

WESTMORELAND COUNTY
TAX COLLECTION COMMITTEE
BYLAWS

EFFECTIVE MARCH 23, 2010

AMENDED JULY 27, 2010

AMENDED JANUARY 22, 2013

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Bylaws

Effective: March 23, 2010

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Background. The Westmoreland County Tax Collection Committee (“TCC”) is a government entity created and organized under Act 32 of 2008, 53 P.S. § 6924.501 *et seq.*, which amended and restated the Local Tax Enabling Act (“LTEA”), 53 P.S. § 6901 *et seq.* Under Act 32, the TCC is required to appoint a tax collector to collect earned income and possibly other taxes on a county-wide basis, and to oversee tax collection within the Westmoreland County Tax Collection District (“TCD”).

The school districts and municipalities that are within the TCD are listed in Attachment “A”. These school districts and municipalities are referred to herein as “taxing authorities.”

Definitions. For purposes of these Bylaws, the following terms shall be defined as follows:

Appeals Board – A board consisting of 5 members and 2 alternates appointed by the Operating Board. The Appeals Board will make decisions regarding exoneration, exemption, remittance, collection, assessment, refunding, withholding and any other tax issue or complaint. The Appeals Board will hear appeals of decisions rendered by the Tax Collector.

Delegate – An official appointed by the governing body of a taxing authority to represent the taxing authority on the Tax Collection Committee and vote on matters regarding the Act 32 tax collections as provided in these Bylaws.

Fiscal Year – January 1 to December 31(a natural calendar year).

Governing Body – Also known as the Tax Collection Committee or “TCC” and consists of all primary delegates and /or alternates as appointed by the taxing authorities.

Major Decisions – Major Decisions as defined by Section 7 of these Bylaws are decisions affecting the structure, focus and makeup of the TCC. Major decisions require the approval/vote of the TCC not the Operating Board.

Operating Board – The Operating Board consists of a group of 10 TCC delegates of which 5 represent School Districts and 5 represent other taxing authorities. The Operating Board will have the authority to act on behalf of the TCC on all matters except those defined as Major Decisions.

Operating Board Committees – Committees established by the Operating Board.

Taxing Authorities – Any borough, municipality, city, township and school district that levy taxes.

Tax Collection Committee – Also known as the “TCC” or Governing Body consisting of all primary delegates and/or alternates as appointed by the taxing authorities for purposes of governance under Act 32

Tax Collector – The Tax Collector shall be appointed by the TCC and will act as the first review of all tax related issues to include the collections, assessment, refund, withholding and remittance of all taxes collected by the TCC.

ARTICLE I. Governing Body – Board of Delegates

Section 1. Voting and Alternate Delegates: The Governing Body shall be called the “Tax Collections Committee,” and will be referred to herein as the “TCC.” Taxing authorities that impose an income tax shall appoint a primary voting delegate, a first alternate voting delegate, and a second alternate voting delegate. The TCC shall consist of voting delegates appointed by these taxing authorities. Delegates may but need not be residents of the taxing authority they represent. A single individual may simultaneously serve as a delegate for multiple taxing authorities. In the absence of the primary voting delegate, the first alternate delegate will be considered the voting delegate. In the absence of both the primary voting delegate and the first alternate delegate, the second alternate delegate will be considered the voting delegate.

a. Number and Appointment of TCC Delegates/Alternates:

(1) Initial Delegate Appointment: Delegates and alternate delegates appointed prior to the adoption of these Bylaws shall continue to serve after the adoption of these Bylaws until a successor is appointed or the earlier death, resignation or removal of the delegate as provided in these Bylaws. Each taxing authority within the TCC that imposes an income tax for the first time after adoption of these Bylaws shall appoint one primary voting and two alternate voting delegates to the TCC in accordance with Act 32. Each taxing authority that does not impose an income tax prior to the adoption of these Bylaws may appoint one nonvoting delegate and two alternate nonvoting delegates to the TCC. If a taxing authority that does not impose an income tax prior to the adoption of these Bylaws appoints a nonvoting delegate to the TCC, and then after the adoption of these Bylaws imposes an income tax, the previously appointed nonvoting delegate shall become the taxing authority’s voting delegate to the TCC.

