

**DOWNTOWN SHARON
BUSINESS IMPROVEMENT DISTRICT
PRELIMINARY PLAN: 2021-2026**



Version 1.1

Dated July 1, 2021

Introductory Letter to Downtown Sharon Property and Business Owners

This is to inform you that you are the owner of a property and/or a business located within the boundary of a proposed Downtown Sharon Improvement District. An “improvement district” is a revitalization tool available to communities in the Commonwealth under Pennsylvania Act 130 of 2000 – the Neighborhood Improvement District Act. In accordance with, and as required by, that Act, a copy of the Plan for this proposed improvement district is being provided to you. **If you no longer own the property indicated in this plan, please let us know via the City of Sharon’s Contact Us page on their website at <https://www.cityofsharon.net/contact-us>**

An improvement district allows for an interested party, in this case the proposed Sharon Community Development Corporation (SCDC) to prepare a plan, the elements of which are defined by Act 130, and to submit that plan to property owners for their review and consideration. At this time, a preliminary plan compliant with the Act has been prepared for your consideration. The Act mandates a public review and approval process that includes a public hearing, a vote by the property owners and if appropriate, final approval by Sharon City Council.

The plan being presented to you proposes that \$250,000 be raised annually in support of a proposed five-year, \$2.6 million revitalization Plan. The \$250,000 to be raised locally would come from an annual fee allocated over the properties located within the proposed improvement district. Each property within the district is allocated a portion of that \$250,000 according to a methodology that is fully detailed in this plan. **You will be given the opportunity to vote on this plan.** Under Act 130, you must vote in opposition to the plan if you do not support this effort. If the owners of the properties equal to 40% or more of the 228 benefitted properties object, this Plan can go no further. Again, the entire process is detailed in this document.

Coming out of the COVID-19 pandemic, communities all over the country are evaluating the impact of the pandemic on the future of their businesses both individually and collectively. We are interested in reimaging and reinventing downtown Sharon as an important regional hub for entrepreneurial development, shopping and dining, health and wellness and the arts. There are resources available to support this effort from both state and federal sources. However, in an era when these resources are not as plentiful as they once were, the ability to demonstrate the willingness to invest in your own community is critical to access the funds that are available. We believe that this plan demonstrates that local commitment.

We hope that you will take the time to carefully consider this Plan. The first public hearings on this plan are scheduled for Wednesday August 4 at 1:00 PM and 5:00 PM in Sharon City Council Chambers. A public advertisement on these hearings will be published before that date so please look for those advertisements to insure you have the most up-to-date information. The purpose on the public hearings is to get input from downtown stakeholders and, if necessary, to amend this plan. The voting process is anticipated to begin on August 25 and is anticipated to close on October 10. If approved the BID would begin operations in early 2022.

If you have a question or comment before the public hearing, please submit your question or comment to the City of Sharon’s website at <https://www.cityofsharon.net/contact-us> and an appropriate person will respond to your request.

Thank you in advance for your consideration of this plan. We are hopeful that this will generate interest in and support for the revitalization of downtown Sharon through thoughtful and constructive discourse.

The Sharon BID Steering Committee.

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1. Executive Summary

This document presents a proposed Business Improvement District (and Main Street) Plan for downtown Sharon in accordance with Act 130 of 2000, the Neighborhood Improvement District Act. “The Plan” generally includes all properties encompassed within the area bounded by Irvine Street on the west, Mill Street on the north, Connelly Boulevard to the south and Oakland Avenue to the east. A more specific boundary description is provided by the map in Section 2 and the Service Area Description in Section 4.

While the improvement district proposed under this plan is technically a “Business Improvement District” as defined by Act 130 of 2000 (the Neighborhood Improvement District Act), the district will operate under the title of the Downtown Sharon Improvement / Main Street Area (SDI-MSA). As proposed by this plan, the SDI-MSA will be managed by the Downtown Sharon Partnership, an “Operating Council” of the Sharon Community Development Corporation, to be established as part of, but not exclusively for, this plan.

The primary activities to be undertaken within the SDI-MSA are broken down into five primary categories. The list below defines these primary service categories and the secondary activities proposed under each:

- Safe-Clean-Green
 - Maintenance and Beautification Support
 - Social Service Support to Deal with Struggling Individuals
- Physical Improvements
 - Downtown Physical Improvement Master Plan
 - Enhanced Downtown Amenities including a new “Downtown Square.”
 - Façade Improvement Program
- Economic Vitality
 - Support for the Retail and Restaurant Cluster
 - Planning and Implementation of an Entrepreneurial Development System
 - Assistance with Business Retention and Recruitment
 - Development of a Health and Wellness Cluster
 - Support for a “TBD” Major Downtown Commercial Project
- Promotion and Marketing
 - Preparation of a Professional Prepared Marketing Campaign

- Expanded “General Image” Marketing
- Expanded Retail and Restaurant Marketing
- Marketing of the Health and Wellness Cluster
- BID Support for WaterFire
- Administration of the Programs

As currently envisioned by this plan, the SDI-MSA includes 232 properties, all of which will be AFFECTED in some way by the BID-Main Street Plan. Of the 232 affected properties, 228 are considered BENEFITTED properties and will be asked to be full assessment rate payers. These 228 properties will have an opportunity to participate in the plan approval process as defined by the NID Act. Only the four (4) properties listed as owner-occupied residential properties will be exempted from paying the proposed NID fee. As such, **these exempted properties will not have a vote in the approval process and will not count against the Plan approval requirements. Neither will these properties be eligible to receive the benefits of the Plan.**

Properties will be assessed based on their pro-rated portion of the LAND VALUE, as provided by Mercer County tax records, of each individual parcel within the district compared to the total LAND VALUE of all properties within the SDI-MSA. As the SDI-MSA is seeking to raise \$250,000 in year one, each individual property’s portion of the total LAND VALUE is applied against the \$250,000 to determine each individual property’s assessment. By way of example, an individual property with a Land Value equal to one-tenth of one-percent of the total Land Value within the BID-MSA boundary will pay one-tenth of one-percent of the \$250,000.

All 228 Benefitted properties will have the right to cast an objection to this Plan, in accordance with Act 130 of 2000, the Neighborhood Improvement District Act. If forty percent (40%) or more of the potentially benefitted properties (92 properties) have their property owners cast a vote in objection to this plan, the plan may not be approved by Sharon City Council and the BID process effectively stops. Should less than 40% object, the Sharon City Council *may approve, but has the option to approve or not approve, the SDI-MSA plan at that point.* A property owner will get to cast one ballot for each individually deeded property she or he owns. Thus, a property owner with ten properties would get to cast ten votes. **Votes must be cast in accordance with the instructions stipulated in this plan and using the ballots provided to be considered a valid objection.**

If approved, this plan will take effect on the date approved by Sharon City Council and will terminate on December 31, 2026. The SDI-MSA may be reauthorized by Sharon City Council to continue operation after December 31, 2026, subject to the conditions presented in Section 17 of this plan.

2. Map of the SDI-MSA Improvement District



2021-06-01 PRELIMINARY SDI-MSA BOUNDARY MAP AND “AFFECTED” PROPERTIES

SUBJECT TO FINAL REVIEW AND REVISION

All properties shown on this map are located within the boundaries of the proposed Downtown Sharon Improvement District and as such are affected by the actions proposed under this plan. In accordance with current Commonwealth of Pennsylvania law and PA Supreme Court decisions, only those properties actually proposed to pay the BID fee are considered benefited properties and are therefore eligible to cast a vote in opposition to the proposed BID Plan. Under the current plan all properties will be assessed an annual fee with the exception of owner-occupied, single family properties, which are exempt from the BID fee and therefore do not have the opportunity to cast a vote in opposition to the BID Plan.

3. Name of the Proposed Improvement District

In accordance with Act 130 of 2000, P.L. 949, the official name of the proposed Neighborhood Improvement District (NID) shall be the Downtown Sharon Business Improvement & Main Street Area (SDI-MSA) District. The common name for marketing and promotional purposes shall be the Downtown Sharon Improvement District.

4. Service Area Description

The “Service Area” (as defined in Act 130 of 2000) of the proposed SDI-MSA shall include **all properties within the area bounded by, including those with a property line abutting:**

- N. Irvine and S. Irvine Street between Columbia St. and West Silver St.
- W. Silver Street between Irvine St. and the Shenango River
- McKelvey St. to River St. to Agate Way between Silver St. and Penn Ave.
- Penn Ave to the northern property line of 297 Shenango St.
- The northern property line of 297 Shenango and Franklin St. to Railroad Street
- Railroad Street between Franklin St. and E Silver Street
- E Silver Street between Railroad Street and N. Oakland.
- N. Oakland to E. State Street
- E State Street to S. Sharpsville Avenue
- S. Sharpsville Avenue to Connelly Blvd.
- Connelly Blvd. S. Irvine Street
- In addition, properties with a Mercer County parcel number of 1-D-2, 3-D-56, and 3-D-57 are included within the boundary of the proposed BID district.

This “Service Area” description represents the general boundary of the proposed BID. The detailed property map in Section 2 of this plan is the official boundary of the BID, including those properties which may have been inadvertently missed or added by this verbal description.

5. List of Properties to be Assessed.

All properties within the defined SDI-MSA service area are deemed to be affected properties and are impacted by the SDI-MSA. All properties within the service area will have an SDI-MSA assessment fee calculated for them. **However, not all properties are considered “benefitted” properties and those not benefitted will not be required to pay the**

assessment fee. As currently structured, the current use of the property will determine a property's assessment payment status.

- All income producing properties, both commercial and residential, will be assessed.
- All tax-exempt properties will be assessed.
- All single family, owner-occupied properties will be exempt.

If a property changes its status from one that is exempt to one that is required to pay the annual BID fee, or conversely from one that is assessed to one that is exempt, its change in use shall cause a change in the payment status of the assessment.

A complete list of the status of properties within the SDI-MSA service area is included in Appendix A.

6. List of Proposed Improvements

The proposed physical improvement within the BID area will be as follows:

Public Space Improvements:

A detailed Downtown Master Improvement Plan will be developed in year one of the BID. That Downtown Master Improvement Plan will define the estimated costs of the improvements to be undertaken. Anticipated improvements include streetscape enhancements and the development of a public square. Initial estimates are a minimum of \$500,000 but will likely be substantially higher. These improvements are anticipated to be paid with non-BID funds.

Façade Improvements;

The BID Plan anticipates three (3) façade improvement grants of \$50,000 each, funded by the Main Street Program of the PA Department of Community and Economic Development over a five-year period. Grants funds will be awarded on a 50/50 matching basis between the BID and the applicant. Maximum grant amounts from the BID will be \$5,000 per property. A minimum of 27 façade improvements are anticipated with an estimated minimum cost of \$270,000.

7. Proposed Year 1 Budget and Draft Future Year Budgets

a. Year 1 Revenue Projection

PROPOSED SDI & MSA BUDGET - YEAR 1							
<i>Funding Source Color Code</i>	<i>BID Fees</i>	<i>City of Sharon</i>	<i>DCED</i>			<i>Other</i>	
			Planning	Imp.	Façade		Yr. 1 Total
Revenue							
Non-BID Memberships Dues							\$ -
Promotion & Marketing Revenue							
							\$ -
							\$ -
Non-BID Fundraising							\$ -
City of Sharon		\$ 15,000					\$ 15,000
Other Non-BID Revenue							
Non-BID Local Revenue	\$ -	\$ 15,000	\$ -			\$ -	\$ 15,000
							\$ -
BID Assessment Fees	\$ 240,000						\$ 240,000
City of Sharon BID Fees		\$ 10,000					\$ 10,000
Total Gross BID Fees	\$ 240,000	\$ 10,000					\$ 250,000
BID Delinquency Allowance @ 10%	\$ 24,000						\$ 24,000
Net Annual BID Fee Revenue	\$ 216,000	\$ 10,000	\$ -			\$ -	\$ 226,000
							\$ -
SDI BID Base Budget Revenue	\$ 216,000	\$ 25,000	\$ -			\$ -	\$ 241,000
							\$ -
DCED Grants - Subject to Main St. Des.							
Planning Grants			\$ 22,500				\$ 22,500
Implementation Grants				\$ 50,000			\$ 50,000
Facade Program Grants					\$ 50,000		\$ 50,000
Development Grants							\$ -
Estimated Direct Main Street Revenue	\$ -	\$ -	\$ 22,500	\$ 50,000	\$ 50,000	\$ -	\$ 122,500
Projected EZ Tax Credit Project							\$ -
Estimated DCED KC-MS Program Support	\$ -	\$ -	\$ 22,500	\$ 50,000	\$ 50,000	\$ -	\$ 122,500
TOTAL PROJECTED YR. 1 BID REVENUE	\$ 216,000	\$ 25,000	\$ 22,500	\$ 50,000	\$ 50,000	\$ -	\$ 363,500

Revenue Notes:

DCED = PA Department of Community and Economic Development. These funds are anticipated but are not yet guaranteed.

The City of Sharon is proposing to pay approximately \$15,000 more than its almost \$10,000 annual assessment fee for a total annual commitment of \$25,000.

