

No. 08-21-RE

RESOLUTION

Resolution of the County of Allegheny, Commonwealth of Pennsylvania, approving an amendment of the Articles of Incorporation of the Allegheny County Airport Authority to extend its term of the existence until June 17, 2059.

WHEREAS, on June 17, 1999, the then Board of Commissioners of Allegheny County adopted a resolution providing for the creation of the Allegheny County Airport Authority (ACAA) pursuant to the provisions of the Municipality Authorities Act of 1945 (the Act), 53 Pa. C.S.A § 5601 *et seq.*; and

WHEREAS, the Secretary of the Commonwealth approved ACAA's Articles of Incorporation on June 17, 1999 and the ACAA held its organizational meeting on July 29, 1999; and

WHEREAS, Section 5605 (a) (2) of the Act allows an authority to amend its articles of incorporation to modify or add a provision to increase the authority's term of existence to a date not exceeding 50 years from the date of approval of the articles of amendment; and

WHEREAS, the ACAA is now planning to issue bonds for the financing of the redevelopment of the new terminal ("Terminal Modernization Project" or "TMP") with a term of up to 35 years for maturity; and

WHEREAS, the ACAA's current term of existence will expire on or about June 17, 2049, thereby allowing for ACAA to issue bonds for the TMP having a term of less than 28 years; and

WHEREAS, an amendment extending the ACAA's existence to 2059 will allow for the issuance of 35-year maturity bonds in keeping with the ACAA's finance plan for the TMP and for the potential that bonds may be issued in series which would have different maturities; and

WHEREAS, Section 5605 (b) of the Act requires that an authority wishing to amend its Articles of Incorporation must have its board adopt a resolution approving the proposed amendment to its Articles of Incorporation and submit the proposed amendment to the municipality that created the authority for the municipality's approval; and

WHEREAS, the ACAA's Board adopted a Resolution on April 16, 2021 in conformity with the requirements set forth in Section 5605 (b) of the Act, a true and correct copy of which is attached hereto as Exhibit "A," approving a proposed amendment of the ACAA's Articles of Incorporation to extend the term of ACAA's existence to June 17, 2059 and requesting approval of the County of Allegheny, the creating municipality of the ACAA; and

WHEREAS, the Allegheny County Council has determined that the interest of the citizens of Allegheny County would be best served by approving an amendment of the ACAA's Articles of Incorporation to extend the term of existence of the ACAA to June 17, 2059.

NOW, THEREFORE, be it resolved by the Council of Allegheny County as follows:

Section 1. – Approval of the Amendment of ACAA's Articles of Incorporation.

Allegheny County Council hereby does authorize and approve an Amendment of the Articles of Incorporation of the Allegheny County Airport Authority to provide as follows:

“The Articles of Incorporation filed on June 17, 1999 with the Secretary of the Commonwealth of Pennsylvania creating the Allegheny County Airport Authority are hereby amended to increase the term of existence of the Allegheny County Airport Authority to June 17, 2059.

Section 2. – Authorization to Execute, Advertise and File the Amendment to ACAA's Articles of Incorporation.

Allegheny County Council authorizes the Allegheny County Airport Authority to execute, advertise and file the Amendment of the Articles of Incorporation of the Allegheny County Airport Authority in accordance with the requirements of subsections (c), (d) and (e) of Section 5605 of Act.

Section 3. – Severability.

If any provision of this Resolution shall be determined to be unlawful, invalid, void or unenforceable, then that provision shall be considered severable from the remaining provisions of this Resolution which shall be in full force and effect.

Section 4. - Repealer.

Any Resolution or Ordinance or part thereof conflicting with the provisions of this Resolution is hereby repealed so far as the same affects this Resolution.

Section 5. - Effective Date.

This Resolution shall become effective upon its approval.

Enacted in Council, this 8th day of June, 2021.

Council Agenda No. 11876-21




Patrick Catena
President of Council

Attest: 
Allegheny County Council Clerk

County Executive Office June 9th, 2021.

Approved: 
Rich Fitzgerald
County Executive

Attest: 
Jennifer M. Liptak
Chief of Staff

**RESOLUTION PROPOSING AMENDMENT OF THE
ARTICLES OF INCORPORATION OF
THE ALLEGHENY COUNTY AIRPORT AUTHORITY**

WHEREAS, The Allegheny County Airport Authority (the "Authority") was incorporated by the County of Allegheny (the "County") on July 17, 1999 by vote of the majority of the Commissioners of the Board of Commissioners pursuant to the requirements of the Municipal Authorities Act of 1945, as amended (the "Act"); and

WHEREAS, pursuant to the Act the Authority has a term of existence of fifty (50) years to June 17, 2049; and

WHEREAS, the Authority desires to amend its Articles of Incorporation to extend the term of its existence by an additional ten (10) years to June 17, 2059; and

WHEREAS, the Act requires that the amendment to the Articles of Incorporation of an authority formed under the Act shall first be proposed by the Board of the Authority directing that the same be submitted to the governing authority of the municipality comprising the Authority; and

WHEREAS, the County is the governing authority of the Authority and the Authority is, therefore, submitting the proposed amendment, as set forth in this Resolution, to the County requesting the County's consent to the proposed amendment.

NOW, THEREFORE, the Board of Directors of the Authority hereby proposes adoption of the following resolution:

BE IT RESOLVED, That the Articles of Incorporation of the Authority be amended to extend the term of existence of the Authority by ten (10) years to June 17, 2059.

BE IT FURTHER RESOLVED, That the proposed amendment be submitted to the County for the County's adoption of this amendment by resolution or ordinance of the County.

SECRETARY'S CERTIFICATE

I hereby certify that the foregoing is a true and correct copy of the Resolution adopted by the Board of Directors of The Allegheny County Airport Authority at a meeting of the said Board on April 16, 2021, that public notice of said meeting was given in a manner provided by law, and that said Resolution has been duly recorded upon the minutes of the Board, has not been amended or rescinded and is in full force and effect this 16th day of April, 2021.



Ashley Henry Shook

EXHIBIT A

M E M O R A N D U M
OFFICE OF THE COUNTY MANAGER

TO: Jared E. Barker
Allegheny County Council

FROM: William D. McKain CPA
County Manager

DATE: May 20, 2021

RE: Proposed Resolution

Attached is Resolution of the County of Allegheny, Commonwealth of Pennsylvania, approving an amendment of the Articles of Incorporation of the Allegheny County Airport Authority to extend its term of the existence until June 17, 2059.

The Allegheny County Law Department has reviewed this legislation prior to submitting it to Council.

I am requesting that this item be placed on the agenda at the next Regular Meeting of Council.