(2) Ongoing Delegate Appointment: Beginning in 2010, each school district shall at its annual organization meeting (held during the first week of December that includes a Monday) appoint its TCC delegates. Each municipality shall also appoint TCC delegates at each municipality’s annual reorganization meeting.

b. **Delegate Term of Office:** The delegates appointed in 2009 shall serve until a successor has been appointed or earlier death, resignation, or removal of the delegate. Thereafter, each delegate shall be appointed for a term of one (1) year starting January 1 and until a successor has been appointed, or earlier death, resignation, or removal of the delegate. If there is a vacancy in the position of delegate representing any taxing authority, the taxing authority will promptly appoint a new delegate to fill the vacancy.

c. **Delegate Removal:** All delegates serve at the pleasure of and may be removed at any time by the governing body of the taxing authority that appointed the delegate.

d. **Delegate Qualifications:** All delegates appointed to the TCC will be eighteen (18) years of age or over.

e. **Tax Enactments and Other Information:** Each taxing authority that imposes an income or other tax over which the TCC has assumed authority or appoints a nonvoting delegate shall promptly provide the TCC with all information and documents necessary for TCC operation and for tax collection as requested by and in a form satisfactory to the TCC, including certified copies of the taxing authority's tax enactments, the names and contact information of all appointed delegates, and all other information requested by the TCC.

Section 2. TCC Meetings: The TCC will hold an annual reorganization meeting on a date and at a time established by the TCC, or by the Chairperson in the absence of TCC action as set forth in Article II, Section 3. Special meetings will be called by the Secretary upon request received from any officer or any 5 delegates.

Section 3. Quorum: A quorum shall consist of the presence of primary voting delegates holding a majority of the sum of all taxing authority weighted votes as established by Article I, Section 5 of the By-laws (or an alternate present in place of the primary voting delegate).

Section 4. Meeting Conduct: All TCC meetings will be conducted according to any policies or rules established by the TCC, and in default of such rules according to Robert's Rules of Order.

Section 5. Vote Weight/Votes Required for Action on Matters of Major Decisions as provided for in Section 7: Except as otherwise provided in these Bylaws, all action taken by the TCC shall be by the affirmative vote of a majority of all delegate votes present. In counting delegate votes, the vote of each delegate will be weighted. Annually, the Pennsylvania Department of Community and Economic Development will assist the TCC's Certified Public Accountant with data to be used to calculate the weight of each delegate's vote pursuant to 53 P.S. § 6924.505(c)(3). Pursuant to such section, the TCC shall re-weight each taxing authority delegate's vote on July 1, 2010 and on July 1 every year thereafter, and at any time when a new taxing authority is added to the TCC as set forth in Article VI. Re-weighting will be based on the following formula: (1) 50% of the weight for each delegate vote will be allocated according to the proportional population of each taxing authority in proportion to the total population of the TCD, as determined by the most recent Federal decennial census data; and (2) 50% of the weight for each delegate vote will be allocated in direct proportion to the income

tax revenues collected within each taxing authority based on each taxing authority's most recent annual financial report submitted to DCED or the Pennsylvania Department of Education. As to any delegate appointed to represent more than one taxing authority, the weight assigned for each taxing authority's vote shall be assigned to such delegate who, as provided by Article I, Section 1, may vote in the same manner or in a different manner for each taxing authority according to the weight of each respective taxing authority's vote. . Any vote by the TCC Governing Board shall be conducted by roll call. Except as otherwise stated in this section, voting at any public meeting of the TCC may be done by voice vote, roll call, or any other means determined appropriate by the Chairperson. Governing Board voting by mail, telephone or proxy is not permitted.

Section 6. TCC Delegation of General Powers and Duties to Operating Board:

Except as otherwise provided in these Bylaws, the TCC hereby delegates certain powers and duties to the Operating Board which shall exercise such powers on behalf of and under the authority of the TCC, and the business and affairs of the Operating Board shall be subject to and under the direction of the TCC.

The Operating Board may delegate limited authority for certain specified actions to committees, officers, and others. However, without regard to any prior delegation of authority:

- a. The Operating Board shall receive and review information provided by the Secretary, Chairperson, and others in order to keep fully informed as to TCC business, operations, and other affairs.
- b. At each regular Operating Board meeting, the Treasurer will present to the Operating Board for ratification all TCC expenditures paid or incurred during the calendar year quarter preceding the month in which the meeting is held.
- c. Although the Operating Board in performing its duties will rely substantially on information from and decisions by the Secretary, Chairperson, and others, the Operating Board shall have ultimate responsibility and authority with respect to TCC business, financial oversight, and other TCC affairs.
- d. The Operating Board will always have the right to direct TCC action on any matter by policy, resolution, directive, or other measure, including a direction that reverses prior action of any committee or officer. Any reversal of a prior action shall not negate any contract rights acquired by a third party pursuant to a contract properly approved before the Operating Board action reversing the prior decision.

Section 7. Major Decisions – TCC Powers Retained and Not Delegated:

The TCC shall not delegate authority to act on, and only the TCC shall have authority to act on, any Major Decision. The Operating Board is hereby authorized by these Bylaws to take action on any matter other than the following Major Decisions which are reserved solely for decision by the TCC. Each of the following shall be considered a Major Decision:

- a. Approval of any amendment of these bylaws.

