

By-Laws  
Of  
UPPER DAUPHIN INDUSTRIAL DEVELOPMENT AUTHORITY

Article One.

Organization.

- 1) The name of this organization shall be Upper Dauphin Industrial Development Authority.
- 2) The organization shall have a seal which shall be in the following form



Article Two.

Purposes.

The following is the purpose for which this organization has been organized:

- 1) To do and perform any acts permitted under the Industrial Development Authority Law, approved August 23, 1967.

Article Three.

Meetings.

The annual meeting of this organization shall be held

on the second Tuesday of each January except if such day be a legal holiday then and in that event the members shall fix the day but it shall not be more than two weeks from the date fixed by these By-Laws. The Secretary shall cause to be mailed to each member a notice telling the time and place of such annual meeting.

Other meetings of this organization shall be held at such time as may be agreed upon or set by the members or the Chairman.

The presence of not less than three (3) members shall constitute a quorum and shall be necessary to conduct the business of this organization; but a lesser number may adjourn the meeting for a period of not more than one (1) week from the date scheduled by these By-Laws and the Secretary shall cause a notice of this scheduled meeting to be sent to all those members who were not present at the meeting originally called. A quorum as hereinbefore set forth shall be required at any adjourned meeting.

Special meetings of this organization may be called by the Chairman when he deems it for the best interest of the organization. Notices of such meeting shall be mailed to each member. Such notice shall state the reasons that such meeting has been called, the business to be transacted at such meeting and by whom called.

At the request of two (2) members of the Directors the Chairman shall cause a special meeting to be called but such a request must be made in writing at least seven (7) days before the requested scheduled date.

No other business but that specified in the notice may be transacted at such special meeting without the unanimous consent of all present at such meeting.

#### Article Four.

##### Voting.

At all meetings, all votes shall be viva voce.

#### Article Five.

##### Order of Business.

- 1 - Roll Call.
- 2 - Reading of the minutes of the preceding meeting.
- 3 - Reports of Committees.
- 4 - Reports of Officers.
- 5 - Old and Unfinished Business.
- 6 - New Business.
- 7 - Adjournments.

#### Article Six.

##### Appointments and Vacancies.

The Millersburg Boro Council shall appoint five (5) members to the Authority. The initial terms of the members shall be for one (1), two (2), three (3), four (4), and five (5) years. Thereafter, the term of each member appointed shall be for five (5) years.

Vacancies shall be filled by the Millersburg Borough Council.

Article Seven.

Quorum - Rules and Regulations.

Three of the members shall constitute a quorum.

The members may make such rules and regulations covering its meetings as they may in their discretion determine necessary.

Article Eight.

Officers.

The officers of the organization shall be as follows:

Chairman. Robert W. Rissinger

Vice Chairman. Dale N. Hoover

Secretary. David E. Hawley

Assistant Secretary. Allen Shaffer

Treasurer. Clinton Hancock

Assistant Treasurer. William Leppart

The Chairman shall preside at all meetings.

He shall appoint all committees, temporary or permanent.

He shall see all books, reports and certificates as required by law are properly kept or filed.

He shall be one of the officers who may sign the

checks or drafts of the organization.

He shall have such powers as may be reasonably construed as belonging to the chief executive of any organization.

The Vice Chairman shall in the event of the absence or inability of the Chairman to exercise his office become acting Chairman of the organization with all the rights, privileges and powers as if he had been the duly elected Chairman.

The Secretary shall keep the minutes and records of the organization in appropriate books.

It shall be his duty to file any certificate required by any statute, federal or state.

He shall give and serve all notices to members of this organization.

He shall be the official custodian of the records and seal of this organization.

He may be one of the officers required to sign the checks and drafts of the organization.

He shall present to the membership at any meetings any communication addressed to him as Secretary of the organization.

He shall submit to the members any communications which shall be addressed to him as Secretary of the organization.

He shall attend to all correspondence of the organization and shall exercise all duties incident to the office of Secretary.

The treasurer shall have the care and custody of all monies belonging to the organization and shall be solely responsible for such monies or securities of the organization.

He must be one of the officers who shall sign checks or drafts of the organization. No special fund may be set aside that shall make it unnecessary for the Treasurer to sign the checks issued upon it.

He shall exercise all duties incident to the office of Treasurer.

#### Article Nine.

##### Salaries.

The members shall hire and fix the compensation of any and all employees which they in their discretion may determine to be necessary in the conduct of the business of the organization.

#### Article Ten.

##### Amendments.

These By-Laws may be altered, amended, repealed or added to by an affirmative vote of not less than three (3) members.