

ORDINANCE #147

FIRST READING - March 23, 2004

SECOND READING - April 6, 2004

**AUTHORIZING CERTAIN ACTIONS WITH RESPECT TO THE LACKAWANNA COUNTY
RAILROAD AUTHORITY.**

WHEREAS, the County Commissioners of the County, after due consideration of the public welfare and with full legal competence pursuant to its enabling legislation, has determined to undertake the Project described herein; and

WHEREAS, the County Commissioners of the County had formed the Lackawanna County Railroad Authority pursuant to the Municipality Authorities Act of 1945, Act of May 2, 1945, P.L. 382, as amended; and

WHEREAS, the County Commissioners of the County, pursuant to the authority granted to it under the Municipality Authorities Act of 1945, Act of May 2, 1945, P.L. 382, as amended, including Sections 5619 and 5622, desire to have the Lackawanna County Railroad Authority to convey the Project, as described herein, to the County and to dissolve the Lackawanna County Railroad Authority.

NOW, THEREFORE, BE IT, AND IT HEREBY IS, ENACTED by the affirmative vote of a majority of all members of the County Commissioners of the County as follows:

SECTION 1: Lackawanna County Railroad Authority shall immediately take all actions required by Sections 5619 and 5622 of the Municipality Authorities Act to dissolve the Lackawanna County Railroad Authority and transfer the Project to the County as soon as possible, but in no event more than forty-five (45) days after passage of this ordinance.

SECTION 2: Lackawanna County Railroad Authority shall immediately take all necessary action to pay off all its outstanding indebtedness, with interest thereon, and settle all other claims which may be outstanding against it, all to be accomplished no later than thirty (30) days after passage of this ordinance.

SECTION 3: Lackawanna County Railroad Authority shall prepare and execute an inventory of all assets of the Authority and turn over control of any and all bank accounts and funds in its possession or control to the County no later than thirty (30) days after passage of this ordinance. Lackawanna County Railroad Authority shall then promptly convey all of its documents and records and all of its remaining assets, tangible and intangible, and property, real and personal, to the County by appropriate documents in form acceptable to the County, to be accomplished no later than forty-five (45) days after passage of this ordinance. Documents and records include, but are not limited to, all deeds, rights-of-ways, easements, leases, contracts, studies, plans, correspondence, letters of credit, financial records and drawings in Authority's possession or owned by Authority.

SECTION 4: Lackawanna County Railroad Authority is prohibited from taking any action or expending any funds related to the expansion of its "project", including but not limited to the railroad system.

SECTION 5: Lackawanna County Railroad Authority shall cooperate with the County to the fullest extent possible, so that the transition in the ownership, control and operation of the "project", including but not limited to the Lackawanna County railroad system can be expeditiously accomplished without any adverse impact to any creditors or to the citizens of Lackawanna County.

SECTION 6: Lackawanna County Railroad Authority is prohibited from engaging in any conduct or expending any money, directly or indirectly, for any purpose other than the accomplishing the directives and objectives of the County as set forth in the ordinance contained herein.

SECTION 7: Lackawanna County Railroad Authority is expressly prohibited from taking any action or expending any funds, directly or indirectly, for the purpose of challenging the right of the County to take the actions set forth in the ordinance contained herein.

SECTION 8: The Chairman of the Board of the Lackawanna County Commissioners is hereby authorized and directed to undertake and perform, or cause to be undertaken or performed, all actions necessary to effect the dissolution of the Lackawanna County Railroad Authority, including, without limitation, execution and delivery of such certificates, orders and agreements as may be necessary therefore, in the opinion of the County Solicitor.

SECTION 9: The provisions of this ordinance are severable. If any part of this ordinance is declared to be unconstitutional, illegal or invalid, the validity of the remaining provisions shall be unaffected thereby. It is the intention of the Board of Commissioners of Lackawanna County that this ordinance would have been adopted had such unconstitutional, illegal or invalid part not been included.

SECTION 10: This Ordinance shall be effective for all purposes upon the last to occur of: (a) seven days following the publication of the notice required by Section 1.3-311 of the Lackawanna County Home Rule Charter; and (b) ten days after the date hereof.

COUNTY OF LACKAWANNA



ROBERT C. CORDARO



A.J. MUNCHAK



RANDY A. CASTELLANI

ATTEST:



PAUL D. TARAMELLI
CHIEF OF STAFF

Approved as to form and legality:



ELAINE C. GEROULO, ESQUIRE
COUNTY SOLICITOR