- b. Approval to merge or take joint action with another TCC to form a multi-county TCC.
- c. Approval to borrow money or otherwise incur debt not provided for in a budget.
- d. Appointment or removal of Operating Board members.
- e. Approval of the TCC Annual Budget.
- f. Approval to create a bureau to collect tax within the TCD, or to dissolve any such bureau.
- g. Approval to assume jurisdiction over any tax other than income tax.
- h. Approval to purchase or sell real estate.
- i. Approval of any real estate lease to the extent the lease requires payments not provided for in a budget.
- j. Appointment of the tax collector and approval or termination of the tax collection agreement with the collector.
- k. Any other issue or matter as to which the TCC in the future adopts a resolution designating the issue or matter to be a Major Decision.

Section 8. Vote Required for Major Decisions:

a. **Supermajority Vote Required for Certain Major Decisions:**

Notwithstanding any other provision of these bylaws, action taken by the TCC on the following Major Decisions shall be by roll call vote and shall require the affirmative vote of a 2/3 supermajority of all delegate votes present: (1) Approval of any amendment of these bylaws. (2) Approval to merge or take joint action with another TCC to form a multi-county TCC. (3) Approval to purchase or sell real estate

b. **Vote Required for Other Major Decisions:** Action taken by the TCC on all other Major Decisions will be by the affirmative vote of a majority of all delegate votes present.

ARTICLE II. Operating Board

Section 1. Officers: The Operating Board will consist of ten (10) individuals, five (5) of which represent the School Districts and five (5) representing the Boroughs, Cities, Townships and Municipalities. The initial selection of the School District members of the Operating Board will be by a majority vote of TCC delegates representing School Districts. The initial selection of the Municipal members of the Operating Board will be by a majority vote of TCC delegates representing Municipalities. No more than two (2) representatives can be from within the same school district boundaries. The Operating Board will have the following

officers: (1) Chairperson; (2) Vice-Chairperson; (3) Secretary, and such other officers or assistant officers as elected by the Operating Board. The Chairperson and Vice-Chairperson shall each be a delegate. Other officers may but need not be delegates. Different offices may be held by the same person if determined appropriate by the Operating Board.

Section 2. Vacancies – Should a vacancy be created on the school district side, the four remaining school district representatives on the Operating Board should meet and recommend to the TCC School District delegates a TCC School District delegate to fill the vacancy for approval at its next regular meeting. Conversely, if the vacancy was created on the municipal side, then the four remaining municipal representatives on the Operating Board should meet and recommend to the TCC Municipal delegates a TCC Municipal delegate to fill the vacancy for approval at its next regular meeting. As with the initial selection of the Operating Board, selection of the School District delegate to fill a School District vacancy will be by a majority vote of TCC delegates representing School Districts and selection of the Municipal delegate to fill a Municipal vacancy will be by a majority vote of TCC delegates representing Municipalities.

Section 3. Annual Operating Board Organization Meeting/Officer Election/Other Appointments: Beginning in 2011, the Operating Board will designate one of the regular Operating Board meetings as the annual organization meeting. This meeting will generally be held in January. At the annual organization meeting, the Operating Board shall elect officers. Within thirty (30) days after the election of any officer, the Secretary shall notify DCED of the name and address of each officer. At the annual organization meeting, the Operating Board will also review the tax collector's performance, review TCC audited financial statements, appoint the TCC solicitor, appoint an accounting firm to audit the TCC annual financial statements, appoint the TCC insurance agent, appoint Tax Appeal Board members, approve one or more banks or other financial institutions to serve as the primary depository for the TCC or otherwise to accept TCC deposits or provide investments for the TCC, and take other action as necessary or appropriate.

Beginning in 2011, the annual organization meeting of the TCC shall take place by January 31 to elect the Operating Board and to conduct other business as necessary or appropriate.

Beginning in 2011, the annual organization meeting of the Operating Board shall take place after the annual organization meeting of the TCC and by January 31 to elect the Officers of the Operating Board and to conduct other business as necessary or appropriate.

Section 4. Term of Operating Board Officers: The officers elected shall hold office for a term of one (1) year or until a successor has been elected, but no later than January 31 of each year, or the earlier death, resignation, or removal of the officer.

Section 5. Rules of Order for Meetings of the Operating Board: The Operating Board will operate under Roberts Rules of Order and all ten officers will vote on issues before the Operating Board. In the event of a tie, then the Chairperson will make the final decision.

