and receipt of monies received by the Authority; shall deposit all funds in his or her custody as Treasurer in such banks or such other places of deposit as the Authority may from time to time designate; shall, whenever so required by the Authority, render an account showing all transactions as Treasurer and the financial condition of the Authority; and, in general, shall discharge such other duties as may from time to time be assigned by the members or the Chairman. In the absence of the Treasurer, the same shall be performed by the Chairman.

(a) **Deposits.** All funds of the Authority shall be deposited from time to time to the credit of the Authority in such banks, trust companies, or other depositories as the members may approve or designate, and all such funds shall be withdrawn only upon checks signed by two of the following: the Chairman or Vice-Chairman or Treasurer.

(b) **Financial Reports.** The Authority shall adopt an annual budget at its December meeting and shall, during the year, make such changes or amendments thereto as necessary. It shall make such financial reports as required by law and shall make such reports publicly available. The financial statements shall be prepared on the basis of generally accepted accounting principles. Statements that are audited or reviewed by a public accountant shall be accompanied by the report of the accountant.

**AMENDED, RESTATED, AND ENACTED BY THE REDEVELOPMENT AUTHORITY OF THE BOROUGH OF GREENVILLE ON THE 10th DAY OF MAY, 2023.**