Other Funds are not yet defined but will be aggressively pursued by the SCDC.

b. Year 1 Expense Projection – Staff & Administration

Funding Source Color Code		BID Fees	City of Sharon	DCED			Other
Expenses				Planning	Imp.	Façade	
General Mgt. & Ops. Staff Costs							
Manager's Salary & Payroll Expenses	\$ 75,000						\$ 75,000
Admin Assist. Salary & Payroll Expenses	\$ 30,000						\$ 30,000
							\$ -
							\$ -
TOTAL Gen. Mgt. & Operations Staff Costs	\$ 105,000	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 105,000
Admin. Expenses							
General Office Expenses	\$ 25,000						\$ 25,000
Rent							\$ -
Postage							\$ -
Supplies & Equipment				\$ 15,000			\$ 15,000
Communications & Utilities							\$ -
Cell Phone Reimbursement							\$ -
Web-Hosting, Internet, Const. Cont.							\$ -
Accounting & Professional Fees							
BID Fee Billing-Collection-Disbursement-Liens	\$ 2,000						\$ 2,000
Accounting & Audit Fees	\$ 7,750						\$ 7,750
BID Technical Support		\$ 25,000					\$ 25,000
Web-Site Maintenance & Upgrade							\$ -
Dues & Subscriptions							\$ -
Bank & Credit Card Fees							\$ -
Travel & Training							\$ -
Local Meetings & Meals							\$ -
Misc. Member Appreciation							\$ -
Debt Service							\$ -
Total Administration Costs	\$ 34,750	\$ 25,000	\$ -	\$ 15,000	\$ -	\$ -	\$ 74,750

- “General Office Expenses” will be redistributed over the other administrative line items as the specific annual cost of that line item becomes available.
- BID funds are largely being dedicated to recurring annual costs as this revenue source represents the more reliable source of revenue.

c. Year 1 Expense Projection - Programs

Expenses	Funding Source Color Code	BID Fees	City of Sharon	DCED			Other
				Planning	Imp.	Façade	
Safe-Clean-Green							
General Downtown Maintenance	\$ 15,000						\$ 15,000
Maintenance Equipment Purchases				\$ 10,000			\$ 10,000
Landscape Supplies							\$ -
Hardscape Supplies							\$ -
Snow Removal							\$ -
Downtown Social Worker	\$ 18,750						\$ 18,750
Total Safe-Clean-Green Operations	\$ 33,750	\$ -	\$ -	\$ 10,000	\$ -	\$ -	\$ 43,750
Design & Physical Improvements							
Physical Improvement Master Plan	\$ 12,500		\$ 12,500				\$ 25,000
Physical Plan Improvements							\$ -
Downtown Square Development							\$ -
Façade Program Operations							
Façade Program Technical Support					\$ 5,000		\$ 5,000
Façade Program Grants					\$ 45,000		\$ 45,000
Total Physical Improvement Operations	\$ 12,500	\$ -	\$ 12,500	\$ -	\$ 50,000	\$ -	\$ 75,000
Economic Vitality							
Entrepreneurial Eco-System Plan	\$ 5,000		\$ 5,000				\$ 10,000
Business Recruitment Plan			\$ 5,000				\$ 5,000
Business Recruitment Support							\$ -
Health & Wellness Package Development				\$ 5,000			\$ 5,000
EZP Tax Credit Project							\$ -
Total Economic Vitality Operations	\$ 5,000	\$ -	\$ 10,000	\$ 5,000	\$ -	\$ -	\$ 20,000
Promotion & Community Marketing							
Professional Image Campaign Development				\$ 20,000			\$ 20,000
General Image Campaign Support							\$ -
Expanded Retail & Dining Promotions							\$ -
WaterFire Support	\$ 25,000						\$ 25,000
Health & Wellness Package Advertising							\$ -
Total Promotion & Marketing	\$ 25,000	\$ -	\$ -	\$ 20,000	\$ -	\$ -	\$ 45,000
General City of Sharon Contingency Funds							\$ -
SDI & MSA Base Budget Expenditures	\$ 216,000	\$ 25,000	\$ 22,500	\$ 50,000	\$ 50,000	\$ -	\$ 363,500
Annual Surplus (Deficit)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -

8. Proposed Revenue Sources

- a. Downtown Sharon Dues: The SDCD shall have no official membership. There will be no dues required from property owners or businesses within the business improvement district. The Corporation may establish a class of non-voting supporters of the mission of the Corporation referred to as Associates for those that wish to participate but are located outside of the BID boundary. The Associates shall satisfy such criteria as may be established by the Board of Directors and shall pay such dues and/or other assessments as may be required by the Board. At the outset of this revitalization, there is no revenue anticipated from these fees.
- b. Non-BID Fundraising: Downtown Sharon is committing to an aggressive grant-writing and fundraising campaign as part of the BID process. This will include seeking both foundation and corporate contributions from those outside of the BID that are not paying the BID fee. Downtown Sharon may also explore non-traditional fundraising efforts such as crowdfunding. Depending upon first year collections and service demands related to the downtown area, a fundraising campaign will be developed for years 2 through 4 and the current five-year budget will be updated.
- c. DCED Grants: Downtown Sharon anticipates being designated as a Pennsylvania Main Street Program during the course of the 2021-2022 fiscal year and as such to receive future funding from the Keystone Communities Program. While this funding is NOT guaranteed it is included in the proposed SDI-MSA “base budget.” If approved, Downtown Sharon will apply for and might expect funding from DCED as follows:
 - i. One (1) planning grant of \$25,000 – BID to provide the match.
 - ii. One (1) implementation grant of \$50,000.
 - iii. Three (3) façade program grants of \$50,000 each; property/business owners to provide the match.
 - iv. Two (2) “development” grants totaling \$500,000, for public improvements.
 - v. The DSP is also anticipating supporting an application from a yet-to-be-determined developer that would result in a tax credit of up to \$500,000.
- d. BID Assessments: Downtown Sharon is proposing annual BID revenue of \$250,000 per year to be distributed utilizing the common fee metric defined in Section 12 of this plan. With an estimated 228 BID district properties currently being scheduled for payment of the annual fee, the **average** BID fee will be \$1,060.85 per year, which is approximately \$88.40 per month, or \$2.91/day. The median BID assessment will be \$633.90. Some BID fees will be substantially higher, many will be substantially lower. A breakdown of the BID Fee Structure is included at the end of Appendix A.
- e. Payment in Lieu of Assessments: The SDI-MSA plan calls for all tax-exempt properties to have an assessment calculated for them based on the common metric defined in

section 12 of this plan. All tax-exempt properties will be asked to pay their full share of the BID assessment.

9. Estimated Implementation Schedule

All activities in this plan are proposed to be implemented between January 1, 2022 and December 31, 2026. Some of these activities are subject to downtown Sharon being approved as a designated Pennsylvania Main Street Program.

	2022	2023	2024	2025	2026
<i>Safe-Clean-Green</i>					
General Downtown Maintenance	✓	✓	✓	✓	✓
Maintenance Equipment Purchases	✓				
Landscape Supplies	?	?	?	?	?
Hardscape Supplies	?	?	?	?	?
Snow Removal	?	?	?	?	?
Downtown Social Worker	✓	✓	✓	✓	✓
<i>Design & Physical Improvements</i>					
Physical Improvement Master Plan	✓				
Physical Plan Improvements		✓			✓
Downtown Square Development				✓	
Façade Program Operations	✓	✓	✓	✓	✓
Façade Program Technical Support	✓	✓	✓	✓	✓
Façade Program Grants	✓	✓	✓	✓	✓
<i>Economic Vitality</i>					
Entrepreneurial Eco-System Plan	✓				
Business Recruitment Plan	✓				
Business Recruitment Support	✓	✓	✓	✓	✓
Health & Wellness Package Development	✓				
EZP Tax Credit Project	?	?	?	?	?
<i>Promotion & Community Marketing</i>					
Professional Image Campaign Plan	✓				
General Image Campaign Support		✓	✓	✓	✓
Expanded Retail & Dining Promotions	✓	✓	✓	✓	✓
WaterFire Support	✓	✓	✓	✓	✓
Health & Wellness Package Advertising		✓	✓	✓	✓
General Operations Contingency Funds					

✓ = Year in which the proposed activity is expected to be implemented.

? = Activity subject to need

10. Improvement District Administration

The Sharon Community Development Corporation (SCDC), a Pennsylvania non-profit corporation and an Internal Revenue Service (IRS) 501c3 organization (recognition pending) shall serve as the Neighborhood Improvement District Management Association (NIDMA), subject to its approval and certification as the NIDMA by Sharon City Council as required by the NID Act. The SCDC shall establish the Downtown Sharon Partnership (DSP) as a District Advisory Council (DAC), in accordance with Act 130 of 2000, and as in accordance with the SCDC by-laws. The DSP shall be an “operations council” of the SCDC. Both of these designations, as approved by the SCDC, shall authorize the DSP to operate the Sharon Improvement District on a day-to-day basis.

Attention is called to fact that Sharon City Council may decertify an organization as the NIDMA and appoint a new NIDMA without abolishing the SDI-MSA itself.

11. Additional NIDMA Information

- a. As a non-profit corporation not specifically created to manage the business improvement district, the Sharon Community Development Corporation is subject to Section 6(d)(2) of Act 130 of 2000. As such the board of Downtown Sharon, serving as the NIDMA, may appoint board members in accordance with existing by-laws.
- b. The Sharon Community Development Corporation, as a Pennsylvania non-profit corporation, will be subject to the Pennsylvania Non-Profit Corporation Law.
- c. In accordance with Section 7.a.(12) of Act 130 of 2000, The SCDC shall establish, and its board shall appoint the members of, an SDI-MSA “district advisory council” to provide advice to the board of Downtown Sharon in managing and administering the SDI-MSA. Downtown Sharon shall establish within three months of the date of approval of the BID Plan, an SDI-MSA Advisory Council, comprised of property owners, business owners and other fee-paying stakeholders from within the boundary of the defined SDI-MSA. The sole purpose of the SDI-MSA Advisory Council shall be to provide input and make recommendations to the Board of Directors of Downtown Sharon on matters relating to the day-to-day and long-term operation of the SDI-MSA. The SCDC board may, at its discretion, delegate program related decision-making authority to the DSP, subject to the limitations imposed by the SCDC by-laws.
- d. Any stakeholder, including any property owner, any businessperson or any other **BID rate payer** is eligible to serve on the SDI-MSA Advisory Council. The Board of the SCDC shall make such appointments to the SDI-MSA Advisory Council as necessary to fill not less than nine (9) nor more than thirteen (13) seats.
- f. Sharon Community Development Corp. Organizational Documents-See Appendix B
 - i. SCDC Articles of Incorporation

- ii. SCDC IRS 501c3 Designation Letter
- iii. SCDC By-Laws
- iv. SCDC Organization Chart

12. Assessment Determination Methodology

The proposed SDI-MSA assessment will be based on the **LAND VALUE ONLY** as provided by the Mercer County Tax Office. Under this format, the total LAND VALUE of all properties within the proposed BID are tallied. As of the time that this plan was prepared the total LAND VALUE of all properties within the SDI-MSA area was determined to be \$2,810,000. To then determine each individual property's assessment, the land value of each parcel is divided by the total land value of the district. Using the average parcel's land value of \$11,293, **as an example**, the calculation would proceed as follows; $\$11,293 / \$2,810,000$ resulting in the average parcels pro-rated portion of the total land value being .004019, or 4/10 of 1.00 percent. As the SCDC is interested in raising \$250,000 annually in improvement district fees, that percentage of an individual parcels value is applied against the total amount (\$250,000) to be raised. So, in this example the "average parcel" would pay \$1,004.71 per year ($250,000 / .004019$). **This example is used for illustrative purposes only. An individual property's annual fee will vary greatly.**

Each property within the proposed SDI-MSA is determined to be an AFFECTED property, meaning that every property will be impacted either directly or indirectly, by the proposed BID fee. Within the proposed SDI-MSA, there are 232 AFFECTED properties. Of this number, 228 properties, or 89.3% of all affected properties, are proposed to be full BID fee rate payers. The land value of the 228 BID fee payers is \$2,718,650 or over ninety six percent (96.75%) of the total land value of the SDI-MSA.

Fifty (50) properties within the SDI-MSA are owned by non-profit entities or utilities exempt from paying real estate taxes. These fifty properties will be asked to pay the full BID assessment and may participate fully in the Plan approval process.

Four (4) properties within the SDI-MSA are determined to be single-family owner-occupied properties. These properties will be 100% exempt from paying the BID assessment. However, these properties will be ineligible to receive any direct services associated with this plan.

13. NIDMA / City Responsibilities

The City of Sharon shall have such responsibilities as are determined in the Municipal Services Agreement which is required under Act 130 of 2000. These City responsibilities shall include:

1. General financial support of the BID
2. Maintenance activities within the BID
3. Support of events and marketing
4. Support of business retention and recruitment efforts
5. Capital improvements as may be approved.
6. Public safety and security activities
7. Code and zoning enforcement
8. BID lien administrative support

Complete details as to City responsibilities are included in Appendix C.

The SCDC/DSP shall have such responsibilities as are determined in the Municipal Services Agreement which is required under Act 130 of 2000. These City responsibilities shall include:

1. Safe, clean, and green activities
2. Design and physical improvement efforts
3. Economic vitality activities
4. Promotion and marketing
5. Operation and management of the BID

Complete details as to City responsibilities are included in Appendix C.

14. NIDMA / City Agreement

In accordance with the requirements of Act 130 of 2000, this Plan requires an agreement between the City of Sharon and the SCDC which:

- Identifies in detail the specific duties and responsibilities of both the NIDMA (The SCDC) and the municipal corporation (The City of Sharon) with respect to the NID.
- Require that a written agreement be signed by the municipal corporation and the NIDMA describing in detail their respective duties and responsibilities.
- Allow for and encourage tax-exempt property owners within the BID to provide in-kind services or a financial contribution to the NIDMA, if not assessed, in lieu of a property assessment fee. **In this Plan, tax-exempt properties are being assessed.**
- Require in the agreement between the municipal corporation and the NIDMA that the municipality must maintain the same level of municipal programs and services provided within the NID before NID designation as after NID designation.

- Allow the municipal corporation the right to include in the agreement with the NIDMA and in the enabling ordinance establishing the NID a sunset provision of no less than five years for renewal of the agreement.
- Complete details as to City responsibilities are included in Appendix C.

15. Tax-Exempt Property Treatment

In accordance with an 1897 Pennsylvania Supreme Court decision (City of Philadelphia vs. Union Burial Ground Society for the City and County of Philadelphia), which finds that:

- “the distinction between a general tax and a local assessment is well recognized,” and;
- that affirms that an assessment is not legally a tax; and
- those tax-exempt properties are not automatically exempt from paying assessments.

Supreme Court of Pennsylvania.
CITY OF PHILADELPHIA
v.
UNION BURIAL GROUND SOC. FOR CITY
AND COUNTY OF PHILADELPHIA.

Jan. 4, 1897.

Appeal from court of common pleas, Philadelphia county; F. A. Bregy, Judge.

the constitutional exemption.’ After citing a number of decisions of our own court, and especially a decision of the supreme court of the United States, in *Railroad Co. v. Decatur*, 147 U. S. 190, 13 Sup. Ct. 293, wherein it is held ‘that an exemption from taxation is to be taken as an exemption from the burden of ordinary taxes, and does not relieve from the obligation to pay special assessments imposed to pay for local improvements, and charged upon contiguous property, upon the theory that it is benefited thereby,’ the chief justice concludes as follows: ‘The rule thus formulated not only rests upon an undoubtedly sound principle, but it is abundantly sustained by an almost unbroken line of authorities in nearly all of our sister states, several of which authorities are cited and commented on in the opinion referred to. We are therefore of opinion that special municipal assessments, such as that in question, are not within the constitutional exemption above quoted.’ The improvement in this case was

It is therefore the position of SCDC that tax-exempt properties are not *automatically* exempt from the SDI-MSA assessment fee that has been calculated for them in accordance with Section 4 of this plan. The SCDC as an integral part of this plan, is choosing to include all tax-exempt properties as

rate payers and thus be mandated to make the annual BID payment of their calculated SDI-MSA assessment.

16. Municipal Level of Service Statement:

In accordance with Section 5. (c) (3)(iv) of Act 130 of 2000, P.L. 949, requiring in the agreement between the municipal corporation and the NIDMA that the municipality must maintain the same level of municipal programs and services provided within the NID before NID designation as after NID designation, the City of Sharon acknowledges its responsibility to maintain the same level of service, as defined in the SCDC / City of Sharon Municipal Services Agreement detailed in Appendix C. This acknowledgement is subject to such limitations as the 3rd Class City Code of Pennsylvania may impose.

17. Sunset Provision & Reauthorization

In accordance with Section 5. (c)(3)(v) of Act 130 of 2000, the SDI-MSA shall be effective on such date as stated in the resolution approved by the Sharon City Council. As the approval date is anticipated to allow for the authorization of the SDI-MSA for a portion of the 2021 calendar year, and as the above referenced section requires *at least* a five-year time frame for the initial period of the SDI-MSA, the initial sunset provision for the SDI-MSA shall be December 31, 2026.

