



FOX CHAPEL AREA SCHOOL DISTRICT

"Excellence is not an act, but a habit." – Aristotle

BY-LAWS OF FOX CHAPEL AREA SCHOOL AUTHORITY

ARTICLE I - THE AUTHORITY

Section 1.1. Name of Authority. The name of the Authority shall be as specified in its Articles of Incorporation, to wit: FOX CHAPEL AREA SCHOOL AUTHORITY.

Section 1.2. Seal of Authority. The seal of the Authority shall contain the name of the Authority and the year of its incorporation, shall be in the form of the seal impressed in the margin hereof, opposite this section.

Section 1.3. Office of Authority. The office of the Authority shall be at Kerr School, 341 Kittanning Pike, Pittsburgh 15, Pennsylvania, but the Board of the Authority may, by proper resolution, designate any other place as the office of the Authority.

ARTICLE II - OFFICERS

Section 2.1. Officers. The officers of the Authority shall be a Chairman, a Vice Chairman, a Secretary, a Treasurer, an Assistant Secretary and an Assistant Treasurer, to be elected from the members of the Board of the Authority.

Section 2.2. Chairman. The Chairman shall preside at all meetings of the Board of the Authority. Except as otherwise

authorized by resolution of the Board of the Authority, the Chairman shall sign all contracts, deeds and other instruments made by the Authority. At each meeting, the Chairman shall submit such recommendations and information as he may consider proper concerning the business, affairs and policies of the Authority.

Section 2.3. Vice Chairman. The Vice Chairman shall perform the duties of the Chairman in the absence or incapacity of the Chairman; and in case of the resignation or death of the Chairman, the Vice Chairman shall perform such duties as are imposed on the Chairman until such time as the Board of the Authority shall appoint a new Chairman.

Section 2.4. Secretary. The Secretary shall keep the records of the Authority, shall act as Secretary of the meetings of the Board of the Authority and record all votes, and shall keep a record of the proceedings of the Board of the Authority in minute books to be kept for such purpose, and shall perform all duties incident to his office. He shall keep in safe custody the seal of the Authority, and shall have power to affix such seal to all proceedings and resolutions of the Board of the Authority and to all contracts and instruments authorized to be executed by the Authority.

Section 2.5. Treasurer. The Treasurer shall have the care and custody of all funds of the Authority, and shall deposit the same in the name of the Authority in such bank or banks as the Board of the Authority may select. The Treasurer shall sign

all orders and checks for the payment of money, and shall pay out and disburse such moneys under the direction of the Board of the Authority. Except as otherwise authorized by resolution of the Board of the Authority, all such orders and checks shall be countersigned by the Chairman. He shall keep regular books of accounts showing receipts and expenditures, and shall render to the Board of Authority at each regular meeting (or oftener when requested) an account of his transactions and also of the financial condition of the Authority. He shall give such bond for the faithful performance of his duties as the Board of the Authority may determine.

Section 2.6. Assistant Secretary. The Assistant Secretary shall perform the duties of the Secretary in the absence or incapacity of the Secretary; and in case of the resignation or death of the Secretary, the Assistant Secretary shall perform such duties as are imposed on the Secretary until such time as the Board of the Authority shall appoint a new Secretary.

Section 2.7. Assistant Treasurer. The Assistant Treasurer shall perform the duties of the Treasurer in the absence or incapacity of the Treasurer; and in case of the resignation or death of the Treasurer, the Assistant Treasurer shall perform such duties as are imposed on the Treasurer until such time as the Board of the Authority shall appoint a new Treasurer.

Section 2.8. Additional Duties. The officers of the Authority shall perform such other duties and functions as may from time to time be required by the Board of the Authority or the By-Laws or rules and regulations of the Authority.

Section 2.9. Election or Appointment. The Chairman, Vice Chairman, Secretary, Treasurer, Assistant Secretary and Assistant Treasurer shall be elected at the annual meeting of the Board of the Authority.

Section 2.10. Vacancies. Should the office of the Chairman, Vice Chairman, Secretary, Treasurer, Assistant Secretary or Assistant Treasurer become vacant, the Board of the Authority shall elect a successor from its membership, at the next meeting, and such election shall be for the unexpired term of said office.

Section 2.11. Additional Personnel. The Authority may from time to time employ such personnel as it deems necessary to exercise its powers, duties and functions, as prescribed by the Municipality Authorities Act of 1945, as amended, of Pennsylvania, and all other laws of the Commonwealth of Pennsylvania applicable thereto. The selection and compensation of such personnel shall be determined by the Board of the Authority subject to the laws of the Commonwealth of Pennsylvania.

ARTICLE III - MEETINGS

Section 3.1. Annual Meetings. The annual meeting of the Board of the Authority shall be held on the first Monday of January at 8:00 o'clock P.M. at the regular meeting place of said Board. In the event such date shall fall on a legal holiday, the annual meeting shall be held on the next succeeding day.

