

COUNTY OF DELAWARE  
PENNSYLVANIA  
ORDINANCE NO. 2020-4

**AN ORDINANCE OF THE COUNTY OF DELAWARE, COMMONWEALTH OF PENNSYLVANIA, TERMINATING THE DELAWARE COUNTY REGIONAL WATER QUALITY CONTROL AUTHORITY, APPROVING THE CERTIFICATE OF TERMINATION OF THE AUTHORITY, AND AUTHORIZING ALL ACTIONS NECESSARY TO EFFECTUATE THE SAME.**

**WHEREAS**, the County of Delaware (the “County”), Commonwealth of Pennsylvania (the “Commonwealth”) is a political subdivision of the Commonwealth; and

**WHEREAS**, prior to 1976, the County was governed by a Board of County Commissioners (the “Board of Commissioners”) of the County; and

**WHEREAS**, in May 1975, the residents of the County approved a Home Rule Charter plan (the “Home Rule Charter”); and

**WHEREAS**, pursuant to the Home Rule Charter and effective as of January 1976, the County has been governed by a County Council (the “County Council”) of the County; and

**WHEREAS**, the County, pursuant to a resolution adopted on October 20, 1971 by the Board of Commissioners, has heretofore incorporated the Delaware County Regional Water Quality Control Authority (the “Authority”) pursuant to the Municipality Authorities Act of 1945, Act of May 2, 1945, P.L. 382, as amended and supplemented, and as subsequently codified as the Municipality Authorities Act, Act of Jun. 19, 2001, P.L. 287, 53 Pa.C.S. §5601 *et seq.* (the “Authorities Act”); and

**WHEREAS**, the County, as the municipality which incorporated the Authority, has the power to terminate the Authority in accordance with the Authorities Act; and

**WHEREAS**, the County acting through its County Council desires to enact this Ordinance to terminate the Authority in accordance with the Authorities Act and effectuate the transfer of all its property to the County and the assumption of all its liabilities by the County.

**NOW THEREFORE, PURSUANT TO THE AUTHORITY CONTAINED IN THE COUNTY HOME RULE CHARTER AND THE PENNSYLVANIA MUNICIPALITIES AUTHORITIES ACT, THE COUNTY COUNCIL OF THE COUNTY OF DELAWARE DOES HEREBY ENACT AND ORDAIN AS FOLLOWS:**

**Section 1.** The County Council hereby directs and orders that the Authority be terminated.

**Section 2.** The Authority is directed and ordered to take all actions necessary to effectuate its termination, including, but not limited to, the following:

**2.01.** The Authority shall immediately terminate and cease any activity that is not consistent with the County’s directives contained herein and as required to effectuate its termination.

**2.02.** The Authority shall cooperate with the County in an orderly windup of its activities, and take all steps necessary to effectuate the transfer of all of its assets, funds and other property, including, as applicable, any regulatory permits, to the County, and the assumption of all of its liabilities by the County. The Authority shall continue to operate its system in the normal course during this windup.

**2.03.** The Authority shall satisfy any outstanding debts and obligations of the Authority and settle all other claims which may be outstanding against it; provided, however, that the Authority shall seek approval of the County Council prior to satisfying any such outstanding debts, obligations and claims, and shall cooperate with the County in the execution of any agreements, instruments, certificates, and other documents determined by the County to be necessary or appropriate to effectuate the satisfaction of any outstanding debts and obligations of the Authority.

**2.04.** The Authority shall approve, execute and deliver to the County on or prior to June 18, 2020 a Certificate of Termination, in the form attached hereto as **Exhibit A** (the “Certificate”), so that the County, as required by the Authorities Act, 53 Pa.C.S. §5619, may as and when appropriate file the executed Certificate with the necessary governmental authorities.

**2.05.** The Authority shall take all actions necessary to remove any impediments to its termination in accordance with the Authorities Act, subject, however to the prior approval of such actions by the County Council.

**Section 3.** The Authority hereby is prohibited from taking any action or expending any money in connection with any action that is inconsistent with its termination. The Authority shall not engage in any conduct or expend any money, directly or indirectly, for any purpose other than accomplishing the directives and objectives of the County as set forth in this Ordinance. Any expenditure of funds by the Authority that is contrary to the directives and objectives of the County as set forth in this Ordinance shall be a violation of the restrictions on the expenditure of funds of the Authority under the Authorities Act, 53 Pa.C.S. §5612 and a violation of the specification of projects to be undertaken by the Authority under the Authorities Act, 53 Pa.C.S. §5607(c).

**Section 4.** The County Council hereby approves the Certificate in the form attached hereto as **Exhibit A**.

**Section 5.** Upon enactment of this Ordinance and compliance with all executory provisions herein, the proper officers of the County Council are hereby authorized to file the Certificate in the Office of the Secretary of the Commonwealth of Pennsylvania.

**Section 6.** Upon receipt of the Certificate, the Secretary of the Commonwealth shall note the termination of existence of the Authority on the Authority’s record of incorporation and return the Certificate with approval to the County Council. Upon receipt thereof, the proper

officers of the County Council are hereby authorized to record the Certificate in the Office of the Recorder of Deeds of Delaware County.