The SDI-MSA may be reauthorized for such additional terms as the City Council of the City of Sharon may authorize. In accordance with the Sunset Provision provided in Section 3 of Act 130 of 2000, the SDI-MSA may be continued beyond the initial termination date, provided that the municipal enabling ordinance is re-enacted following a review of:

- The extent to which the objectives of initial SDI-MSA plan have been achieved.
- The effectiveness of SCDC in serving as the NIDMA.
- The outcomes of the programs and services provided.

In addition, should any of the conditions defined in Section 5(g) of Act 130 of 2000, Amendments to the Final Plan, be part of any request for reauthorization, the provisions of Section 5(g) shall apply. Conditions which require a more extensive reauthorization process include:

- Substantially changed or added programs, improvements and/or service to be provided in the SDI-MSA.
- Increased expenditures affecting more than 25% of the of the total SDI-MSA budget
- Incurring increased indebtedness
- Changing the assessment fee structure
- Changing the approved NIDMA

- Changing the SDI-MSA service area boundary.

18. Improvement District Fee Collection / Lien Placement

In accordance with Section 5,(3)(vi), and as further defined in the Municipal Services Agreement, which is included in Appendix C, the SCDC as the organization requesting designation as the NIDMA, is seeking to exercise the authority granted it in the aforementioned Section 5.(3)(vi) to allow the SCDC to contract with a private sector assessment collection service, which will directly invoice property owners for the approved annual assessment and to collect the fees associated with such assessments. **Any property that becomes delinquent in paying the appropriate BID fee may have a lien equal to the value of amount due placed on that property.**

19. NID Plan Voting Procedure and Final Plan Amendment

Each separately defined parcel, as identified by a Mercer County “lot and block” number, within the boundaries of the SDI-MSA as defined in this plan, shall be considered an “affected property.” Those properties considered benefitted properties (all those but single-family owner-occupied properties) shall carry with it one (1) voting unit. **The legal ownership structure** of each such parcel is entitled to cast a vote in opposition to the BID Plan for that particular parcel. The legal ownership structure of any given parcel shall therefore have the same number of votes as parcels that it owns within the SDI-MSA boundary. In accordance with the current Pennsylvania NID Law, Act 130 of 2000, **property owners must cast a vote in opposition to the BID Plan (a remonstrance vote), meaning a vote in objection to the proposed SDI-MSA Plan.** Property owners may cast a vote in support of the SDI-MSA Plan if they so desire but are not required to do so. Property owners who fail to cast a vote in objection to the SDI-MSA Plan are assumed to either be in support of the SDI-MSA Plan or are neutral on the matter.

The procedure for casting a vote **in objection** to the SDI-MSA Plan shall be as follows:

- i. Following the last public hearing required under the law, property owners will have a forty-five (45) day voting period, from the date of the last public hearing, in which to cast a vote in objection to the SDI-MSA Plan.
- ii. If forty percent (40%) or more of the affected property owners within the proposed SDI-MSA fail to cast a vote, **in writing**, in objection (disapproving) to the Final Plan, or in opposition to an amendment to the Final Plan requiring a vote of the property owners, with the City Clerk of Sharon City, the City Council of the City of Sharon, **may**, following the forty five day voting period, enact an ordinance establishing the SDI-MSA and designating the SCDC as the NIDMA, or in the case of an amendment to the Final Plan, adopt any amendments to the ordinance.
- iii. In submitting a written objection disapproving the SDI-MSA, a property owner must comply with the following procedures.
 - i. A separate **written objection must be submitted for each parcel** owned to ensure that votes in objection are counted accurately.

- ii. Each individual objection must be cast using the SDI-MSA Objection Form which shall be provided to the property owner with the Final Plan. The Objection Form shall require the property owner to submit the name of the legal ownership structure, the address of the parcel in question and the lot and block number of the parcel in question. **The Objection Form must be signed by the appropriate party representing the ownership structure of the parcel.** In the case of a single owner property, only the individual property owner need sign the Objection Form. In the case of a partnership, each partner of the ownership structure must sign the Objection Form. In the case of a corporate ownership structure, an authorized officer of the corporation must sign the objection form and either attach a corporate resolution indicating the board of director's objection to the proposed SDI-MSA or certify the ability of the signing officer to act on behalf of the corporate entity. In this case, a single resolution may be passed for all properties owned but a copy of the resolution must be attached to each Objection Form owned by the corporate entity.
- iv. If the ownership structure of a given parcel chooses to cast an unofficial vote in support of the proposed SDI-MSA, they may do so using the SDI-MSA Support Form which shall be provided to the property owner with the Final Plan. **Submission of a form in support of the SDI-MSA is not required.** The opportunity is being provided to property owners so that SCDC may distinguish between those that actively support the SDI-MSA and those that have taken a more passive position relative to the SDI-MSA.
- v. The total number of "AFFECTED properties" within the SDI-MSA is 232.
- vi. The total number of "BENEFITTED" properties is 228. This is the number against which the remonstrance vote total will be calculated.
- vii. The number of objections that must be registered with the City Clerk of the City of Sharon is 92 (40% of 228) rounding up to the next nearest whole number).
- viii. **Only objections received on the official Objection Form with the required information will be counted as valid objections.** Any other form of objection, incomplete Objection Forms, or Objection forms received after the time and date detailed below, will be disqualified from counting against the required 40% objection rate.

- ix. Mailed Objection Forms must be postmarked on or before October 10, 2021. Hand delivered Objection forms must be received in the office of the City Clerk of the City of Sharon by 4:00PM on October 10, 2021. The address to which objections must be mailed or delivered is detailed below:

City Clerk
City of Sharon
155 W Connelly Blvd
Sharon, PA 16146

Please note that the City Clerk is only responsible for the receipt of ballots in opposition to, and support for, the BID Plan. The City Clerk is not authorized to, and will not, answer any questions concerning the details of the BID Plan.

APPENDIX A: LIST OF PROPERTIES TO BE ASSESSED

PRELIMINARY LIST – SUBJECT TO FINAL REVIEW AND REVISION

When reviewing this list, please note that Mercer County tax records list properties on the same street differently. Some use the directional prefix (N, S, E, W) and some do not. Some may have a different street suffix (i.e., STREET may be stated when it is actually AVENUE, for example) or no suffix is used at all. In addition, the official county tax record may not have a street number associated with a given parcel. Please review the list carefully to determine if your property is included within the proposed boundary of the BID.

Parcel ID #	STREET #	STREET NAME	OWNER'S NAME	ANNUAL FEE
3 3 5	101	S WATER AVE	101 S WATER, LLC	\$ 533.81
2 A 2	159	PITT ST	159 PITT, LLC	\$ 587.19
4 A 24	205	BANK PLACE	205 BANK PLACE, LLC	\$ 760.68
4 B 15A	265	CONNELLY BLVD	265 CONNELLY BLVD, LLC	\$ 587.19
1 M 7	297	SHENANGO AVE	297 SHENANGO, LLC	\$ 1,588.08
4 B 7	322	E STATE ST	322 E STATE, LLC	\$ 533.81
3 A 24	35	CHESTNUT ST	35 CHESTNUT ST, LLC	\$ 547.15
2 A 33A		E STATE ST	357 E STATE ST, LLC	\$ 1,975.09
2 A 23	38-52	SHARPSVILLE AVE	38-52 SHARPSVILLE, LLC	\$ 711.74
3 D 54	62	S IRVINE AVE	40 S IRVINE, LLC	\$ 186.83
3 D 53	296	A ST	40 S IRVINE, LLC	\$ 53.38
3 D 55	40	S IRVINE AVE	40 S IRVINE, LLC	\$ 106.76
3 C 16	45	S IRVINE AVE	40 S IRVINE, LLC	\$ 120.11
3 C 15	55	S IRVINE AVE	40 S IRVINE, LLC	\$ 120.11
3 C 19		W STATE ST	40 S IRVINE, LLC	\$ 627.22
3 D 56	299	W STATE STREET & S IRVINE	40 S IRVINE, LLC	\$ 373.67
4 A 26	44	WALNUT	44 S SHARPSVILLE, LLC	\$ 867.44
4 A 25	54	WALNUT	54 S SHARPSVILLE, LLC	\$ 587.19
2 A 10	71	SHARPSVILLE AVE	71-79 SHARPSVILLE AVE, LLC	\$ 226.87
2 A 16		SHARPSVILLE AVE	74 SHARPSVILLE, LLC	\$ 106.76
2 A 14	74	SHARPSVILLE AVE	74 SHARPSVILLE, LLC	\$ 173.49
3 A 26	98	E STATE ST	98 E STATE, LLC	\$ 1,823.84
3 A 26	98	E STATE ST	98 E STATE, LLC	\$ 1,823.84
1 B 45	54	W STATE ST	ABRUTZ, TOBY P JR &	\$ 444.84
1 B 11	148	W STATE ST	ANDERSON, EDWARD G JR & STACY	\$ 1,521.35
4 B 5	300	E STATE ST	ARMORY 49, LLC	\$ 360.32
4 B 6	312	E STATE ST	ARMORY 49, LLC	\$ 346.98
4 B 10	49	S SHARPSVILLE AVE	ARMORY 49, LLC	\$ 266.90
3 D 37	136	S IRVINE AVE	BAUMANN, RAYMOND & KIRSTEN	\$ 160.14

1 I 43		AGATE WAY	BECK, RANDALL A & JACQUE C	\$ 373.67
1 I 40	309	PENN AVE	BECK, RANDALL A & JACQUE C	\$ 1,161.03
3 D 36	146	S IRVINE AVE	BEIGHLEY, LESTER C JR	\$ 173.49
3 C 4	149	S IRVINE AVE	BEILSTEIN, DUANE A	\$ 186.83
4 A 16		S DOCK ST & CENTRAL	BELL TELEPHONE CO OF PA	\$ 4,443.95
1 A 58A	73	CENTRAL WAY	BIANCO, JOHN R & MARJORIE D	\$ 160.14
1 A 42 43	47	VINE AVE	BIANCO, JOHN R ETAL	\$ 1,321.17
1 B 3	66	N MAIN ST	BOGDAN, CORNEL	\$ 800.71
1 A 20		VINE AVE	CITY OF SHARON	\$ 2,402.14
3 2 6		CONNELLY BLVD	CITY OF SHARON	\$ 960.85
3 2 9		CONNELLY BLVD	CITY OF SHARON	\$ 1,868.33
1 B 28		N WATER AVE	CITY OF SHARON	\$ 4,003.56
1 B 50	24	W STATE ST	CITY OF SHARON	\$ 2,268.68
2 A 22	201-211	E STATE ST	CITY OF SHARON	\$ 2,709.07
1 A 51A		SILVER ST	CITY OF SHARON	\$ 106.76
3 C 20	215	W STATE ST	COCCA, ANTHONY	\$ 947.51
3 C 3A		CONNELLY BLVD	COCCA, ANTHONY SUITE 400	\$ 26.69
4 A 2A	75	S DOCK ST	COMMUNITY ACTION PARTNERSHIP	\$ 1,254.45
C 32	252	E STATE ST	COMMUNITY COUNSELING CENTER	\$ 533.81
3 C 7	125	S IRVINE AVE	COMMUNITY COUNSELING CENTER	\$ 80.07
3 C 6	133	S IRVINE AVE	COMMUNITY COUNSELING CENTER	\$ 93.42
3 C 5	143	S IRVINE AVE	COMMUNITY COUNSELING CENTER	\$ 66.73
4 B 15	109	S SHARPSVILLE AVE	COMMUNITY FOOD WAREHOUSE OF	\$ 613.88
4 B 4	290	E STATE ST	COMMUNITY MENTAL HEALTH AND	\$ 693.95
3 2 7.1		W CONNELLY BLVD	CONNELLY MANOR HOLDINGS, LLC	\$ 934.16
3 C 9	109	S IRVINE AVE	COOPER, THOMAS L & CHRISTINE M	\$ 93.42
2 A 26 27	41-49	PINE ST	COVENANT U PRES CHURCH	\$ 346.98
2 A 1	172	E SILVER ST	CSATLOS, P ERNEST & NANCY J	\$ 400.36
1 B 14	19-23-27	N WATER AVE	CULLEN, CHRIS L	\$ 400.36
3 3 3		CONNELLY BLVD	D & M REALTY GROUP, LLC	\$ 6,806.05
4 A 2C	191	E CONNELLY BLVD	ENGLISH, RICHARD G TEST TRUST	\$ 1,094.31
4 A 2 4			ERIE PITTSBURGH RAILROAD	\$ -
1 A 61	75-83	E STATE ST	EVANS, JOHN C & PATRICIA A	\$ 2,669.04
2 A 31		E STATE ST	F H BUHL CLUB INC	\$ 5,538.26
1 B 47	44	W STATE ST	FATIMUS, NICK	\$ 1,281.14
3 D 57	301-305	W STATE ST	FIRST BAPTIST CHURCH	\$ 640.57
1 B 64	1	E STATE ST	FIRST FEDERAL SAVINGS & LOAN	\$ 2,735.77
1 C 38	237	W SILVER ST	FIRST METHODIST CHURCH	\$ 1,174.38
1 A 46	116-168	SHENANGO AVE	FIRST NATIONWIDE POSTAL	\$ 800.71
1 C 32		N IRVINE AVE & SILVER ST	FIRST UNITED METHODIST	\$ 507.12