Section 6. Chairperson: The Chairperson shall be a TCC delegate. The Chairperson shall preside at all TCC and Operating Board meetings. Except as otherwise determined by the

TCC and Operating Board, the Chairperson shall set the TCC and Operating Board meeting agendas, conduct TCC and Operating Board meetings, and perform other duties as determined by the TCC and Operating Board.

Section 7. Vice-Chairperson: The Vice-Chairperson shall be a TCC delegate. The Vice-Chairperson shall perform duties as determined by the TCC and Operating Board or as assigned by the Chairperson. In the absence or unavailability of the Chairperson, the Vice-Chairperson shall perform the duties of the Chairperson.

Section 8. Secretary: The Secretary may but need not be a TCC delegate. The Secretary will notify DCED within thirty (30) days of adoption of these Bylaws or any amendments of these Bylaws. The Secretary shall maintain the TCC and Operating Board meeting minutes and all TCC records, provide all public notices required under the Pennsylvania Sunshine Act, 65 Pa.C.S.A. § 701 *et seq.*, provide all notices to delegates required by these Bylaws, provide all notices to DCED required by these Bylaws, provide all other notices required by these Bylaws or applicable law, and shall perform other duties as determined by the TCC and Operating Board or assigned by the Chairperson.

Section 9. Open Records Officer: The Operating Board shall appoint an Open Records Officer who shall serve until a successor is appointed, or earlier death, resignation, or removal. The Open Records Officer shall ensure compliance with the Pennsylvania Right-to-Know Law, 65 P.S. § 67.101 *et seq.*, and shall consult with the Solicitor as necessary in doing so. The Open Records Officer shall receive all Right-to-Know Law requests submitted to the TCC, shall direct these requests to appropriate persons within the TCC, shall track the TCC's progress in responding to requests, and shall issue interim and final responses to requests.

Section 10. Solicitor: The Operating Board shall appoint a Solicitor who shall serve until a successor is appointed, or earlier death, resignation, or removal. The Solicitor shall attend all TCC and Operating Board meetings and serve as the legal advisor to the TCC and Operating Board.

ARTICLE III. Operating Board Committees

Section 1. Operating Board Committee Appointment: The Operating Board may establish one or more committees to consist of one or more delegates appointed to the committee by the Operating Board or the Chairperson.

Section 2. Operating Board Committee Term: Each Operating Board committee shall serve until earlier of completion of the business for which formed, or until dissolved by action of the Operating Board.

Section 3. Operating Board Committee Meetings: An Operating Board committee shall meet on dates and at times established by the committee.

Section 4. Quorum: A quorum of the Operating Board committee shall consist of the presence of a majority of all operating members.

Section 5. Votes Required for Action: All actions taken by the Operating Board committee shall be by a majority vote of all committee members present. Tie votes will be decided by the Chairperson.

Section 6. Operating Board Committee Powers and Duties: Subject to these bylaws, any committee appointed by the Operating Board shall have and may exercise all powers and authority granted by resolution of the Operating Board.

**ARTICLE IV. Rules Concerning Required Notices/
Meeting Participation/Meeting Place/Manner of Voting**

Section 1. Required Meeting Notices:

a. The TCC and Operating Board shall give notice to all voting and nonvoting delegates and officers of all meetings. The TCC and Operating Board shall give such notice at least 24 hours in advance of any regular or special TCC or Operating Board meeting. If a delegate is unable to be present at a TCC or Operating Board meeting, it is the responsibility of the delegate to advise the taxing authority's alternate delegates. The TCC shall give notice to all committee members of all meetings of committees of the Operating Board. Any person shall have the right to waive required notice.

b. A meeting notice shall at minimum specify the date, time, and address of the meeting.

c. For a public meeting, the Secretary shall also give public notice of the meeting in accordance with the Pennsylvania Sunshine Act.

Section 2. Manner of Giving Notice to Delegates, Officers, or Committee Members: Any notice or document required to be given to a delegate, officer, or committee member shall be given to the person either by hand delivery, or by sending a copy thereof as follows:

a. Written notice may be given by first class or express mail, postage prepaid, or other courier service with charges prepaid, to the person's postal address supplied by the person to the Operating Board for the purpose of notice. Notice given in this manner shall be deemed given to the person when deposited in the U.S. mail or with a courier service for delivery to the person.

b. Alternatively, written notice may be given by facsimile transmission, e-mail, or other electronic communication to the person's facsimile number or address for e-mail or other communication supplied by the person to the Operating Board for the purpose of notice. Notice given in this manner shall be deemed given to the person when sent.

c. Alternatively, notice of a meeting required to be given to a delegate, officer, or committee member may be given by telephone. Notice given in this manner shall be deemed to be given to the person when a telephone conversation occurs with the person, or when