Section 3.2. Regular Meetings. Regular meetings shall be held without notice at 8:00 o'clock P.M. on the first Monday of each month at the office of the Authority, or at such other place as the Board of the Authority may from time to time by resolution designate.

Section 3.3. Special Meetings. The Chairman of the Board of the Authority may when he deems it expedient, and shall, upon the written request of two members of the Board of the Authority call a meeting of the Board of the Authority for the purpose of transacting any business designated in the call. The call for a special meeting may be delivered to each member of the Board of the Authority or may be mailed to the business or home address of each member thereof two days or more prior to the date of such special meeting. No business shall be considered other than as designated in the call, but if all of the members of the Board of the Authority are present at a special meeting, any and all business may be transacted at such special meeting.

Section 3.4. Quorum. At all meetings of the Board of the Authority three of the members of the Board shall constitute a quorum for the purpose of transacting business; provided, however, that a smaller number may meet and adjourn to some other time or until a quorum is obtained.

Section 3.5. Notice of Meetings. The Secretary of the Authority shall cause to be published each year during the month of January in a newspaper of general circulation in Fox Chapel

Area School District a notice of the time and place of regular meetings and as to the place where notices of special meetings shall be posted. Notice of every special meeting and every rescheduled regular meeting shall be posted on the bulletin board in Kerr School not less than twelve hours before the time designated before such meeting.

ARTICLE IV - MANNER OF VOTING: FISCAL YEAR

Section 4.1. Manner of Voting. The voting on all questions coming before the Board of the Authority shall be by roll call, and the ayes and nays shall be entered upon the minutes of such meeting, unless the vote is unanimous of all members present, and in that case the minutes shall so indicate.

Section 4.2. Fiscal Year. The fiscal year of the Authority shall be the period of twelve months beginning on July 1 and ending on the following June 30.

ARTICLE V - AMENDMENTS

Section 5.1. Amendments to By-Laws. The By-Laws of the Authority shall be amended only with the approval of at least three of the members of the Board of the Authority at a regular or special meeting.



FOX CHAPEL AREA SCHOOL DISTRICT

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RESOLUTION

SIGNIFYING THE INTENTION AND DESIRE OF THE MUNICIPAL AUTHORITIES OF FOX CHAPEL AREA SCHOOL DISTRICT, A UNION SCHOOL DISTRICT OF THE COMMONWEALTH OF PENNSYLVANIA, SITUATED IN ALLEGHENY COUNTY, TO ORGANIZE AN AUTHORITY UNDER THE MUNICIPALITY AUTHORITIES ACT OF 1945, APPROVED MAY 2, 1945, ACT NO. 164, AS AMENDED AND SUPPLEMENTED, FOR THE PURPOSE OF EXERCISING ANY AND ALL OF THE POWERS CONFERRED BY SAID ACT ON AUTHORITIES CREATED BY SCHOOL DISTRICTS, SETTING FORTH IN FULL THE PROPOSED ARTICLES OF INCORPORATION OF SAID AUTHORITY, APPOINTING THE MEMBERS OF THE BOARD OF SAID AUTHORITY, AND AUTHORIZING THE EXECUTION AND FILING OF SAID ARTICLES OF INCORPORATION.

BE IT RESOLVED by the Board of School Directors of Fox Chapel Area School District, a union school district of the Commonwealth of Pennsylvania situated in Allegheny County, being the municipal authorities of said School District, and it is hereby resolved by the authority of the same, as follows:

SECTION ONE. It is the desire and intention of the municipal authorities of Fox Chapel Area School District to organize an Authority under the Municipality Authorities Act of 1945, approved May 2, 1945, Act No. 164, as amended and supplemented, for the purpose of exercising any and all of the powers conferred by said Act on authorities created by school districts.

SECTION TWO. The name of the proposed Authority is Fox Chapel Area School Authority.

SECTION THREE. The proposed Articles of Incorporation of the proposed Authority are as follows:



MUNICIPAL AUTHORITY
ARTICLES OF INCORPORATION

TO THE SECRETARY OF THE
COMMONWEALTH OF PENNSYLVANIA:

In compliance with the Municipality Authorities Act of 1945, as amended and supplemented, Fox Chapel Area School District, a union school district of the Commonwealth of Pennsylvania situated in Allegheny County, pursuant to a resolution duly adopted by the municipal authorities of said School District signifying said School District's desire and intention to form an Authority, hereby certifies:

1. The name of the Authority shall be
FOX CHAPEL AREA SCHOOL AUTHORITY.

2. The Authority is formed under the Municipality Authorities Act of 1945, approved May 2, 1945, Act No. 164, as amended and supplemented, for the purpose of acquiring, holding, constructing, improving, maintaining, operating and leasing public school buildings and other school projects, acquired, constructed or improved for public school purposes.

3. No other Authority has been organized under the Municipality Authorities Act of 1945, as amended and supplemented, or under the Act approved June 28, 1935, P.L. 463, as amended

and supplemented, and is in existence in or for the incorporating municipality named herein.