1 C 32A	224	W SILVER ST	FIRST UNITED METHODIST	\$ 120.11
3 A 16	42-44	E STATE ST	FLEMING, SHEIDA A	\$ 1,334.52
3 2 8	200	STERLING AVE	FUNDUS PRAEDIUM, LLC	\$ 987.54
1 C 3	101	N WATER AVE	G & G GHOTRA, INC	\$ 1,040.93
2 A 9	222	E SILVER ST	GARASIC, MICHAEL J ETAL	\$ 53.38
3 D 35	158	S IRVINE AVE	GEIYER, WILLIAM	\$ 280.25
3 C 8	117	S IRVINE AVE	GEIYER, WILLIAM E	\$ 133.45
1 C 1B	98	N WATER AVE	GERGELY, NANCY B REVOCABLE TST	\$ 66.73
3 A 17	32	E STATE ST	GILBERT'S REAL ESTATE LTD	\$ 2,669.04
1 A 61A	19	VINE AVE	GODFREY ENTERPRISES INC	\$ 346.98
1 A 58	30-34	SHENANGO ST	GOODWIN, JAMES M ETAL	\$ 1,187.72
3 3 4.7A	82-86	CONNELLY BLVD	HARBOR PROPERTIES INC	\$ 667.26
1 A 25	40	VINE AVE	HARMONY & VINE, LLC	\$ 533.81
3 A 29	106-110	E STATE ST	HOLDING COMPANY, LLC	\$ 2,508.90
3 A 30	116	E STATE ST	HOLDING COMPANY, LLC	\$ 894.13
3 C 12	79	S IRVINE AVE	HOMETOWN COMMUNITY RENTALS INC	\$ 93.42
1 B 5	46	N MAIN	HOMETOWN COMMUNITY RENTALS,	\$ 587.19
3 C 14	65	S IRVINE AVE	HOMETOWN COMMUNITY RENTALS,INC	\$ 66.73
3 C 13	69	S IRVINE AVE	HOMETOWN COMMUNITY RENTALS,INC	\$ 53.38
1 A 44	29	VINE AVE	HOMETOWN COMMUNITY RENTALS,INC	\$ 266.90
1 A 31	107	E STATE ST	HOMETOWN COMMUNITY RENTALS,INC	\$ 444.84
1 A 30	109	E STATE ST	HOMETOWN COMMUNITY RENTALS,INC	\$ 444.84
3 D 38	128	S IRVINE AVE	HOWELL, FRANCIS & MARTHA	\$ 160.14
1 I 16	260-262	RIVER AVE	JOLLEY RIVER, LLC	\$ 400.36
1 I 18	105-109	AGATE WAY	JOLLEY RIVER, LLC	\$ 707.30
3 C 10	97-99	S IRVINE AVE	KAISER, THOMAS L & CYNTHIA R	\$ 106.76
2 C 95	505-519	E STATE ST	KARISHMA REALTY, LLC	\$ 2,615.66
2 A 39		N DOCK ST	KLADITIS, N S & MIRIZIO, S J	\$ 26.69
4 B 8	334	E STATE ST	KNOTT, PAUL M	\$ 520.46
1 B 6	34-38	N MAIN ST	KOEWACICH, KENNETH M	\$ 400.36
1 B 7		MAIN AVE	KOEWACICH, KENNETH M	\$ 226.87
2 C 99	455	E STATE ST	KOKRAK, KENNETH J	\$ 1,334.52
1 B 13	142	WEST STATE ST	KOTSATOS, GEORGE J & BARBARA	\$ 2,095.20
3 A 26.2	23	CHESTNUT ST	LARocca HOLDING COMPANY, LLC	\$ 1,387.90
2 A 11 12	57	SHARPSVILLE AVE	LASKEY, STEVEN M	\$ 266.90
1 B 20	41	N WATER AVE	LASKEY, STEVEN M	\$ 2,001.78
3 A 31	118	E STATE ST	LENBIL, LLC	\$ 1,521.35
3 3 4.8A	50	S WATER ST	LENDER PROCESSING SERVICES,INC	\$ 2,041.81
3 3 4		S WATER AVE	LENDER PROCESSING SERVICES,INC	\$ 800.71
2 A 6	149	E STATE ST	LETOURNEAU, EDWARD C	\$ 2,682.38

1 C 33	69	N MAIN AVE	LISAC PROPERTIES, LLC	\$ 213.52
1 C 21	200	W SILVER	LISAC PROPERTIES, LLC	\$ 533.81
1 B 8	168	W STATE ST	LISAC PROPERTIES, LLC	\$ 444.84
1 B 9	160	W STATE ST	LISAC PROPERTIES, LLC	\$ 800.71
1 C 5	168	SILVER ST	LISAC PROPERTIES, LLC	\$ 266.90
1 A 63	47	E STATE ST	LISAC PROPERTIES, LLC	\$ 1,107.65
1 A 62	59-69	E STATE ST	LISAC PROPERTIES, LLC	\$ 889.68
4 A 10	152	HICKORY ST	LISAC PROPERTIES, LLC	\$ 400.36
4 C 13	354	E STATE ST	MARCHETTO, BARRY E & KIMBERLY	\$ 533.81
1 B 37	64	W STATE ST	MARIANI, RAYMOND M & SUZANNE K	\$ 934.16
2 C 105		E STATE ST	MATTSON, MICHAELNE	\$ 667.26
2 C 98	479	E STATE ST	MATTSON, MICHAELNE	\$ 667.26
3 3 3AB		W STATE ST	MCDONALD'S CORP	\$ 1,334.52
2 A 6.5	177	E STATE ST	MEGA REP LLC	\$ 266.90
1 I 1		PENN AVE & ROSE CT	MERCER COUNTY HOUSING AUTH	\$ 8,580.96
1 B 17	124	W STATE ST	MESIN, ANTHONY & MARIJA	\$ 613.88
3 D 43	80	S IRVINE AVE	MISKO, THOMAS A & PATRICIA C	\$ 80.07
3 D 42	90	S IRVINE AVE	MISKO, TOM & PATRICIA	\$ 80.07
4 A 21 22	192-194-296	E STATE	MONACO, JOHN J III &	\$ 907.47
3 A 32	122	E STATE ST	MULTARI, MARK L	\$ 1,534.70
4 B 3	264	E STATE	NAWROCKI REALTY, LLC	\$ 1,014.23
4 A 5	25	S RAILROAD ST	NEWSPAPER HOLDINGS INC	\$ 880.78
4 A 15	28-70	S DOCK ST	NEWSPAPER HOLDINGS INC	\$ 2,224.20
2 O 39	93	SHARPSVILLE AVE	OUR GANG'S LOUNGE, INC	\$ 146.80
2 O 37	217-219	SILVER ST	OUR GANG'S LOUNGE, INC	\$ 106.76
1 A 7	137	E SILVER	OUTDOOR SPORTSMAN INC	\$ 880.78
3 A 25	80	E STATE ST	OWSLEY, LLC	\$ 889.68
1 B 18	120	W STATE ST	PAPAY, ALBERT E ETAL	\$ 1,481.32
1 A 1		RAILROAD ST	PENN STATE UNIVERSITY	\$ 3,029.36
1 K 14		VINE & RENO ST	PENN STATE UNIVERSITY	\$ 1,000.89
1 J 4		SHENANGO AVE	PENN STATE UNIVERSITY	\$ 613.88
1 J 12		SHENANGO AVE	PENN STATE UNIVERSITY	\$ 253.56
1 A 45		SHENANGO & RENO ST	PENN STATE UNIVERSITY	\$ 320.28
1 A 32	177	VINE AVE	PENN STATE UNIVERSITY	\$ 814.06
1 K 4		SHENANGO AVE	PENN STATE UNIVERSITY	\$ 7,112.99
1 K 4		SHENANGO AVE	PENN STATE UNIVERSITY	\$ 7,112.99
1 K 5	238	SHENANGO AVE	PENN STATE UNIVERSITY	\$ 707.30
1 J 5		SHENANGO AVE	PENN STATE UNIVERSITY	\$ 974.20
1 I 39	251-253	PENN AVE	PENN STATE UNIVERSITY	\$ 1,187.72
2 O 8		DAYTON & SILVER ST	PENNA POWER CO	\$ 440.39

1 A 59	91	E STATE ST	PENN-OHIO CIGAR CO	\$ 1,321.17
1 K 1			PENNSYLVANIA STATE	\$ 1,027.58
1 A 54B	60	SHENANGO AVE	PHN CHARITABLE FOUNDATION	\$ 1,868.33
C 32	121-123	E STATE ST	PHN CHARITABLE FOUNDATION	\$ 2,028.47
2 O 38	229	SILVER ST	PHN CHARITABLE FOUNDATION	\$ 93.42
2 O 34A		SILVER ST	PHN CHARITABLE FOUNDATION	\$ 146.80
2 O 34	197	SILVER ST	PHN CHARITABLE FOUNDATION	\$ 120.11
2 O 35		SILVER ST	PHN CHARITABLE FOUNDATION	\$ 186.83
1 A 54A	100	SHENANGO ST	PHN CHARITABLE FOUNDATION	\$ 667.26
1 A 23	25	N RAILROAD ST	POPE, CHARLES E & LINDA M	\$ 266.90
1 A 57	42	SHENANGO AVE	PRIMARY HEALTH NETWORK	\$ 1,094.31
3 A 12	62-66	E STATE ST	PRIMARY HEALTH NETWORK	\$ 5,057.83
1 A 36	114	SILV ER ST	PRIMARY HEALTH NETWORK	\$ 613.88
1 A 12	118	VINE AVE	PRIMARY HEALTH NETWORK	\$ 427.05
3 A 19	90	CONNELLY BLVD	QSL RE LLC	\$ 333.63
3 A 20	105	CHESTNUT ST	QSL RE LLC	\$ 814.06
3 A 100	110	CONNELLY BLVD	QSL RE LLC	\$ 2,922.60
4 A 3		S DOCK ST	QSL RE LLC	\$ 1,174.38
4 A 3B	130	S DOCK ST	QSL RE LLC	\$ 1,094.31
4 A 28	200-204	E STATE ST	REDEVELOPMENT AUTHORITY OF	\$ 533.81
4 A 28A	206-212	E STATE ST	REDEVELOPMENT AUTHORITY OF	\$ 1,054.27
1 B 75	32-34	SILVER ST	REDEVELOPMENT AUTHORITY OF THE	\$ 400.36
3 C 11	87-89	S IRVINE AVE	RENTALS BY J&J, LLC	\$ 80.07
2 A 8	191	PITT ST	RJT PROPERTIES, LLC	\$ 253.56
2 A 7	220	E SILVER ST	RJT PROPERTIES, LLC	\$ 493.77
3 2 3	95	W CONNELLY BLVD	RUTH AFRICAN METHODIST	\$ 173.49
3 2 3.1	95	CONNELLY BLVD	RUTH AFRICAN METHODIST	\$ 306.94
3 D 40	110	S IRVINE AVE	SCHIFINO, EARL A ETAL	\$ 160.14
3 D 41		S IRVINE AVE	SCHIFINO, EARL A ETAL	\$ 146.80
2 A 6A	169	E STATE ST	SCHUMACHER PROPERTIES	\$ 266.90
2 A 6A	169	E STATE ST	SCHUMACHER PROPERTIES	\$ 266.90
2 A 4	150	PITT ST	SEAVIEW 152, LLC	\$ 160.14
2 A 5		PITT ST	SEAVIEW 152, LLC	\$ 160.14
1 A 21	41	RAILROAD ST	SHARON HOTEL, INC	\$ 440.39
1 A 41	63	VINE AVE	SHARON MSF, LLC	\$ 4,185.94
3 A 27		DEPOT & RAILROAD ST	SHARON PARKING AUTHORITY	\$ -
1 K 12	316	SHENANGO AVE	SHENANGO & VINE LLC	\$ 360.32
1 K 24	305	VINE AVE	SHENANGO & VINE, LLC	\$ 400.36
1 K 13	332	SHENANGO AVE	SHENANGO & VINE, LLC	\$ 613.88
1 K 26	331	VINE AVE	SHENANGO & VINE, LLC	\$ 667.26

1 B 71		SHENANGO AVE	SHENANGO AVENUE ASSOCIATES LLC	\$ 1,334.52
2 C 100	439	E STATE ST	SHENANGO VALLEY POST NO 1338	\$ 2,068.51
4 D 2	496-514	E STATE ST	SIGLER, GARY	\$ 3,113.88
4 C 1	478	E STATE ST	SIGLER, GARY ETAL	\$ 747.33
1 B 35	86	W STATE ST	SIMINICK, GLENN W ETAL	\$ 387.01
4 A 100	220	E CONNELLY BLVD	SPEEDWAY EAT, LLC	\$ 3,002.67
1 C 45		W STATE CHURCH	ST JOHNS EPISCOPAL CHURCH	\$ 4,871.00
1 C 41A	20	N IRVINE	ST JOHNS EPISCOPAL CHURCH	\$ 120.11
1 B 34A		ARCADE WAY	STEVENSON, WILLIAM D	\$ 177.94
1 B 46	50	W STATE ST	TALBERT, MARC	\$ 1,161.03
3 A 15	50	E STATE ST	TEMPLETON BUILDERS	\$ 1,067.62
1 K 21	299	VINE	TRUSTEES OF SONS OF ITALY	\$ 533.81
2 A 28	263	E STATE ST	U P CHURCH,% PAUL COLLINS	\$ 2,375.44
1 D 2			UNITED FUND	\$ 4,003.56
1 B 38		PORTER WAY	VOCAL GROUP HALL OF FAME	\$ 306.94
1 B 30	22-26	N WATER AVE	VOCAL GROUP HALL OF FAME	\$ 373.67
1 B 33A	14-18	N WATER AVE	VOCAL GROUP HALL OF FAME	\$ 373.67
1 B 36	70	W STATE ST	VOCAL GROUP HALL OF FAME	\$ 1,067.62
1 B 33	100	W STATE ST	VOURNOUS, JAMES & MARIA	\$ 2,669.04
1 B 34	92	W STATE ST	VOURNOUS, JAMES & MARIA	\$ 1,103.20
3 A 21	79	CONNELLY BLVD	WALLACE, JOHN & LYNN A	\$ 1,121.00
1 A 60	85-87	E STATE ST	WAYS, JOEL P & RITA	\$ 667.26
3 2 1	15	W CONNELLY BLVD	WG RIVERVIEW LLC	\$ 1,614.77
1 J 2	124	PENN AVE	WINNER FOUNDATION	\$ 867.44
1 J 2	124	PENN AVE	WINNER FOUNDATION	\$ 867.44
3 3 1	7	W STATE ST	WINNER, DONNA	\$ 4,003.56
1 A 26	34	VINE AVE	WINNER, DONNA	\$ 266.90
1 A 29	115	E STATE	WINNER, DONNA	\$ 1,334.52
4 C 9	452	E STATE ST	WINNER, DONNA	\$ 1,067.62
4 C 11	380	E STATE ST	WINNER, DONNA	\$ 627.22
4 C 10	422	E STATE ST	WINNER, DONNA	\$ 3,202.85
1 B 65	86-96	SILVER & RIVER	WINNER, DONNA C	\$ 533.81
1 K 54	330	VINE AVE	WINNER, DONNA C	\$ 1,161.03
1 K 38	316	VINE AVE	WINNER, DONNA C	\$ 774.02
1 B 52	8-10	W STATE ST	WINNER, DONNA C	\$ 974.20
1 B 51	14-16	W STATE ST	WINNER, JAMES E JR & DONNA C	\$ 889.68
2 C 104	381	E STATE ST	WINNER, KAREN	\$ 613.88
3 3 4.8B 2B	52	S WATER ST	WOODS, KEITH E	\$ 226.87
3 3 4.7B	88	CONNELLY BLVD	XU, ZUO XIN	\$ 889.68

The following table represents the distribution of BID fees by various ranges of the annual assessment. In reviewing this chart, please remember that the annual fees being proposed based on the assessed LAND VALUE ONLY of the properties within the BID.

Annual BID Fee Distribution	TOTAL VALUE		LAND VALUE ONLY	
\$ 20,000 to \$ 30,000	1	0.44%	0	0.00%
\$ 10,000 to \$ 19,999	2	0.88%	0	0.00%
\$ 5000 to \$9,999	7	3.07%	6	2.63%
\$2,500 to \$4,999	9	3.95%	19	8.33%
\$ 1,000 to \$2,499	14	6.14%	51	22.37%
\$ 500 to \$999	22	9.65%	62	27.19%
\$ 100 to \$ 499	91	39.91%	72	31.58%
Under 100	82	35.96%	18	7.89%
	228	100.00%	228	100.00%

APPENDIX B: DOWNTOWN SHARON LEGAL DOCUMENTS & ORGANIZATIONAL CHART

v. Downtown Sharon Articles of Incorporation

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS
401 NORTH STREET, ROOM 206
P.O. BOX 8722
HARRISBURG, PA 17105-8722
WWW.CORPORATIONS.PA.GOV

Robert Lackey
19 Jefferson Avenue
Sharon PA 16146

Sharon Community Development Corporation

The Bureau of Corporations and Charitable Organizations is happy to send your filed document. The Bureau is here to serve you and we would like to thank you for doing business in Pennsylvania.

