

**ASHLEY BOROUGH
COUNCIL**

RESOLUTION

RESOLUTION NO. **17** of **2018**

DATE: **MARCH 20, 2018**

**A RESOLUTION ESTABLISHING THE ASHLEY BOROUGH
ECONOMIC DEVELOPMENT AUTHORITY**

BE IT RESOLVED, by the Ashley Borough Council, Ashley Borough, Pennsylvania:

WHEREAS, the Ashley Borough Council has the authority under Pennsylvania law to create and establish municipal authorities;

WHEREAS, Ashley Borough Council, as part of its commitment to the improvement of the Borough, as decided to create the **ASHLEY BOROUGH ECONOMIC DEVELOPMENT AUTHORITY** pursuant to 53 P.S. § 5603;

WHEREAS, after proper notice thirty (30) days before, Ashley Borough Council held a public hearing on March 20, 2018 at 6:30 PM at the Ashley Fireman's Grounds, 160 Ashley Street, Ashley, Pennsylvania 18706 to elicit comments and input from the public prior to voting on this instant resolution.

NOW THEREFORE **BE IT RESOLVED** BY THE ASHLEY BOROUGH COUNCIL THAT Council hereby authorized the formation of the **ASHLEY BOROUGH ECONOMIC DEVELOPMENT AUTHORITY** ("Authority") for the purpose of making business and economic improvements and to provide and/or assist in providing administrative services, if necessary or appropriate, for the entire Borough. Ashley Borough Council retains the right which exists under 53 P.S. § 5601 *et. seq.* to approve any plan created and/or submitted by the Authority. A copy of the proposed Articles of Incorporation for the Commonwealth of Pennsylvania are attached hereto as EXHIBIT "A".

BE IT FURTHER RESOLVED THAT the Borough Council hereby creates seven (7) member positions on the Authority to serve in the following initial terms, as required under 53 P.S. § 5610(a)(1):

Member 1 - One Year
Member 2 - Two Years
Member 3 - Three Years
Member 4 - Four Years
Member 5 - Four Years
Member 6 - Five Years
Member 7 - Five Years

Thereafter, each member shall be appointed for a term of five (5) years.

APPROVED BY ASHLEY BOROUGH COUNCIL ON THIS 20TH DAY OF MARCH, 2018.




JOHN P. GIBBONS, CHAIR

ATTEST:



GREG GULICK, BOROUGH MANAGER

**PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS**

<input type="checkbox"/> Return document by mail to: Vinsko & Associates, P.C. <hr/> Name 253 South Franklin Street <hr/> Address Wilkes-Barre Pennsylvania 18701 City State Zip Code <hr/> <input checked="" type="checkbox"/> Return document by email to: wvinsko@vinsko.com	Articles of Incorporation - For Profit DSCB: 15-1306/2102/2303/2702/2903/3101/3303/7102 (rev. 2/2017)  01236
----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------	------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------

Read all instructions prior to completing. This form may be submitted online at <https://www.corporations.pa.gov/>.

Fee: \$125 I qualify for a veteran/reservist-owned small business fee exemption (see instructions)

- Check only one:
- | | | |
|----------------------------------------------------------------|------------------------------------------------|-----------------------------------------------|
| <input type="checkbox"/> Business-stock (§ 1306) | <input type="checkbox"/> Management (§ 2703) | <input type="checkbox"/> Benefit (§ 3303) |
| <input checked="" type="checkbox"/> Business-nonstock (§ 2102) | <input type="checkbox"/> Professional (§ 2903) | <input type="checkbox"/> Cooperative (§ 7102) |
| <input type="checkbox"/> Business-statutory close (§ 2303) | <input type="checkbox"/> Insurance (§ 3101) | |

In compliance with the requirements of the applicable provisions (relating to corporations and unincorporated associations), the undersigned, desiring to incorporate a corporation for profit, hereby states that:

1. The name of the corporation (*corporate designator required, i.e., "corporation," "incorporated," "limited," "company," or any abbreviation thereof. "Professional corporation" or "P.C." permitted for professional corporations*):

ASHLEY BOROUGH ECONOMIC DEVELOPMENT AUTHORITY

2. Complete part (a) or (b) – not both:

(a) The address of this corporation’s proposed registered office in this Commonwealth is:
(post office box alone is not acceptable)

49 CEMETERY STREET ASHLEY PENNSYLVANIA 18706 LUZERNE

Number and Street City State Zip County

(b) The name of this corporation’s commercial registered office provider and the county of venue is:

c/o: _____

Name of Commercial Registered Office Provider County

3. The corporation is incorporated under the provisions of the Business Corporation Law of 1988.

4. Check and complete one:

The corporation is organized on a nonstock basis.

The corporation is organized on a stock share basis and the aggregate number of shares authorized is:

_____.

5. The name and address, including number and street, if any, of each incorporator (*all incorporators must sign below*):

Name **ASHLEY BOROUGH** ^{WEST}Address **49 CEMETERY STREET, ASHLEY BOROUGH, PENNSYLVANIA 18706**

6. The specified future effective date, if any: **APRIL 1, 2018**
 month/day/year hour, if any

7. Additional provisions of the articles, if any, attach an 8½ by 11 sheet.

8. *Statutory close corporation only*: Neither the corporation nor any shareholder shall make an offering of any of its shares of any class that would constitute a "public offering" within the meaning of the Securities Act of 1933 (15 U.S.C. § 77a et seq.)

9. *For Cooperative Corporation Only.*
Check and complete one:
 The corporation is a cooperative corporation and the common bond of membership among its members is: _____
 The corporation is a cooperative corporation and the common bond of membership among its shareholders is: _____

10. *Benefit corporations only*: This corporation shall have the purpose of creating general public benefit.
 Strike out if inapplicable: This corporation shall have the purpose of creating the enumerated specific public benefit(s): _____

IN TESTIMONY WHEREOF, the incorporator(s) has/have signed these Articles of Incorporation this
20th day of MARCH, 2018.

John P. Gibbons
 John P. Gibbons Signature Council Chair

Greg Gulick
 Greg Gulick Signature Borough Manager

 Signature