

RESOLUTION No. 196

THE MARSHALL TOWNSHIP MUNICIPAL SANITARY AUTHORITY
(Limits of Authority Policy)

WHEREAS, The Marshall Township Municipal Sanitary Authority (the "Authority") is a body corporate and politic organized and existing under and pursuant to the laws of the Commonwealth of Pennsylvania, particularly the Municipality Authorities Act, as amended (53 Pa. C.S.A. § 5601, *et seq.*), having been duly organized by the Township of Marshall, Allegheny County, Pennsylvania; and

WHEREAS, the Authority has delegated certain powers and authority to the Authority's Manager, while reserving all other rights and authority to the Board; and

WHEREAS, the Board now wishes to formalize, in a written policy, its designation of certain powers and authority to the Authority's Manager and those powers reserved to the Board; and

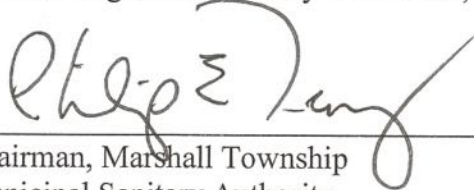
WHEREAS, as such, and after due consideration, the Authority has determined to adopt a written Limits of Authority Policy, in the form attached hereto, as Exhibit "A," to set forth the powers and authority delegated to the Authority's Manager and those reserved to the Board.

NOW, THEREFORE, be it and it is hereby resolved as follows:

The Board hereby adopts the Limits of Authority Policy, in the form attached hereto as Exhibit "A," which shall become effective as of November 1, 2017.

This Resolution was duly adopted and approved by the Board of the Marshall Township Municipal Sanitary Authority at an advertised public meeting on the 24th day of October, 2017.

By: _____


Chairman, Marshall Township
Municipal Sanitary Authority

ATTEST: _____



Exhibit "A"

THE MARSHALL TOWNSHIP MUNICIPAL SANITARY AUTHORITY'S LIMITS OF AUTHORITY POLICY

The Board of the Marshall Township Municipal Sanitary Authority (Authority) hereby delegates to the Manager of the Authority such of its powers as are necessary for the Manager to manage efficiently and effectively the development, construction and operation of the facilities and services of the Authority subject to policies, goals, regulations and objectives that the Board may from time to time adopt. Any prior delegation of authority and power is revoked to the extent that it is inconsistent with the delegations contained herein provided that it is not the intention of the Board to rescind any contract entered into as a result of such prior delegation nor is it the intention of the Board to affect any contractual or property rights bestowed on anyone as a result of such delegation. The Board, however, expressly reserves to itself exclusively the following powers with the understanding that it is not the role of the Board nor of individual Board members to become involved in the day-to-day administration of the Authority's activities.

1. (a) The power to enter into all contracts on behalf of the Authority where the amount involved is in excess of \$10,000, including the power to approve modifications and changes to those contracts that increase the then current dollar value of the contract by more than \$4,000 or 10 percent, whichever is greater.
- (b) All requests for change orders shall be in writing and accompanied by an explanation containing such information in such detail as may be reasonably necessary in order to fully apprise those delegated with decision-making authority herein and the Board of the relevant facts and circumstances, including pricing, together with such information as they or the Board may request. Requests for change orders without any written supporting documentation or containing deficient information may be rejected on that basis alone.
2. The power to authorize the purchase or lease of goods and services when the projected annual cost to the Authority of such lease or purchase exceeds \$10,000, except when the Manager determines that the existence of any emergency for the reasons beyond the control of the Authority prevents the obtaining of such authorization. In cases when the Manager has made such a determination, he/she shall promptly notify the Board in writing.
3. The power to borrow money, incur indebtedness or encumber Authority assets.
4. The power to exercise the right of eminent domain.
5. The power to approve annual operating and capital budgets and financial statements.

6. The power to retain outside legal counsel to the Authority and to set compensation thereof.
7. The power to select the external auditor to the Authority and to set compensation thereof.
8. The power to determine generally the types of service to be provided by the Authority and the fees therefor.
9. The power to require the Manager to report to the Board as frequently as the Board may direct on the details of the management and operation of the Authority, as well as on the progress made to accomplish goals and objectives set by the Board.
10. The power to approve the bank depositories recommended by the Manager and to designate the persons authorized to act for all accounts established pursuant to such approval.
11. The power to establish by-laws, rules, regulations and standards of conduct for the Board and its members.
12. The power to approve the settlement of claims of any nature against the Authority when the amount of the settlement exceeds \$5,000 provided, however, that claims which are resolved by contract changes and modifications shall be subject to the provisions of Paragraph 1 of this statement.
13. The power to approve the settlement of all claims which the Authority may have against others when the amount of the claim exceeds \$5,000.
14. The power to hire, discipline and discharge the Manager.
15. The power to revoke any and all delegations of power made to the Manager and to exercise such powers itself.

Nothing contained in this Limits of Authority Policy shall be deemed nor interpreted contrary to the mandatory provisions of the Municipality Authorities Act, as amended, and all provisions herein shall be interpreted and applied in accordance with all applicable laws and regulations governing the Authority.

ADOPTED BY BOARD RESOLUTION: October 24, 2017

EFFECTIVE: November 1, 2017