Thank you for registering with the Department of State to do business in Pennsylvania. Like many other businesses, you may have employees, sell taxable products, or provide a taxable service to consumers in Pennsylvania. Please visit www.pa100.state.pa.us to register for Business Taxes with the PA Department of Revenue & Labor and Industry or visit www.Business.pa.gov to find answers to most common registration questions.


Nonprofit corporations that solicit funds from citizens of the Commonwealth of Pennsylvania must register with the Bureau of Corporations and Charitable Organizations of the Department of State, unless exempt from registration requirements. please see www.dos.pa.gov/BusinessCharities/Charities or contact the Bureau of Corporations and Charitable Organizations at 207 North office building, Harrisburg, PA 17120, (717) 783-1720 or 1-800-732-0999 within Pennsylvania, for more information on registration..

If you have any questions pertaining to the Bureau, please visit our website at www.dos.pa.gov/BusinessCharities Or you may contact us by telephone at (717)787-1057. Information regarding business and UCC filings can be found on our searchable database at www.corporations.pa.gov/Search/CorpSearch .

Entity number : 7296757

**PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS**

Entity# : 7296757
Date Filed : 06/02/2021
Pennsylvania Department of State

<input type="checkbox"/> Return document by mail to: Robert Lackey Name 19 Jefferson Avenue, Address Sharon PA 16146 City State Zip Code			Articles of Incorporation-NonProfit (15 Pa.C.S.) (rev. 2/2017)  5306
<input type="checkbox"/> Return document by email to:			

Read all instructions prior to completing. This form may be submitted online at <https://www.corporations.pa.gov/>.

Fee: \$125.00 ☐ I qualify for a veteran/reservist-owned small business fee exemption (see instructions)

Check one: ☒ Domestic Nonprofit Corporation (§ 5306) ☐ Nonprofit Cooperative Corporation (§ 7102B)

In compliance with the requirements of the applicable provisions (relating to articles of incorporation or cooperative corporations generally), the undersigned, desiring to incorporate a nonprofit/nonprofit cooperation corporation, hereby state(s) that:

1. The name of the corporation is:

Sharon Community Development Corporation

2. Complete part (a) or (b) – not both:

(a) The address of this corporation's current registered office in this Commonwealth is: (post office box alone is not acceptable)

155 West Connelly Blvd,	Sharon	PA	16146	Mercer
Number and Street	City	State	Zip	County

(b) The name of this corporation's commercial registered office provider and the county of venue is:

c/o:	
Name of Commercial Registered Office Provider	County

3. The corporation is incorporated under the Nonprofit Corporation Law of 1988 for the following purpose or purposes.

See attached sheet for Article 3

4. The corporation does not contemplate pecuniary gain or profit, incidental or otherwise.

5. Check and complete one:

- ☒ The corporation is organized on a non-stock basis.
☐ The corporation is organized on a stock share basis and the aggregate number of shares authorized is:

6. For unincorporated association incorporating as a nonprofit corporation only. Check if applicable:

_____ The incorporators constitute a majority of the members of the committee authorized to incorporate such association by the requisite vote required by the organic law of the association for the amendment of such organic law.

DSCB: 15-5306/7102B-2

7. For Nonprofit Corporation Only:

Check one: X The corporation shall have no members.
 The corporation shall have members.

8. For Nonprofit Cooperative Corporation Only:**Check one of the following:**

 The corporation is a cooperative corporation and the common bond of membership among its members is:

 The corporation is a cooperative corporation and the common bond of membership among its shareholders is :

9. The name(s) and address(es) of each incorporator(s) is (are) (all incorporators must sign below):**Name****Address**

John C Evans

485 Buhl Blvd , Sharon , Mercer , PA , United States ,
16146**10. The specified effective date, if any, is:**

 month day year hour, if any

11. Additional provisions of the articles, if any, attach an 8½ x 11 sheet.

IN TESTIMONY WHEREOF, the incorporator(s)
has/have signed these Articles of Incorporation this
 02 day of June , 2021 .

John C Evans**Signature**

ARTICLES OF INCORPORATION

Sharon Community Development Corporation

Additional provisions:

3. The corporation is incorporated under the Pennsylvania Nonprofit Corporation Law of 1988. The corporation is organized and shall be operated exclusively for charitable, scientific, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (hereinafter the “Code”), specifically:
 - (a) combating community deterioration in the City of Sharon, Pennsylvania by cooperating with local units of government and other nonprofit organizations to act as a revitalization and redevelopment partner for the reclamation and rehabilitation of blighted and deteriorated properties that have not, due to the existence of one or more of the conditions that would meet the definition of blight as established by the Commonwealth of Pennsylvania, been reinvested in, or redeveloped by the private sector;
 - (b) lessening the burdens of government by reducing local government’s need to invest general tax revenues in building-specific code compliance activities, nuisance mitigation and other increased crime prevention and law enforcement costs associated with deteriorated properties, and the administrative costs incurred in monitoring and addressing public safety concerns usually associated with blighted properties;
 - (c) facilitating economic development so as to maximize employment opportunities for residents of the community, particularly the distressed and underprivileged, and to improve the local tax base and thereby reduce the burden currently borne by the distressed and underprivileged; and
 - (d) promoting historic preservation by the protection and reutilization of architecturally significant but decaying buildings within the City of Sharon’s traditional downtown area and surrounding neighborhoods.

In furtherance of these purposes, but not in limitation thereof, the corporation may exercise all rights and powers conferred by the laws of the Commonwealth of Pennsylvania upon nonprofit corporations.

11. The corporation’s activity shall be conducted for and in furtherance of the aforesaid exempt purposes. The corporation, other than as insubstantial part of its activities, shall not engage in activities that in themselves are not in furtherance of one or more of the aforesaid exempt purposes.
12. No part of the corporation’s net earnings shall inure to the benefit of any trustee or officer of the corporation or any private individual.

13. No substantial part of the activities of the corporation shall be for the carrying on of propaganda, or for otherwise attempting to influence legislation, nor for participation or intervention (including the publishing or distributing of statements) in any political campaign on behalf of (or in opposition to) any candidate for public office.
14. The business and affairs of the corporation shall be managed by a Board of Directors as prescribed in the Bylaws of the corporation. All Directors shall serve as volunteers and shall receive no compensation for services in their capacities as Directors. The incorporator shall appoint the initial Board of Directors. All successor Directors shall thereafter be appointed by the Board of Directors.
15. Upon dissolution of the corporation, and after payment of just debts and liabilities, all remaining assets shall be distributed to organizations that are then qualified as exempt from federal income taxation under Section 501(c)(3) of the Code and that further charitable, educational or scientific purposes within the meaning of Section 501(c)(3) of the Code.
16. These Articles of Incorporation may be altered, amended or repealed and new Articles of Incorporation may be adopted by the affirmative vote of three-quarters of the entire number of Directors. Said vote may take place at any regular or special meeting of the Board at which a quorum is present, provided all Directors receive at least ten (10) days advance written notice of the meeting and of the scheduled vote in the manner prescribed in the Bylaws of the corporation.

vi. Downtown Sharon IRS 501c3 Designation Letter

IRS Form 1023, Application for Non-Profit Status, is in the process of being prepared and submitted to the United States Internal Revenue Service.

<p>Form 1023 is filed electronically only on Pay.gov. Go to www.irs.gov/form1023 for additional filing information.</p>		
<p>Form 1023 (Rev. December 2017) Department of the Treasury Internal Revenue Service</p>	<p>Application for Recognition of Exemption Under Section 501(c)(3) of the Internal Revenue Code</p> <p>► Do not enter social security numbers on this form as it may be made public. ► Go to www.irs.gov/Form1023 for instructions and the latest information.</p>	<p>OMB No. 1545-0056</p> <p>Note: If exempt status is approved, this application will be open for public inspection.</p>

Use the instructions to complete this application and for a definition of all **bold** items. For additional help, call IRS Exempt Organizations Customer Account Services toll-free at 1-877-829-5500. Visit our website at www.irs.gov for forms and publications. If the required information and documents are not submitted with payment of the appropriate user fee, the application may be returned to you.

Attach additional sheets to this application if you need more space to answer fully. Put your name and EIN on each sheet and identify each answer by Part and line number. Complete Parts I – XI of Form 1023 and submit only those Schedules (A through H) that apply to you.

vii. Sharon Community Development Corporation By-Laws – Initial Operating Draft

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OF
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THE SHARON COMMUNITY DEVELOPMENT CORPORATION (SCDC)**

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BY-LAWS OF THE SHARON COMMUNITY DEVELOPMENT CORPORATION**ARTICLE I**GeneralSection 1. Name.

The name of the Corporation shall be the Sharon Community Development Corporation as set forth in the Articles of Incorporation, as from time to time may be amended.

Section 2: Purpose

This Corporation is incorporated under the Non-Profit Corporation Law of 1988, as amended, of the Commonwealth of Pennsylvania, and shall be organized and operated exclusively for charitable, scientific, literary and/or educational purposes permitted within the scope of Section 501(c)(3) of the Internal Revenue Code of 1986. In furtherance of these purposes, the Corporation may exercise all rights and powers conferred by the Commonwealth of Pennsylvania upon non-profit corporations.

Section 3. Office.

The principal office of the Corporation shall be at such place or places as the Board of Directors may determine from time to time. The address of the initial principal office of the Corporation shall be the City of Sharon municipal offices c/o the Community and Economic Development, 155 W. Connelly Blvd., Sharon, PA 16146.

Section 4. Seal.

The Corporation shall have a seal which shall be circular in form, and which shall contain an outer circle in the upper part of which shall appear the words "Sharon Community Development Corporation" and in the lower part of which shall appear the word "Pennsylvania," within which outer circle there shall be an inner circle in which there shall appear the words "Nonprofit Corporation" and below those words the date "YEAR."

Section 5. Fiscal Year.

The fiscal year of the Corporation shall, unless otherwise determined by resolution of the Board of Directors, be January 1 to December 31. The Board of Directors may, by resolution from time to time, change the fiscal year of the Corporation.

ARTICLE IIMembersSection 1. Members.

The Corporation shall have no members.

ARTICLE III

DirectorsSection 1. Qualifications.

All powers vested in the Corporation by the Pennsylvania Non-Profit Corporation Law (PA-NPCL) shall be exercised by, or under the authority of, and the business and affairs of the Corporation shall be managed by, or under the direction of, a Board of Directors. All members of the Board of Directors must be natural persons 18 years of age or older. Two-thirds (2/3) of the members of the Board of Directors must have their primary residence within the City of Sharon or own real property within the City of Sharon.

Section 2. Number and Election.

2.1 The Incorporator(s) shall appoint the initial Directors, which may include the Incorporator(s). Those initially appointed Directors shall serve until the first Reorganization Meeting of the Corporation as detailed in Article III, Section 6.2. Directors shall be elected at the annual Reorganization Meeting and shall be so elected by a majority vote carried by the Board of Directors. At the initial reorganization, the Board of Directors shall have not less than nine (9) nor more than thirteen (13) Directors, including voting Ex Officio Directors. Directors shall normally serve until the end of their term or shall serve until their successors shall have been duly elected and qualified, or until their earlier death, resignation, or removal from office.

2.2 The Board of Directors shall include the following, voting Ex Officio members:

- The City of Sharon's Community Development Director

2.3 Directors shall serve a (3) year term. Any Director, with the exception of voting Ex Officio Directors, may serve up to two (2) consecutive terms, after which they must step off of the board for a period of one (1) year. After one year off of the board, an individual is eligible for re-election to the Board of Directors. Ex Officio members may serve for as long as the individual holds the designated Ex Officio position. At each annual Reorganization Meeting, the number of Directors equal to the class whose term has expired at the time of such meeting shall be elected to hold office until the third succeeding annual meeting.

2.4 Upon their initial appointment or election, the first group of Directors shall be divided into three classes, which shall be as nearly equal in number as possible. Approximately one-third of the initial board shall serve a one-year term, one-third of the initial board shall serve a two-year term, and one-third of the initial board shall serve a three-year term. Those allocated to the one-year and two-year classes shall be eligible for election, after their first partial term expires, to a FIRST, full, three-year term.

2.5 The Board of Directors of the Corporation shall have the power, by a two-thirds (2/3) vote of those in attendance where a quorum is present, to remove any Director of the Corporation from office with or without cause, provided that notice of a special meeting is provided under Section 8 of this Article III.

Section 3. Failure to Object.

A Director of the Corporation, who is present at a meeting of the Board of Directors at which action on any corporate matter is taken, shall be presumed to have assented to the action taken unless such Director's dissent shall be entered in the minutes of the meeting or unless such Director shall file a written dissent to such action with

the person acting as the Secretary of the meeting before the adjournment of the meeting. Such right to dissent shall not apply to a Director who has voted in favor of such action.

Section 4. Compensation of Directors.

Directors, as such, shall not receive any salary for their services, but by resolution of the Board of Directors, expenses of attendance, if any, may be allowed for participation at each regular or special meeting of the Board of Directors; provided, that nothing herein shall be construed to preclude any Director from serving the Corporation in any other capacity and receiving compensation therefor. In addition, Directors may be allowed to submit for expenses incurred when traveling for corporate purposes, including lodging, mileage, meals, parking, non-mileage travel and transportation. The Board of Directors may establish reasonable limits on such expenses, including per diems.

Section 5. Vacancies.

5.1 Whenever any vacancy occurs during the term of any Director or Directors of the Corporation, whether caused by the resignation, removal by order of court, or the death of any such Director or Directors, or for any reason of any increase in the number of Directors, or for any other reason whatsoever, the Secretary of the Corporation shall forthwith give written notice of such vacancy or vacancies to the members of the Board of Directors in order that such vacancy or vacancies may be filled by an Interim Director, as provided in the Articles of Incorporation of the Corporation.

5.2 Interim Directors shall fill the vacated seat in the same class as the person whose seat who they are filling. Interim Directors filling a vacated seat for one year or less shall not be considered to have served a first term. Interim Directors serving more than one year will be considered to have served a first term and are therefore subject to the conditions of Article III, Section 2.3 of these by-laws. Upon re-election at the appropriate annual meeting for the class to which the Interim Director was appointed, the individual filling the vacated seat shall no longer be considered an Interim Director.

Section 6. Meetings.

6.1 Regular Meetings: The Board of Directors may hold its regular meetings at such places, and at such times, as the Board of Directors shall from time to time determine. However, all meetings of the Board of Directors shall be held at the principal office of the Corporation unless otherwise provided in notice of the meeting or in waivers of notice thereof duly executed by all the Directors. No notice need be given of any annual or other regular meeting of the Board of Directors unless (a) such meeting is to be held at some place other than the principal office of the Corporation, in which case notice of such meeting shall be given in the same manner as that set forth in Section 7.2 for special meetings, or (b) some action is to be taken at such meeting which by law may be taken by the Directors only in their capacity as the Members of the Corporation, in which case notice of such meeting shall be given in the same manner as that set forth in Section 7.2 for special meetings, except that the notice shall be given at least fifteen (15) days before the day of the meeting.

