

BY-LAWS OF
THE STORMWATER AUTHORITY OF THE CITY OF CHESTER

1. Office: The principal office of The Stormwater Authority of the City of Chester (the “Authority”) shall initially be 419 Avenue of the States, Suite 400, Chester, Pennsylvania, and thereafter as designated by the Board of the Authority.

2. Seal: The Authority’s seal shall be circular in form and shall have inscribed thereon the name of the Authority and the words “Pennsylvania - 2016”.

3. Place of Meeting: All meetings of the Board of the Authority shall be at the principal office of the Authority or such other place as may be designated from time to time by the Chairman.

4. Regular Meetings: The Board of the Authority shall establish by resolution the regular stated meetings for each year for the purpose of transacting such business as may come before the Board. Notice of the regular meetings established by the Board shall be given as required by the Pennsylvania Sunshine Act, 65 Pa.C.S.A. § 701, et seq. (the “Sunshine Act”).

5. Special Meetings - Notice: Special meetings of the Board of the Authority may be called by the Chairman, Executive Manager or Secretary, and shall be called at the written request of two or more members of the Board of the Authority, and shall be held at such time and place as shall be designated in the call of the meeting. Notice of each such special meeting shall be given to each member of the Board of the Authority (personally, by mail or by electronic mail) at least one day prior to the day named for the special meeting, unless waived in writing signed by such member of the Board of the Authority. Public notice of all special meetings shall be given by the Secretary in accordance with the provisions of the Sunshine Act.

6. Officers: Officers of the Authority shall be the Chairman, Vice-Chairman, Secretary and Treasurer and such other officers as may from time to time be elected by the Board of the Authority.

7. Election and Term of Office: The officers of the Authority shall be chosen by the Board of the Authority at any meeting, and each such officer shall hold his office until his successor shall have been duly chosen.

8. Duties of Officers:

(a) Chairman: The Chairman shall conduct all meetings of the Board of the Authority and shall jointly with the Executive Manager execute all contracts of the Authority and all duly authorized checks of the Authority, except in each case as otherwise provided by the Board of the Authority.

(b) Vice-Chairman: The Vice-Chairman shall have all the powers and duties of the Chairman in the absence of the Chairman.

(c) Secretary: The Secretary shall act as a clerk of all meetings of the Board of the Authority, shall record all the proceedings of such meetings in a book kept for that purpose, shall give proper notice of all meetings, shall record all votes and shall have custody of all the books and records of the Authority except those kept by the Treasurer.

(d) Treasurer: The Treasurer shall keep the financial records of the Authority, provide for the custody of the funds and other duties incident to this office and provide such bond, if any, as the Board of the Authority may require.

(e) Other Officers: Other officers may from time to time be appointed by the Board of the Authority to perform such duties as may be specifically assigned to them by the Board of the Authority.

(f) Other Duties: The Board of the Authority may provide for the officers of the Authority to perform such other duties as may be specifically assigned to them by the Board of the Authority.

9. Executive Manager: The Board of the Authority shall appoint an Executive Manager who shall have general and active management of the affairs of the Authority and shall jointly with the Chairman execute all contracts of the Authority and all duly authorized checks of the Authority, except in each case as otherwise provided by resolution of the Board of the Authority.

10. Vacancies: The Board of the Authority shall have the power to fill any vacancies occurring from whatever reason in any office.

11. Removal: Any officer or agent of the Authority, or the Executive Manager, may be removed by the Board of the Authority whenever in its judgment the best interest of the Authority will be served thereby.

12. Amendments: These By-Laws may be altered, amended and/or repealed by the Board of the Authority at any meeting after three days prior notice (personally, by mail or by electronic mail) of such an intention to each member of the Board of the Authority by the Secretary.