

**RESOLUTION NO. 2013-17**

**A RESOLUTION OF THE CITY OF COATESVILLE, CHESTER COUNTY,  
PENNSYLVANIA ADOPTING BY-LAWS OF THE WESTERN CHESTER COUNTY  
COUNCIL OF GOVERNMENTS**

**WHEREAS**, The City of Coatesville by Ordinance entered into an intergovernmental cooperation agreement (Ordinance No. 1393-2012 ) to form the Western Chester County Council of Governments (hereinafter "WCCCOG"); and

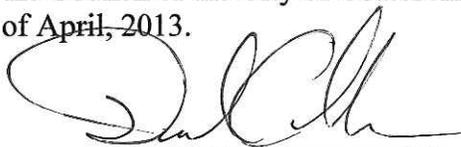
**WHEREAS**, there are thirteen (13) municipalities that are parties to the WCCCOG including West Caln Township; and

**WHEREAS**, WCCCOG has prepared By-Laws that govern the internal operating procedures of the WCCCOG; and

**WHEREAS**, it has been requested that the City of Coatesville approve the WCCCOG Bylaws by Resolution and that as similar procedure be followed by all thirteen (13) municipalities of WCCCOG.

**NOW, THEREFORE, BE IT RESOLVED** that the City of Coatesville by Resolution adopts the attached Exhibit "A" as the By-Laws of WCCCOG and recognizes West Caln Township as a member municipality.

**IN WITNESS WHEREOF**, the Council of the City of Coatesville has adopted and enacted this Resolution this 22<sup>nd</sup> day of April, 2013.



\_\_\_\_\_  
David Collins, Council President

ATTEST:



\_\_\_\_\_  
Kirby A. Hudson, City Manager

## WESTERN CHESTER COUNTY COUNCIL OF GOVERNMENTS

### PREAMBLE

We, the duly elected representatives of local governments in the County of Chester and Commonwealth of Pennsylvania, hereby join together in a voluntary organization, to be known as the Western Chester County Council of Governments ("WCCCOG"), for the purpose of meeting at regular intervals to discuss and study community challenges of mutual interest and concern.

We realize that our individual and common destinies rest with the interdependent actions of the local governments, which comprise our region.

The voluntary association, which we have formed is a vehicle for closer cooperation, and is not a new layer of government or a super-government. As a voluntary organization of local governments, the members seek, by mutual agreement, solutions to mutual problems for mutual benefit.

Our goal is to combine our total resources for regional challenges beyond our individual capabilities while retaining and strengthening our local municipalities.

### PURPOSE

#### ARTICLE 1

A. This organization shall agree:

1. To serve as a mutual forum to identify, discuss, and bring into focus regional challenges and opportunities.
2. To serve as a vehicle for the collection and exchange of information of regional interest.
3. To provide a continuing organizational machinery to insure effective communication and coordination among governments and agencies.
4. To facilitate cooperative purchasing and buying agreements for projects of mutual benefit.
5. To create agreement and cooperative action proposals among member governments for specific projects or other interrelated developmental needs.
6. To maintain liaison with members, other governmental units, and private groups or organizations and to serve as regional spokesman for local governments when so authorized.
7. To review and coordinate federal, state, and local programs of regional importance.

- B. The WCCCOG is established under the Commonwealth of Pennsylvania enabling legislation as authorized by the Commonwealth Constitution and Acts of the General Assembly "Intergovernmental Cooperation Law, Act 177 of 1996", as may be amended from time to time.