6.2 Reorganization Meeting: The Board of Directors shall hold its reorganization meeting in the fourth quarter of the calendar year, but no later than November 30, at such places, and at such times, as the Board of Directors shall from time to time determine. The reorganization meeting may be held as part of a regular meeting. The specific purpose of the reorganization meeting shall be to (a) elect Directors to the board for terms beginning January 1 of the following calendar year, (b) electing officers of the Corporation for terms beginning January 1 of the following calendar year, and (c) approving a preliminary budget for the next fiscal year, beginning January 1

of the following calendar year. Requirements for notice of the reorganization meeting shall be the same as those defined in Section 6.1 of these by-laws.

6.3 Annual Report Meeting: The Board of Directors shall hold its Annual Report Meeting upon completion of its annual financial report, the format of which shall be in compliance with both current federal and PA laws, for the preceding fiscal year, at such places, and at such times, as the Board of Directors shall from time to time determine, but no later than September 30 of the then current fiscal year. The Annual Report Meeting shall include the reports required by Article VII of these by-laws. The Annual Report Meeting may be held as part of a regular meeting. Requirements for notice of the Annual Report Meeting shall be the same as those defined in Section 6.1 of these by-laws.

6.4 Robert's Rules of Order: All meetings of the Board of Directors of the Corporation, including the Special Meetings defined below, shall be governed by the latest edition of Robert's Rules of Order, especially when complex motions or motions to table are in question.

Section 7. Special Meetings.

7.1. The Board of Directors shall hold such special meetings as shall be called by any of the following:

- the President of the Corporation
- the majority of the Executive Committee of the Board of Directors, or
- by twenty (20%) percent or more of the members of the Board of Directors. Each such meeting shall be held at such time and place as shall be designated in the notice of the meeting and shall specify the purpose of the special meeting and/or the business to be transacted.

7.2 Written and/or verbal notice (including telephonic), of all special meetings of the Board of Directors shall be given by, or at the direction of, the person or persons calling the meeting at least five (5) days prior to the day named for the meeting; provided, however, that in case some action is to be taken at a special meeting which by law may be taken by the Directors only in their capacity as the Members of the Corporation, notice of such meeting shall be given at least fifteen (15) days before such special meeting. Attendance at any meeting of the Board of Directors, including any meeting at which the Directors are to act in their capacity as the Members of the Corporation, shall be a waiver of notice thereof.

Section 8. Notice of Meetings.

Any person, or persons, who is, or are, entitled to official notice of any meeting of the Board of Directors in accordance with these by-laws, who signs a written waiver of notice, shall be consenting to having received the equivalent of such notice, whether the signing of the waiver occurs before, on, or after the date of the meeting stated in the waiver.

Section 9. Informal Action by the Directors.

Any action which may be taken at a meeting of the Directors may be taken without a meeting, if a consent or consents in writing, setting forth the action so taken, is signed by all of the Directors who would be entitled to vote at a meeting for such purpose and such consent is filed with the Secretary of the Corporation.

Section 10. Telephonic Meetings.

One or more Directors may participate in a meeting of the Board of Directors by means of conference telephone or similar electronic and/or digital communications equipment by means of which all persons participating in the meeting can hear each other. Participation in a meeting pursuant to this Section 10 shall constitute presence in person at the meeting.

Section 11. Committees.

11.1 The Board of Directors may, by resolution or resolutions passed by a majority of the whole Board, designate one or more committees of officers, Directors, Associates and/or other interested persons to act in an advisory capacity to the whole Board. Such committee or committees shall have such name or names as may be determined from time to time, and the members of such committees shall be appointed, by resolution adopted by the Board of Directors. The committees shall keep regular minutes of their proceedings and report the same to the Board when required. Any committee shall have and may exercise all of the powers and authority delegated to it by the Board of Directors, except that a committee shall not have any power or authority as to the following:

- (i) The creation or filling of vacancies on the Board of Directors.
- (ii) The adoption, amendment, or repeal of these By-laws.
- (iii) The amendment or repeal of any resolution of the Board of Directors.
- (iv) Action on matters committed by these By-laws or resolution of the Board of Directors to the Board of Directors or another committee appointed by the Board of Directors.

11.2 The Board of Directors may designate one or more persons as alternate members of any committee who may replace any absent or disqualified member at any meeting of the committee or for the purposes of any written action by the committee. In the absence or disqualification of a member and alternate member or members of a committee, the member, or members thereof present at any meeting and not disqualified from voting, whether or not he or they constitute a quorum, may unanimously appoint another Director to act at the meeting in the place of the absent or disqualified member. Each committee shall serve at the pleasure of the Board of Directors.

11.3 The term “Board of Directors” or “Board,” when used in any provision of these By-laws relating to the organization or procedures of or the manner of taking action by the Board of Directors, shall be construed to include and refer to any executive or other committee appointed by the Board of Directors. Any provision of these By-laws relating or referring to action to be taken by the Board of Directors or the procedure required therefor shall be satisfied by the taking of corresponding action by a committee appointed by the Board of Directors to the extent authority to take the action has been delegated to the committee pursuant to these By-laws.

11.4 Executive Committee: The voting members of the Executive Committee shall consist of the five (5) officers defined in Article IV, Section 4 through Section 8 of these by-laws. The Executive Committee is empowered to act on behalf of the full board when necessary. Its main purpose is to facilitate decision making between board meetings or in urgent and crisis circumstances. It also acts as the communication link to the Executive Director and, performs the Executive Director’s annual performance evaluation.

11.5 Standing Committees: Standing Committees are permanent committees created by these by-laws to consider and recommend actions and propose policies in the functional areas under their jurisdictions, subject to final approval by the board of Directors.

Section 12. Quorum.

A majority of the whole number of those who are at the time the Directors of the Corporation shall be necessary to constitute a quorum for the transaction of business and the acts of a majority of the Directors present at a meeting at which a quorum is present shall, unless otherwise specifically provided under Article VII hereof, by law, or by the Articles of Incorporation, be the acts of the Board of Directors. Notwithstanding the foregoing, a majority of the whole number of those who are at the time the Directors of the Corporation shall be necessary to constitute a quorum for the transaction of business related to a fundamental change (as described in Title 15, Chapter 59 of the Pennsylvania Consolidated Statutes), and the acts of seventy-five (75) percent or more of the Directors present at such meeting related to a fundamental change at which a quorum is present shall, unless otherwise specifically provided by law or by the Articles of Incorporation, be the acts of the Board of Directors.

Section 13. Presiding Officer and Order of Business.

The Board of Directors may, but shall not be required to, elect a Chairperson of the Board of Directors. In the absence of such an election, the President of the Corporation shall serve as the Chairperson of the Board of Directors of the Corporation. If for any reason, the President, serving as Chairperson of the Board of Directors is absent from a Board meeting, the Vice-President of the Corporation shall serve as Chairperson for that meeting. All meetings of the Board of Directors shall be called to order and presided over by the Chairperson of the Board of Directors (if any), or if a Chairperson has not been elected or in the Chairperson's absence, by the President, or in the absence of such Chairperson, President and Vice-President, by a temporary chairperson elected by the Directors. The Chairperson or other person presiding over a meeting of Directors may appoint a person to serve as parliamentarian at any meeting of the Directors. The then current edition of Robert's Rules of Order shall govern the conduct of all meetings of the Directors when not in conflict with these By-laws, the Articles of Incorporation or the PA-NPCL. The Chairperson, if any, shall be elected annually, for a one-year term, at the Annual Reorganization meeting of the Corporation.

Section 14: Operations Councils

Section 14.1. The Board shall be empowered to create both Operations and Advisory Councils. Operations Councils shall be programmatic. Advisory Councils shall be Administrative.

Section 14.2. When requiring advice or assistance on some organizational aspect of the corporation (i.e., fundraising, policy review, performance evaluation, organizational growth, etc.) the Board may establish one or more Administrative Advisory Councils.

Section 14.3. When operating more than a single program or project (i.e., both a Main Street and Elm Street program, multiple Elm Street programs, multiple improvement districts, or any of these in combination with any other designated program or major building project) the Board may create one or more Program Operations Councils.

Section 14.4. Any and all Operations and Advisory Councils, whether Administrative or Programmatic, shall be established by a resolution of the Board of Directors. Any and all such resolutions shall include the following:

- a. The name of the Operations or Advisory Council
- b. The purpose/mission of the Operations or Advisory Council
- c. The nature of the working and reporting relationship between the Board of Directors, the staff and the Operations or Advisory Council.
- d. The number of members of the Operations or Advisory Council and how they are selected.

- e. The officers of the Operations or Advisory Council and their term limitations.
- f. The financial relationship between the Board of Directors and the Operations or Advisory Council.
- g. The delegation of any decision-making authority to the Operations Council by the Board of Directors, including the ability of the Operations or Advisory Council to establish sub-committees.
- h. The manner in which recommendations from the Operations or Advisory Council are conveyed to the Board of Directors and the procedures for follow-up on such recommendations.
- i. The conditions under which the Board of Directors may terminate the operations of the Operations Council.

Section 14.5: SCDC Associates: The Board of Directors of the Corporation may establish a class of non-voting supporters of the mission of the Corporation referred to as Associates. The Associates shall satisfy such criteria as may be established by the Board of Directors and shall pay such dues and/or other assessments as may be required by the Board. Such Associates may receive information pertaining to the operations of the Corporation, may be invited to Board of Director or committee meetings, may serve on the committees and councils of the Corporation when so appointed, and may receive such other benefits as the Board of Directors may approve. However, Associates shall have no voting privileges related to the operation of the Board of Directors whatsoever.

Section 15. Contracts.

In the absence of fraud, no contract or other transaction between the Corporation and any other corporation shall be affected by the fact that Directors of the Corporation are directors, employees or agents of such other corporations, if such contract or transaction shall be approved or ratified by the affirmative vote of a majority of the Directors present at a meeting of the Board of Directors or of the committee of the Corporation having authority in the premises, who are not so interested. Any Director individually, or any firm of which any Director is a partner or shareholder, may be a party to or may be interested in any contract or transaction of the Corporation; provided, that such contract or transaction shall be approved or ratified by the affirmative vote of at least a majority of the Directors present at a meeting of the Board of Directors or of the committee of the Corporation having authority in the premises, who are not so interested. No Director shall be liable to account to the Corporation for any profit realized by such Director from or through any such transaction or contract of the Corporation, ratified or approved as aforesaid, by reason of such Director's interest in such transaction or contract. Directors so interested may be counted when present at meetings of the Board of Directors or of such committee for the purpose of determining the existence of the quorum.

Section 17 Investment Trusts.

17.1 The Board of Directors may from time to time transfer any property of the Corporation, whether real or personal, tangible or intangible, in trust, to a bank and trust company or a trust company incorporated under the laws of the Commonwealth of Pennsylvania, or to any national banking association having fiduciary powers, without regard to the location of the principal office of such national banking association. Any such transfer in trust shall give such trustee the power to invest and reinvest such property in such investments as such trustee, in the honest exercise of its judgment, may, after investigation, determine to be safe and proper investments, without regard to whether such investments are of like or unlike nature to those which may be designated by law as "legal" or "authorized" investments. Any such transfer in trust shall impose upon such trustee the duty to pay (at such intervals or upon such demand by the Corporation as may be agreed upon between the Corporation and such trustee, but at least semiannually) the net income from such property to or at the direction of the Corporation for use and application to the purposes of the Corporation, and also the duty to transfer or pay (upon such demand by the Corporation as may be agreed upon between the Corporation and such trustee) any or all of the principal of

such trust to or at the direction of the Corporation for use and application to the purposes of the Corporation. Any such trust shall be expressly revocable by the Corporation at any time upon the giving of written notice of such revocation by the Corporation to the trustee thereof, whereupon such trustee shall transfer or pay to the Corporation all of the principal and undistributed income of such trust and the Corporation shall be vested with the title thereto.

17.2 Upon the transfer of any such property to such a trustee and so long as any such property is held by such a trustee, as provided above in this Section 17, the Corporation and its Directors, officers, assistant officers, agents and employees, each and all of them, shall be relieved of all liability for the investment and reinvestment thereof.

Section 18 Limitation of Personal Liability of Directors.

18.1 To the fullest extent that the laws of the Commonwealth of Pennsylvania, as in effect on the date of the adoption of this Section 18 or as such laws are thereafter amended, permit elimination or limitation of the liability of Directors, no Director of the Corporation shall be personally liable as such for monetary damages for any action taken, or any failure to take any action, as a Director. Specifically, a Director shall not be personally liable for monetary damages, unless (1) the Director has breached or failed to perform the duties of his or her office and (2) the breach or failure to perform constitutes self-dealing, willful misconduct, gross negligence, or recklessness. Any amendment or repeal of this Section 17 or adoption of any other provision of these By-laws or the Corporation's Articles of Incorporation which has the effect of increasing Director liability shall operate prospectively only and shall not have any effect with respect to any action taken, or failure to act, prior to the adoption of such amendment, repeal, or other provision.

18.2 In performing his duties, a Director may rely in good faith upon information, opinions, reports or statements, including financial statements and other financial data, prepared or presented by (i) one or more officers or employees of the Corporation whom the Director reasonably believes to be reliable and competent in the matters presented, or (ii) counsel, public accountants or other persons as to matters which the Director reasonably believes to be within the professional or expert competence of such person, or (iii) a committee of the Board of Directors upon which the Director does not serve, duly designated in accordance with law, as to matters within its designated authority, which committee the Director reasonably believes to merit confidence. A Director shall not be considered to be acting in good faith, however, if such Director has knowledge concerning a matter which would cause his reliance on any of the foregoing to be unwarranted.

18.3 In discharging the duties of their respective positions, the Board of Directors, committees of the Board of Directors and individual Directors may, in considering the best interests of the Corporation, consider the effects of any action upon employees, upon suppliers of the Corporation and upon communities in which offices or other establishments of the Corporation are located, and all other pertinent factors. The consideration of those factors shall not constitute a violation of such person's fiduciary standard of care. In addition, absent breach of fiduciary duty, lack of good faith or self-dealing, actions taken by a Director or any failure to take any action shall be presumed to be in the best interests of the Corporation.

18.4 This Section 17 shall not apply to a Director's responsibility or liability under any criminal statute or a Director's liability for payment of taxes under any local, state, or federal law.

ARTICLE IV

OfficersSection 1. Number and Election.

The Board of Directors, at its annual meeting, shall elect a President, a Vice-President, a Corporate Secretary, a Treasurer, an Assistant Secretary-Treasurer and may elect any such other officers and assistant officers, if any, as the Board may deem appropriate. The Board of Directors may also, from time to time, appoint such agents as it may deem appropriate. The Board of Directors shall have the power to remove an elected officer from office, either with or without cause, provided that notice of a special meeting identifying this issue is provided under Section 8 of Article III.

Section 2. Qualifications.

All Officers of the Corporation shall be required to be Directors.

Section 3. Term of Office.