4. The name of the incorporating municipality is Fox Chapel Area School District, and the names and addresses of its municipal authorities, being the members of the Board of School Directors of said School District, are as follows:

<u>Name</u>	<u>Address</u>
Edgar L. Ambrose	222 Virginia Avenue Pittsburgh 15, Pa.
Frederick D. Amsler	302 Canterbury Drive Pittsburgh 38, Pa.
A. W. Benson	1084 North Avenue Pittsburgh 38, Pa.
John S. Eck	246 8th Street Pittsburgh 38, Pa.
Ruth Eckhardt	Woodland Drive & Field Club Road Pittsburgh 38, Pa.
George C. Gentry	105 Highland Road Pittsburgh 38, Pa.
J. B. Henry, Jr.	114 Western Avenue Pittsburgh 15, Pa.
William C. Hunt	116 Hodil Drive Pittsburgh 38, Pa.
W. Hunter Klingensmith	216 Western Avenue Pittsburgh 15, Pa.
Jules Labarthe	221 Delafield Avenue Pittsburgh 15, Pa.
Sam Liptak	219 Summit Drive Pittsburgh 38, Pa.
Frank Lydick	109 N. Oakhill Road Pittsburgh 38, Pa.

<u>Name</u>	<u>Address</u>
J. L. Marks, Jr.	Box 333, Guys Run Road, R.D. 2, Cheswick, Pa.
Watson C. Marshall	Longfellow Road Pittsburgh 15, Pa.
J. P. McGee	922 North Avenue Pittsburgh 38, Pa.
Harry D. McPherson	Box 151 Rural Ridge, Pa.
James Patterson	1002 Woodland Road Pittsburgh 38, Pa.
R. D. Poppleton	Kittanning Pike Pittsburgh 15, Pa.
W. C. Scott, Jr.	117 W. 8th Street Pittsburgh 15, Pa.
Kenneth Tyson	Rose Drive R. D. Glenshaw, Pa.
Ray Wolfendale	108 Mayflower Drive Pittsburgh 38, Pa.
Charles W. Wright, Jr.	Saxonburg Road Pittsburgh 38, Pa.

5. The names, addresses and terms of office of the first members of the Board of the Authority, all of whom are residents of the incorporating municipality, are:

<u>Name</u>	<u>Address</u>	<u>Term of Office</u>
Willard F. Agnew	¹²⁰ 224 Lexington Avenue Pittsburgh 15, Pa.	5 years
Edward A. Kister	2119 Middle Road Glenshaw, Pa.	4 years
W. S. McIntyre	208 East Oak Hill Road Pittsburgh 38, Pa.	3 years

<u>Name</u>	<u>Address</u>	<u>Term of Office</u>
Lawrence C. Little	220 Summit Drive Pittsburgh 38, Pa.	2 years
L. Stanton Williams	Hunt Road Pittsburgh 15, Pa.	1 year

IN WITNESS WHEREOF, Fox Chapel Area School District, the incorporating municipality, has caused these Articles of Incorporation to be executed on its behalf by the President or Vice President of its Board of School Directors and its seal to be hereunto affixed and attested by the Secretary of its Board of School Directors on this 17th day of August, 1959.


FOX CHAPEL AREA SCHOOL DISTRICT

(SEAL)

By


Vice President, Board of School
Directors

Attest:


Secretary, Board of School
Directors

SECTION FOUR. The following persons, all of whom reside within Fox Chapel Area School District, are hereby appointed members of the Board of the Authority with the following terms of office:

<u>Name</u>	<u>Address</u>	<u>Term of Office</u>
Willard F. Agnew	224 Lexington Avenue Pittsburgh 15, Pa.	5 years
Edward A. Kister	2119 Middle Road Glenshaw, Pa.	4 years
W. S. McIntyre	208 East Oak Hill Road Pittsburgh 38, Pa.	3 years
Lawrence C. Little	220 Summit Drive Pittsburgh 38, Pa.	2 years
L. Stanton Williams	Hunt Road Pittsburgh 15, Pa.	1 year

SECTION FIVE. The Articles of Incorporation of the proposed Authority in substantially the form set forth in Section Three of this Resolution shall be executed on behalf of Fox Chapel Area School District by the President or Vice President of its Board of School Directors and the seal of said School District shall be affixed thereto and attested by the Secretary of its Board of School Directors, and such officers are hereby authorized, empowered and directed to do all the things necessary and appropriate to effect and establish said proposed Authority in conformity with the provisions of the Municipality Authorities Act of 1945, as amended and supplemented.

SECTION SIX. All resolutions, and all parts thereof, which are inconsistent herewith, shall be and the same are hereby


repealed.

SECTION SEVEN. This Resolution shall become effective immediately.

ADOPTED this 10th day of August, 1959.

ATTEST:


Secretary


Vice President, Board of School
Directors