### VOTING MEMBERSHIP

#### ARTICLE 2

- A. Eligibility – Voting membership shall be open to all Boroughs, City, and Townships in the Chester County region having relationships or shared interests in area problems. Associate non-voting shall be made available to Federal, Commonwealth and County Government officials, as well as to school districts and municipal authorities within the WCCCOG area. Voting membership shall consist initially of the following local Government Units:
1. Atglen Borough
  2. Caln Township
  3. Coatesville City
  4. East Brandywine Township
  5. East Fallowfield Township
  6. Honeybrook Township
  7. Borough of Modena
  8. Parkesburg Borough
  9. South Coatesville Borough
  10. Valley Township
  11. West Brandywine Township
  12. West Sadsbury Township
- B. Conditions – A local government, to obtain and retain voting membership in the WCCCOG, shall:
1. Be approved for membership by a unanimous vote of the Membership.
  2. Adopt an Ordinance of Membership.
  3. Comply with requirements concerning financial contributions of its members as defined in Article IV of these By-Laws.
- C. Withdrawal – Withdrawal from the membership of the WCCCOG shall be affected by formal resolution and request in writing for withdrawal from the local governing body. A minimum of sixty (60) days notice, prior to the end of the fiscal year, of such action shall be required. A municipality's withdrawal will in no way serve to void or lessen any previous financial obligation incurred by that municipality as a member of the WCCCOG.
- D. Participation – Any voting member municipality shall be eligible to participate in

any special feasibility study and any area-wide service program provided the governing body of such municipality approves its participation by motion or resolution.

All voting members of the WCCCOG shall carry out discussion of particular plans, actions or functions proposed initially. Voting on specific questions of mechanics or policy shall be limited to those particular member municipalities who agree to participate in such plans, actions or functions.

- E. Associate non-voting members – Associate, or non-voting memberships may be conferred on any government unit or other legal entity by majority vote of the Membership. Associate members shall have no right to vote on any matter, but may participate in such programs as the WCCCOG may designate. Associate members shall be exempt from Article IV of these By-Laws, but must pay a yearly membership fee set by the Membership. The yearly membership fee shall remain the same for all Associate members.

## POLICY BODIES

### ARTICLE 3

#### A. Membership

1. Membership – The governing body of each member government shall select an official representative and an alternative representative. Each member government shall notify the WCCCOG in writing each December, or after the Municipality's reorganization in January, of the names of the official representative and alternate representative. These representatives shall be an elected official of the member government.
2. Voting – Each member municipality will have one vote through its official representative or alternate.
3. Quorum – A quorum shall consist of a simple majority of its total voting membership. In the absence of the official representative, the alternate representative shall have authority to vote in his/her place. In the absence of both the official representative and the alternate representative, any Supervisor, Commissioner or Councilperson of the member government present at the meeting shall have the authority to vote in their place.
4. Participation in Activities – Any member municipality shall have the right to refrain from any discussion or action of the WCCCOG. A member shall not share the costs or vote for final implementation of projects or programs in which it is not a participant.
5. Notice of Meeting – Notice of meetings shall be mailed thirty (30) days in advance of the meeting date. Announcement of the meeting shall also be given to local newspapers. A calendar of the annual meeting dates shall be established in January of each year during the regular reorganization

of the WCCCOG.

B. Officers

1. The Officers shall consist of the President, Vice President, and Secretary/Treasurer. The President may appoint committees as needed.

C. Solicitor

1. The WCCCOG shall appoint a Solicitor, who shall be the chief consultant of the WCCCOG in all legal matters.

FINANCES AND RULES

ARTICLE 4

- A. Based upon annual estimated requirements prepared and agreed upon by the Membership and upon grants received in order to support this organization, the members shall pay annual membership fees of Two Hundred Fifty Dollars (\$250.00).
- B. Funds that accrue to the WCCCOG for its use in furthering the aims and purposes of the voluntary organization shall be controlled, disbursed, and accounted for in a manner prescribed by these By-Laws. There shall be two (2) signatures to all contracts, disbursements and legal agreements, one of whose shall be the President or the Vice President and one of whose shall be the Secretary/Treasurer.
- C. Service fees and other costs for special projects shall be prorated among the member governments participating in such projects in a manner mutually agreed upon.
- D. The annual fee as established by WCCCOG is to be paid not later than the end of January of each year.
- E. A new member joining the WCCCOG during the first six (6) months of the year shall pay the annual fee. After the first six (6) months, new members will pay one-half ( $\frac{1}{2}$ ) of the fee.
- F. The WCCCOG shall submit to each Member, on or before October 15<sup>th</sup>, its budget for the upcoming fiscal year.
- G. Annually in December, the WCCCOG Membership shall unanimously approve the WCCCOG budget for the upcoming fiscal year.
- H. After the WCCCOG fiscal year ends on each December 31<sup>st</sup>, it shall file on or

before July 1<sup>st</sup> an annual report of its affairs covering the preceding calendar year with its Members. The WCCCOG may elect to have its books, accounts and records audited annually by a certified public accountant, and a copy of this audit report, if prepared, shall be filed in the same manner and within the same time period as the aforesaid annual report. If the WCCCOG elects not to prepare an audit, then the controller, auditors, accountant, or any other person authorized by a member municipality is hereby authorized and empowered from time to time to examine, at the expense of the member municipality, the accounts and books of the WCCCOG, including its receipts, disbursements, contracts, leases, investments, and any other matters relating to its finances, operation, and affairs.

- I. The Attorney General of the Commonwealth of Pennsylvania shall have the right to examine the books, accounts and records of the WCCCOG.

## OFFICERS OF THE WESTERN CHESTER COUNTY COUNCIL OF GOVERNMENTS

### ARTICLE 5

- A. Election of Officers – The officers shall consist of the President, Vice President and Secretary/Treasurer. Such officers shall be elected in January at the annual meeting of the WCCCOG from the Membership. All officers are subject to removal at any time by affirmative vote of a majority of the total Membership. The officers' term shall be until the fourth Wednesday of January in each succeeding year.
- B. Duties of the President – The President shall be the chief elected officer of the WCCCOG and shall preside at all meetings. The President shall have general charge and supervision of the business of the WCCCOG. The President shall appoint all committees unless the Membership directs otherwise by majority vote. The President shall be the principal spokesperson for the WCCCOG. The President shall perform such duties as may, from time to time, be assigned by the Membership.
- C. Duties of the Vice President – The Vice President shall possess the power and shall perform the duties of the President in his/her absence or disability.
- D. Duties of the Secretary/Treasurer – The Secretary/Treasurer shall keep the minutes of all meetings; shall give all notices of meetings; shall sign with the President, contracts, instruments and documents and other items authorized by the WCCCOG; shall perform all duties incidental to the office of Secretary/Treasurer; and the Secretary/Treasurer for the time being in office, shall deliver all books and papers to the successor immediately upon their election, or to the WCCCOG when so required. The Secretary/Treasurer shall have or provide for the custody of the funds of the WCCCOG; shall provide for the collection and receipt of monies earned by or in any manner due to be received by the WCCCOG; shall deposit all funds in their custody as

Secretary/Treasurer in such banks or other places of deposit as the WCCCOG may designate, shall render a written monthly account showing their transactions; and in general, shall discharge such other duties as may, from time to time be assigned to them by the Membership. The Secretary/Treasurer, from time being in office, shall transfer and deliver all funds, securities, books, records and papers of the WCCCOG in her/her custody to its successor immediately upon his/her qualification. The Secretary/Treasurer shall permit all records and accounts of the WCCCOG, kept by him/her and in his/her custody or possession, to be examined annually or at any time requested by the WCCCOG. In the event that both the President and Vice President are unable to serve in their capacities, the Secretary/Treasurer shall possess the power and shall perform the duties of the President/Vice President in their absence or disability.

- E. Ad Hoc Advisory Committees – The President shall have the authority to appoint or remove members of the Ad Hoc Advisory Committees. Each municipality may nominate candidates for appointment to the Ad Hoc Advisory Committee(s) for consideration by the President. Ad Hoc Advisory Committees shall serve in an advisory capacity only, as requested by the President.

## AGENDA STRUCTURE

### ARTICLE 6

Agenda Items – Each Meeting shall include the following Agenda Items with the order of appearance being set by the President:

1. Public comment;
2. President's report;
3. Secretary/Treasurer's report;
4. Standing Committees' report;
5. Ad Hoc Advisory Committee's report (if any);
6. New Business;
7. Old Business;
8. Municipalities' reports

## AMENDMENTS

### ARTICLE 7

Amendments to these By-Laws must be initially approved by a majority vote of the membership. In order to be finally adopted, any amendments must be approved by a majority vote at a second WCCCOG meeting.

POWER TO BIND ORGANIZATION

ARTICLE 8

No member has a right to bind the organization without due action and resolution of the WCCCOG Board.

NON-PROFIT STATUS

ARTICLE 9

The WCCCOG will apply for non-profit status with both Federal and State authorities at the earliest possible opportunity.