Each officer and assistant officer, with the exception of the Executive Director, shall hold office until the end of the term of the Board of Directors by which such officer or assistant was appointed and until his successor shall have been appointed.

Section 4. President.

The President is the Chief Executive Officer of the Corporation and shall, in general, perform all duties incident to the office of President and shall be an ex officio member of all committees. In the absence of an individual elected by the Board of Directors to perform the functions of the Chairperson of the Board of Directors, the President shall serve as Chairperson of the Board.

Section 5. Vice President.

The Vice President shall have such powers and perform such duties as the President may from time-to-time delegate to the Vice-President. At the request of the President, the Vice President may, in the case of the absence or inability to act by the President, temporarily act in the President's place, including in the President's role as Chairperson of the Board of Directors. In the case of the death, or inability to act, of the President, the Vice President shall perform the duties of the President except as shall be otherwise designated or limited by the Board of Directors.

Section 6. Secretary.

The Secretary shall attend meetings of the Board of Directors, shall keep, or cause to be kept, minutes thereof in suitable books, shall send out all notices of meetings as required by law or these By-Laws, shall be in possession of the Corporate Seal, and shall, in general, perform all duties incident to the office of Secretary.

Section 7. Treasurer.

The Treasurer shall receive all, or cause to be received, any and all money paid to the Corporation and keep, or cause to be kept, accurate accounts of all money received, or payments made, in books kept for that purpose. The Treasurer shall deposit, or cause to be deposited, all money received by him/her in the name and to the credit of the Corporation in banks or other places of deposit. She/he shall disburse, or cause to be disbursed, the money of the Corporation by checks or vouchers. He/she shall, in general, perform all duties incident to the office of Treasurer. In the event that the Treasurer does not directly perform the actions outlined above, the Treasurer may delegate some or all of these responsibilities to another individual or individuals, in accordance with written financial procedures adopted by the Corporation, who may include Corporation staff, or bookkeeping or accounting consultants. Such delegation does not however, absolve the Treasurer from ensuring the smooth operation of Corporation fiscal procedures.

Section 8. Assistant Secretary-Treasurer.

The Assistant Secretary-Treasurer shall have such powers and perform such duties as the President may from time-to-time delegate to the Assistant Secretary-Treasurer. At the request of the President, the Assistant Secretary-Treasurer may, in the case of the absence or inability of either the Corporate Secretary or Treasurer, or both, to act, temporarily act in either the Corporate Secretary's or Treasurer's place. In the case of the death, or inability to act, of either the Corporate Secretary or Treasurer, the Assistant Secretary-Treasurer shall perform the duties of the appropriate office, except as shall be otherwise designated or limited by the Board of Directors. The Assistant Secretary-Treasurer shall also serve as the Vice Chairperson of the Internal Operations Committee.

Section 9. Other Assistant Officers.

Any other assistant officer authorized by the Board of Directors shall perform such duties as may be delegated to him by the officer to whom he is an assistant, and in the absence or disability of such officer may perform the duties of his office.

Section 10. Executive Director

The Board of Directors may employ an individual to serve as Executive Director of the Corporation. The Executive Director shall function as the Chief Operations Officer of the Corporation and shall be a non-voting, ex officio member of both the Board of Directors and the Executive Committee. The Executive Director shall perform such functions as the Board of Directors may from time-to-time determine through a written position description.

ARTICLE V

Execution of Documents

Section 1. Checks, Notes, etc.

1.1. The officers of the Executive Committee and the Executive Director of the Corporation are empowered by these by-laws to sign and endorse checks and other legal instruments. All such checks and instruments shall require two (2) authorized signatures. Authorized signatories may include any two of the Executive Committee officers and/or the Executive Director of the Corporation.

1.2. The Board of Directors may authorize the Corporation to borrow money for the Corporation, and in its name, to make notes or other evidence of indebtedness. In such cases where money is borrowed or other such indebtedness is assumed, the President and the Corporate Secretary shall sign any required documents.

Section 2. Other Documents.

Unless otherwise authorized by the Board of Directors, all contracts, leases, deeds, deeds of trust, mortgages, and all other documents requiring the seal of the Corporation shall be executed for and on behalf of the Corporation by the President, or Vice-President, and the corporate seal shall be affixed by such person or at her or his direction, all of which shall be attested by the Secretary.

ARTICLE VI

Indemnification of Directors, Officers and EmployeesSection 1. Judgments, Fines, Settlements and Expenses.

The Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that such person is or was a Director, officer, employee or agent of the Corporation or is or was serving at the request of the Corporation as a Director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding if the act or failure to act giving rise to the claim for indemnification is not determined by a court to have constituted willful misconduct or recklessness.

Section 2. Expenses.

To the extent that a Director, officer, employee, or agent of the Corporation has been successful on the merits or otherwise, in defense of any action, suit or proceeding referred to in Section 1 of this Article VI or in defense of any claim, issue or matter therein, such person shall also be indemnified against expenses (including attorneys' fees) actually and reasonably incurred by such person in connection therewith.

Section 3. Advancement of Expenses.

Expenses incurred in defending a civil or criminal action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding upon receipt of an undertaking by or on behalf of the Director, officer, employee, or agent to repay such amount if it shall ultimately be determined that such person is not entitled to be indemnified by the Corporation pursuant to this Article VI.

Section 4. Non-exclusivity of Article VI.

The indemnification provided by this Article VI shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled and shall continue as to a person who has ceased to be a Director, officer, employee, or agent of the Corporation and shall inure to the benefit of the heirs, executors, and administrators of such a person.

ARTICLE VII

Annual Report of Directors

At each Annual Report meeting of the Board of Directors, an Annual Financial Report, prepared by a CPA engaged by the Corporation in compliance with the nature of financial reporting (audit, compilation, or review) required by both federal and Commonwealth law, and the desires of the Corporation's Board of Directors, and

verified by the President and the Treasurer of the Corporation shall be submitted to the Board of Directors and shall be filed with the minutes of such annual meeting of the Board of Directors. The Annual Report shall show in appropriate detail the following:

- (a) The assets and liabilities, including the trust funds, of the Corporation as of the end of the fiscal year immediately preceding the date of the Report.
- (b) The principal changes in assets and liabilities, including trust funds, during the year immediately preceding the date of the Report.
- (c) The revenue or receipts of the Corporation for the year immediately preceding the date of the Report, including separate data with respect to each trust fund held by or for the Corporation.
- (d) The expenses or disbursements of the Corporation, for both general and restricted (if any) purposes during the year immediately preceding the date of the Report, including separate data with respect to each trust fund held by or for the Corporation.

ARTICLE VIII

IRS-Recommended Policies

Section 1. Conflict of Interest

In accordance with IRS recommended practices, the Corporation shall develop and maintain an appropriate conflict of interest policy. The purpose of the conflict-of-interest policy is to protect this tax-exempt organization's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Corporation or might result in a possible excess benefit transaction. The developed policy is intended to supplement, but not replace, any applicable Commonwealth of Pennsylvania and federal laws governing conflict of interest applicable to nonprofit and charitable organizations. The policy shall include processes and procedures for disclosure of conflicts, and annual review and update of the policy.

Section 2: Reporting Improprieties, Fraudulent or Dishonest Conduct

In accordance with IRS recommended practices, the Corporation shall develop and maintain an appropriate policy for reporting improprieties and/or fraudulent or dishonest conduct, otherwise known as a “whistleblower” policy. The Corporation requires directors, officers, and employees to observe high standards of business and personal ethics in the conduct of their duties and responsibilities. As employees and representatives of the Corporation, board members and staff must practice honesty and integrity in fulfilling their responsibilities and comply with all applicable laws and regulations. The developed Whistleblower Policy is intended to encourage and enable employees and others to raise serious concerns internally so that the Corporation can address and correct inappropriate conduct and actions. It is the responsibility of all board members, officers, employees, and volunteers to report concerns about violations of the Corporation’s code of ethics or suspected violations of law or regulations that govern the Corporation’s operations. The developed policy is intended to supplement, but not replace, any applicable Commonwealth of Pennsylvania and federal laws governing improprieties and/or fraudulent or dishonest conduct applicable to nonprofit and charitable organizations. The policy shall include processes and

procedures for reporting improprieties and/or fraudulent or dishonest conduct, and an annual review and update of the policy as may be required.

Section 3: Document Retention and Destruction Policy

In accordance with IRS recommended practices, the Corporation shall develop and maintain an appropriate document retention and destruction policy to ensure that necessary records and documents are adequately protected and maintained and to ensure that records that are no longer needed by the Corporation or are of no value are discarded at the proper time. This policy is also for the purpose of aiding employees of the Corporation in understanding their obligations in retaining both printed and electronic documents. The developed policy is intended to supplement, but not replace, any applicable Commonwealth of Pennsylvania and federal laws governing document retention and destruction applicable to nonprofit and charitable organizations. The policy shall include processes and procedures for reviewing and determining which printed and/or electronic documents must be maintained and those which may be discarded. The developed policy shall also include provisions for an annual review and update of the policy as may be required.

ARTICLE X

Amendments to Governing Documents

Section 1. Amendments to Articles of Incorporation.

The Directors may amend the Articles of Incorporation of the Corporation by a vote of sixty-six and two-thirds (66.67%) percent, or more, of all votes cast on the amendment at any regular or special meeting duly convened for that purpose. Any meeting of Directors for the purpose of amending the Articles of Incorporation of the Corporation shall be preceded by the giving of written notice to each Director at least fifteen (15) days prior to such meeting (in accordance with Section 8 of Article III), stating that the purpose or one of the purposes of the meeting is to consider the amendment of the Articles of Incorporation, and such notice shall contain or include a copy of the proposed amendment or a summary of the amendments to be effected thereby. Any amendment to the Articles of Incorporation of the Corporation shall take effect when adopted unless otherwise provided in the resolution effecting the amendment.

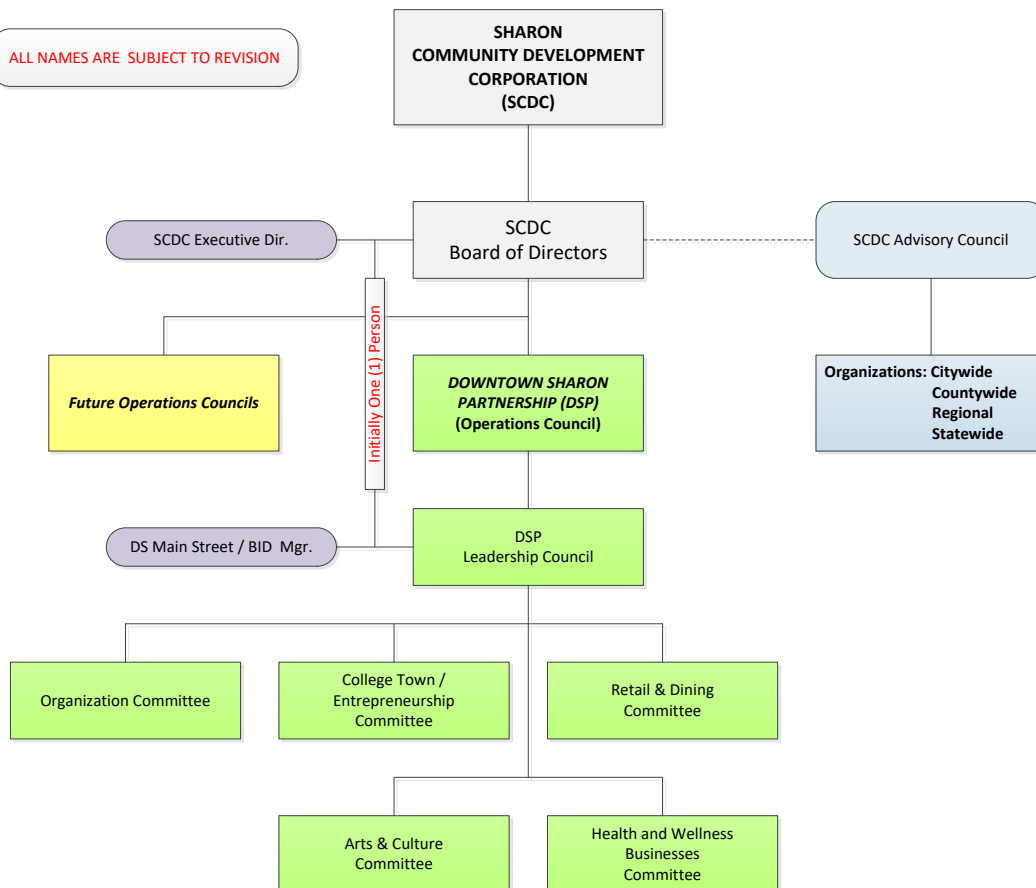
Section 2. Amendments to By-laws.

The Directors may adopt, amend, or repeal these By-laws by a vote of sixty-six and two-thirds (66.67%) percent, or more, of all votes cast on the adoption, amendment, or repeal at any regular or special meeting duly convened for that purpose. Any meeting of Directors for the purpose of amending or repealing these By-laws shall be preceded by the giving of written notice to each Director at least fifteen (15) days prior to such meeting (in accordance with Section 8, Article III), stating that the purpose or one of the purposes of the meeting is to consider the amendment or repeal of these By-laws, and such notice shall contain or include a copy of the proposed amendment or repeal or a summary of the amendments or repeal to be effected thereby. Any amendment to or repeal of these By-laws shall take effect when adopted unless otherwise provided in the resolution effecting the amendment or repeal.

PRELIMINARY SHARON COMMUNITY DEVELOPMENT CORPORATION ORGANIZATION CHART -
SUBJECT TO REVISION

SHARON COMMUNITY DEVELOPMENT CORPORATION – Draft Organization Chart – Revised 6/29/21

ALL NAMES ARE SUBJECT TO REVISION



APPENDIX C: DOWNTOWN SHARON-SHARON CITY SERVICE AGREEMENT

MUNICIPAL SERVICES AGREEMENT BY AND BETWEEN

CITY OF SHARON

AND

THE SHARON COMMUNITY DEVELOPMENT CORPORATION

THIS AGREEMENT, entered into this 15th day of September 2021, by and between THE CITY OF SHARON, a Pennsylvania Municipal Corporation, organized as a City of the Third Class pursuant to Pennsylvania's Third-Class City Code, having its principal offices located at 155 West Connelly Boulevard, Sharon PA, (hereinafter referred to as the "CITY"); and,

THE SHARON COMMUNITY DEVELOPMENT CORPORATION., a Pennsylvania non-profit organization, organized pursuant to the Pennsylvania Non-Profit Corporation Law, 53 Pa. C.S.A. Section 5601, *et seq.*, having its principal offices located at (TBD), Pennsylvania (hereinafter referred to as the "SCDC").