**Section 7.** Upon recordation of the Certificate with the Delaware County Recorder of Deeds, all property of the Authority shall pass to the County, the County shall assume any remaining liabilities of the Authority, and the Authority will be effectively terminated.

**Section 8.** The County Council, its Chair and Vice Chair, and the Chief Clerk are all, individually and collectively, authorized to take any further action necessary to effectuate the termination of the Authority, the removal of any impediments to such termination, the satisfaction of any outstanding debts and obligations of the Authority (whether by assumption of such debts and obligations by the County or through the incurrence by the County in accordance with applicable law of indebtedness, the proceeds of which shall be used to satisfy such debts and obligations), the transfer of the Authority's funds and assets to the County, and the assumption of any liabilities of the Authority.

**Section 9.** All funds, assets and other property required by this Ordinance to be turned over by Authority to the County shall be held and utilized by the County in a manner consistent with applicable laws.

**Section 10.** All ordinances, parts of ordinances, resolutions or parts of resolutions inconsistent herewith be and the same are hereby rescinded, cancelled and annulled.

**Section 11.** If any sentence, clause, section or part of this Ordinance is found to be unconstitutional, illegal or invalid, for any reason, such unconstitutionality, illegality or invalidity shall not affect or impair any of the remaining provisions, sentences, clauses, sections or parts of this Ordinance. It is hereby declared to be the legislative intent of the County Council that this Ordinance was enacted to terminate the Authority and should be interpreted to effectuate such intent.

**Section 12.** This Ordinance shall take effect on the earliest date permitted by law.

**[Remainder of Page Intentionally Left Blank; Signatures Follow]**

ENACTED AND ORDAINED by County Council of the County of Delaware, Pennsylvania, this 3<sup>rd</sup> day of June, 2020.

BY: DELAWARE COUNTY COUNCIL

---

Brian P. Zidek, Chair

ATTEST:

---

Chief Clerk

**CERTIFICATE OF CHIEF CLERK**

I, the undersigned, the Chief Clerk of the County of Delaware (“County”) Commonwealth of Pennsylvania, hereby certify that the foregoing and attached is a true copy of the Ordinance which was duly enacted at a meeting of the County Council (the “County Council”) of the County held on June 3, 2020, at which a quorum was present and acting throughout, after due notice to the members of the County Council and to the public and which was at all time open to the public; that the same was duly recorded in the County Council’s Ordinance Book and that a summary thereof was published as required by law in a newspaper of general circulation in the County Council. I further certify that the total number of members of the County Council is five and that the vote upon said Ordinance was called and duly recorded upon the minutes of the County Council and that the members of the County Council voted in the manner following:

	<u>Yes</u>	<u>No</u>	<u>Abstain</u>	<u>Absent</u>
Brian P. Zidek, Chair	_____	_____	_____	_____
Dr. Monica Taylor, Vice Chair	_____	_____	_____	_____
Kevin M. Madden	_____	_____	_____	_____
Elaine Paul Schaefer	_____	_____	_____	_____
Christine A. Reuther	_____	_____	_____	_____

WITNESS my hand and seal of the County Council of the County of Delaware this 3<sup>rd</sup> day of June, 2020.

\_\_\_\_\_  
Chief Clerk

[SEAL]

**EXHIBIT A**

**CERTIFICATE OF TERMINATION  
OF THE**

**DELAWARE COUNTY REGIONAL WATER QUALITY CONTROL  
AUTHORITY**

**THIS CERTIFICATE** (“Certificate”) is made this \_\_\_ day of June, 2020, by the Delaware County Regional Water Quality Control Authority (“Authority”).

**WHEREAS**, pursuant to Ordinance No. 2020-4 of the County Council (“County Council”) of the County of Delaware, Commonwealth of Pennsylvania (the “County”), the Authority was directed to take all actions necessary to effectuate its termination;

**WHEREAS**, pursuant to the Municipalities Authorities Act, 53 Pa.C.S. §5619, the Authority hereby submits this Certificate, requesting and advising that the County Council terminate the Authority’s existence; and

**WHEREAS**, pursuant to the Municipalities Authorities Act, 53 Pa.C.S. §5619, the County Council is authorized to approve this Certificate by Ordinance.

**NOW THEREFORE**, the Authority, intending to be legally bound hereby, certifies as follows:

1. The Authority hereby submits this Certificate requesting its termination pursuant to Ordinance No. 2020-4 of the County and the Municipalities Authorities Act, 53 Pa.C.S. §5619.
2. The County Council is authorized to terminate the existence of the Authority based on the prior action of the County Board of Commissioners to create the Authority in 1971.
3. The Chair and Secretary of the Authority are hereby authorized to take all actions necessary to carry out the purposes of this Certificate and to effectuate the dissolution of the Authority.

**IN WITNESS WHEREOF**, the undersigned officers of the Authority, having been authorized by the Board of the Authority, have hereunto set their hands and seals the day and year first written above.

ATTEST:

DELAWARE COUNTY REGIONAL  
WATER QUALITY CONTROL  
AUTHORITY

\_\_\_\_\_  
(Assistant) Secretary

By: \_\_\_\_\_  
(Vice) Chair