WHEREAS, the SCDC was approved by the CITY pursuant to Resolution No. (TBD), adopted on September 15, 2021 which authorized the CITY to designate an entity as the Neighborhood Improvement District Management Association (hereinafter referred to as the "NIDMA") for the purpose of making business improvements and providing administrative services to the central business district of the City of Sharon, to be known as the "Downtown Sharon Business Improvement District" (hereinafter referred to as the "BID"), as authorized by the Neighborhood Improvement District Act, 73 P.S. Section 831, *et seq.* ("NID Act") ; and

WHEREAS, the BID, and the SCDC as the NIDMA, has a sunset date of December 31, 2026, as contained in CITY Ordinance (TBD), unless this date is otherwise extended by the CITY; and

WHEREAS, the SCDC acting as the NIDMA has requested and the CITY has approved: a) the Downtown Sharon Business Improvement District Plan; b) the authorization of SCDC to act as the Neighborhood Improvement District Management Association ("NIDMA") for the BID, and b) the establishment of the boundaries of the BID; and

WHEREAS, the CITY and the NIDMA are taking the steps required by the NID Act to establish the NID and authorize the SCDC to act as the NIDMA; and,

WHEREAS, Section 5(c)(3)(ii) of the NID Act requires that an agreement be entered into between the governing body of the CITY and the NIDMA setting forth the duties and responsibilities of the respective parties.

NOW THEREFORE, in consideration of the mutual promises contained herein, and intending to be legally bound hereby, the parties mutually agree as follows:

I. CITY RESPONSIBILITIES

Maintenance of Base Level of Programs and Services. The CITY shall maintain the present base level of programs and services within the BID boundary area. The CITY will not reduce the base level of programs and services contained in this Agreement from its current level of services. These services shall include:

1. GENERAL BID OPERATIONS

The payment of an annual fee of \$25,000 to the Sharon Community Development Corporation (SCDC) for its annual BID assessment. Any funds over the City's BID assessment, up to \$25,000 may be used for the general operations of the BID as directed by the City.

2. MAINTENANCE

- a. The sweeping and cleaning of streets shall be provided not less than one (1) time per month for ten (10) months per year, with the exception of January and February, and as otherwise may be needed and as coordinated between the CITY's Department of Public Works and the NIDMA.
- b. The cleaning and washing at least one (1) time per year of the sidewalks on E. State Street from the library to Irvine.
- c. The plowing and salting to effectuate snow removal from non-PennDOT streets as requested by the City of Sharon Police Department.
- d. The removal of snow in all municipal lots and parking area within the BID.
- e. The inspection and cleaning of the storm sewer system and sanitary sewer system at least twice annually, and other maintenance that may be required as needed.
- f. The paving of local roads as needed and as the City budget supports.
- g. Emptying all public trash receptacles on the sidewalks along the streets within the BID. Such service to be provided by the CITY's contracted waste hauler, at least one (1) time per week.
- h. Paying the electric bill related to street lighting within the BID.
- i. Installing and maintaining traffic signals and crosswalks within the BID subject to the approval of PennDOT as may be required.
- j. Painting of street lines and parking lines, including municipal lots as needed.

3. EVENTS AND MARKETING

- a. Providing, at no cost to the NIDMA the labor for street closing and regulation for NIDMA sponsored events in accordance with the CITY's event policies and post event clean-up, up to a per event cost of \$1,500.
- b. Providing up to seven thousand five hundred dollars (\$7,500) annually for landscaping and beautification within the BID through the City's Beautification Committee.
- c. Installing banners within the BID, as requested, at no charge to the NIDMA.
- d. Providing up to three thousand five hundred dollars (\$3,500) annually in support of annual Christmas holiday activities including the tree lighting and the parade.

- e. Providing support for the annual light-up night event.
- 4. BUSINESS RECRUITMENT AND RETENTION
 - a. Working with, and providing to, the NIDMA such requested information as may applicable and allowable to, developers and investors.
 - b. Providing timely assistance in the issuance of occupancy licenses and use permits by the Zoning Office.
- 5. CAPITAL IMPROVEMENTS
 - a. Undertaking such capital improvements within the BID as may from time to time be approved by City Council.
 - b. Providing a CITY staff member, acting on behalf of CITY Council, to interact with the NIDMA on streetscape and other projects, including architectural concept designs for any future public space improvements.
- 6. PUBLIC SAFETY AND SECURITY
 - a. Sharing of such crime related data as may be allowed and that is relevant to the operations of the BID.
 - b. Parking enforcement including municipal garages and/or lots on an ongoing basis.
 - c. Enforcing safety related codes and ordinances on an ongoing basis.
- 7. CODE AND ZONING ENFORCEMENT
 - a. Zoning and code administration and enforcement including the regulation of signage and property maintenance.
 - b. Commercial occupancy inspection and permitting as required.
- 8. BID LIEN ADMINISTRATION

At the request of the NIDMA, the CITY shall place a lien on each and every property that is delinquent in paying the BID assessment fee. The CITY shall be entitled to reimbursement of the legal costs and filing fees associated with the placement of those liens.

II. NIDMA RESPONSIBILITIES

NIDMA Provided Services: The NIDMA shall provide the following services within the defined boundaries of the BID. These services shall include:

- 1. SAFE-CLEAN GREEN ACTIVITIES
 - a. Maintenance: The NIDMA shall support, and supplement maintenance activities provided by the City of Sharon which may include assisting with the purchase of maintenance equipment, the purchase and installation of both hardscape and landscape materials and limited snow removal activities.
 - b. Downtown Social Worker: In an effort to assist individuals with various types of challenges and who frequent the Sharon central business district, the NIDMA shall contract with entity that can provide a range of social services to such individuals in an effort to make the downtown more “customer friendly.”

2. DESIGN & PHYSICAL IMPROVEMENTS

- a. Downtown Physical Improvements: In the first year of the BID, The NIDMA shall hire a consultant to prepare a downtown physical improvement Master Plan which shall include the identification of a location for a downtown “public square.” In subsequent years, the NIDMA, subject to designation as a PA Main Street Program, shall apply for funds in an amount estimated to be \$750,000 for implementation of the downtown Master Plan, including the development of the proposed public square.
- b. Façade Program Operations: Subject to designation as a PA Main Street Program, the NIDMA shall apply for funds in an amount estimated to be \$150,000 for the implementation of a façade renovation program. A minimum of 25 storefronts are estimated to be assisted if these funds are approved.

3. ECONOMIC VITALITY ACTIVITIES

- a. Entrepreneurial Eco-System Development Plan: THE NIDMA shall work with Penn State Venango to develop a plan for supporting entrepreneurial and new business growth in the Sharon central business district. The Entrepreneurial Eco-System Development Plan shall be implemented by the NIDMA upon its completion. Anticipated outcomes would include recommendations for zoning ordinance enhancements to support entrepreneurial growth, the identification of locations for coworking, maker space, rentable commercial kitchen space, business incubator space and associated business amenities.
- b. Business Recruitment & Support: The NIDMA shall develop a plan for assisting property owners with business retention and recruitment efforts as a way to work toward maintaining high occupancy rates in downtown commercial and retail space. Upon completion of the plan, the NIDMA will use BID funds to directly assist property owners with maintaining businesses tenants in their buildings and when necessary, assisting them with filling vacancies.
- c. Health and Wellness Cluster Development: The NIDMA shall invest in the development of downtown Sharon as a regional health and wellness cluster, including both traditional and alternative health care businesses as well as supporting businesses. The plan for developing the cluster shall include both recruiting new businesses and assistance with developing a health and wellness promotional package.
- d. EZP Tax Credit Project: Subject to designation as a PA Main Street Program, the NIDMA shall work with Sharon development community to identify projects which could benefit from the programs Enterprise Zone Tax Credit component. This program could award up to \$500,000 in state tax credits to a qualified and eligible development project in downtown Sharon.

4. PROMOTION AND MARKETING

- a. General Image Campaign Planning and Implementation: The NIDMA shall retain the services of a professional marketing firm to develop a general image campaign for marketing and promotion of downtown Sharon in year one of the BID effort. In subsequent years, the BID shall devote a significant portion of its annual BID fees to implementation of that general image campaign plan. The campaign may include the funding, production, coordination, and maintenance of a joint promotion calendar designed to promote those businesses within

- the BID to a local and regional audience. Such promotions shall include the ability of businesses within the BID to participate at discounted or group rates. Identified partners shall include, but need be limited to Penn-State University-Sharon Campus, the Mercer County Tourism Bureau, the Mercer County Chamber of Commerce, Mercer County, and other regional and statewide organizations as may be appropriate.
- b. Expanded Retail and Dining Promotion: The NIDMA shall support its vision as a regional shopping and dining destination by investing BID funds in the implementation of an expanded marketing campaign in support of its retail and restaurant businesses.
 - c. WaterFire Support: The NIDMA shall support downtown Sharon's signature special event by investing ten percent (10%) of its annual BID fees in support of maintaining and expanding WaterFire.
 - d. Health and Wellness Advertising: The NIDMA shall support the Health and Wellness Cluster developed above by investing BID funds in the implementation of a marketing campaign in support of these businesses.

5. OPERATIONAL MANAGEMENT AND ADMINISTRATION

- a. Hiring of appropriate staff and program personnel
- b. Ensuring the efficient invoicing and collecting the BID assessments.
- c. Reimbursing the CITY for the legal costs and filing fees resulting from the placement of liens on delinquent assessment payees.
- d. Undertaking an annual audit and the preparation of annual report.
- e. Website Development: Funding, production, coordination, and maintenance of an on-line presence for Downtown Sharon which shall include links to local businesses within the BID and Sharon CITY government.

III. CONTRACT TIME FRAME

The contract between the CITY and the NIDMA will commence on the date of its approval and terminate December 31, 2026. The contract shall remain in force for the full term of the designated NIDMA unless either party serves sixty (60) days' notice of termination.

IV. INDEMNIFICATION

The NIDMA will hold the CITY harmless and indemnify against all claims and losses directly related to the performance by the NIDMA of duties under this Agreement, except matters involving negligent or intentional acts and/or omissions by the CITY, its officials, agents, contractors, and employees. The CITY will hold the NIDMA harmless and indemnify against all claims and losses related to the performance by the CITY of duties under this agreement, except matters involving negligent or intentional acts and/or omissions by the NIDMA, its officials, agents, contractors, and employees.

V. CITY LIASION

The NIDMA will communicate with and update the CITY relative to the operations of the BID not less than quarterly and the CITY shall designate a CITY Liaison in writing who shall act the official CITY contact to the NIDMA.

VI. FAILURE TO PERFORM REQUIRED SERVICES

In the event that either party fails to perform the services contained in this Agreement, this shall be considered to be a default, and either party may terminate this agreement upon ten (10) days prior written notice.

VII. CONSTRUCTION

This Agreement shall be construed and interpreted under the laws of the Commonwealth of Pennsylvania.

VIII. JURISDICTION AND VENUE

Any action brought arising from disputes over this agreement and default from the terms hereof shall be brought in the Court of Common Pleas of Berks County, Pennsylvania.

IX. NO ORAL MODIFICATIONS PERMITTED

It is understood that this Agreement contains the entire Services Agreement of the parties, and that no modification shall be valid unless in writing and signed by the parties to this Agreement.

X. SUCCESSORS AND ASSIGNS

It is understood that this Agreement is a contract for personal services and neither party may assign the rights and obligations under this Agreement without the prior written consent of the other party. This Agreement shall be binding upon the successors and assigns of the parties hereto.

XI. CONTINGENCY UPON APPROVAL OF BID PROPERTY OWNERS AND CITY COUNCIL OF FINAL BID PLAN AND ESTABLISHMENT OF THE NIDMA

This Agreement shall not go into effect unless a) the Final Plan for the BID is approved by CITY Council after a public hearing, in accordance with the hearing and notice procedures set forth in the NID Act; and b) the NIDMA is established by CITY Council, with the approved NIDMA By-Laws and Certificate of Incorporation as filed with the Commonwealth of Pennsylvania, Department of State.

IN WITNESS WHEREOF, the parties hereto have set their hands and respective seals the date and year first above written.

DOWNTOWN SHARON, INC

CITY OF SHARON

By:

By:

Date:

Date:

APPENDIX D: REQUIRED VOTING DOCUMENTS

2017 SHARON BID OPPOSITION BALLOT

In accordance with Section 5.f of Act 130 of 2000, this ballot is cast **IN OPPOSITION** to the proposed Downtown Sharon Business Improvement District, to be known as the Downtown Sharon Improvement Area. ***I understand that this will be the only legal form of objection acceptable to cast a vote in opposition.***

As the owner of the specific property referenced below, I understand that I must cast a ballot in opposition to the BID Plan for each individually deeded property that I own to insure an accurate accounting of the votes in opposition.

SOLE OWNERSHIP BALLOT

This ballot **In Opposition** is cast by the sole owner of the property listed below:

Name (Printed):

Home Street Address:

Home City, State, Zip Code:

BID Property Address:

Property ID Number:

Signature:

2021 SHARON BID OPPOSITION BALLOT

In accordance with Section 5.f of Act 130 of 2000, this ballot is cast **IN OPPOSITION** to the proposed Downtown Sharon Business Improvement District, to be known as the Downtown Sharon Improvement Area. ***I understand that this will be the only legal form of objection acceptable to cast a vote in opposition.***

As the owner of the specific property referenced below, I understand that I must cast a ballot in opposition to the BID Plan for each individually deeded property that I own to insure an accurate accounting of the votes in opposition.

PARTNERSHIP BALLOT (attach additional copies if more than two partners.)

This ballot **In Opposition** is cast by the partnership of the property listed below:

Partner 1 Name (Printed):

Home Street Address:

Home City, State, Zip Code:

BID Property Address:

Property ID Number:

Partner 1 Signature:

Partner 1 Name (Printed):

Home Street Address

Home City, State, Zip Code

BID Property Address

Property ID Number

Partner 2 Signature:

2021 SHARON BID OPPOSITION BALLOT

In accordance with Section 5.f of Act 130 of 2000, this ballot is cast **IN OPPOSITION** to the proposed Downtown Sharon Business Improvement District, to be known as the Downtown Sharon Improvement Area. ***I understand that this is the only legal form of objection acceptable to cast a vote in opposition.***

As the owner of the specific property referenced below, I understand that I must cast a ballot in opposition to the BID Plan for each individually deeded property that I own, in order to insure an accurate accounting of the votes in opposition.

CORPORATE OWNERSHIP BALLOT

This ballot **In Opposition** is cast by the corporate ownership of the property listed below:

Name (Printed)

Corporate Title:

Home Street Address

Home City, State, Zip Code

BID Property Address

Property ID Number

Signature:

THE PERSON SIGNING THIS DOCUMENT IS AUTHORIZED TO TAKE LEGALLY BINDING ACTION ON BEHALF OF THE CORPORATION NAMED.

2021 SHARON BID SUPPORT BALLOT

This ballot is cast **IN SUPPORT** of the proposed Downtown Sharon Business Improvement District, to be known as the Downtown Sharon Improvement Area. ***I understand that this ballot in support of the proposed BID Plan***

is not legally required and will not legally impact the outcome of the vote, as only votes in opposition to the plan are used in determining whether the plan will advance.

As the owner of the specific property referenced below, I understand that only ballots cast in opposition to the BID will affect the outcome of this property owner vote. My sole purpose in cast this vote is to express my active support of the BID plan as presented rather than the assumption of my passive disinterest.

SUPPORT BALLOT

This ballot **In Support** is cast by the sole owner of the property listed below:

Name (Printed):

Home Street Address:

Home City, State, Zip Code:

BID Property Address:

Property ID Number:

Signature: