

**INTERGOVERNMENTAL COOPERATION AGREEMENT
REGARDING THE ESTABLISHMENT OF THE TOBYHANNA TOWNSHIP
NEIGHBORHOOD IMPROVEMENT DISTRICT**

THIS INTERGOVERNMENTAL COOPERATION AGREEMENT (“Cooperation Agreement”) is made and entered into as of this ____ day of _____, 2013 by and between the:

TOWNSHIP OF TOBYHANNA (“**Tobyhanna Township**”), a municipality of the Commonwealth of Pennsylvania situated in Monroe County, Pennsylvania,

and

TOWNSHIP OF POCONO (“**Pocono Township**”), a municipality of the Commonwealth of Pennsylvania situated in Monroe County, Pennsylvania.

WHEREAS, the parties above captioned are bodies corporate and politic under the laws of the Commonwealth of Pennsylvania (the “**Commonwealth**”), and hereinafter shall be referred to collectively as “**Participating Municipalities**”; and

WHEREAS, the Neighborhood Improvement District Act, P.L. 949, No. 130 of December 20, 2000 (the “**NID Act**”), provides that every municipal corporation shall have the power to establish within the municipality an area, or areas, to be designated as a Neighborhood Improvement District (“**NID**”); and

WHEREAS, pursuant to the NID Act, Tobyhanna Township intends to enact an ordinance (the “**NID Ordinance**”) duly establishing and approving a NID, to be known as the Tobyhanna Township Neighborhood Improvement District (the “**Improvement District**”), having geographical boundaries within the Participating Municipalities; and

WHEREAS, the geographical boundaries of the Improvement District are specifically described and depicted on Annex I attached hereto and by reference incorporated herein; and

WHEREAS, the Intergovernmental Cooperation Law, as amended and supplemented (53 Pa.C.S.A §2301 et seq.) (the “**Intergovernmental Cooperation Law**”), originally enacted by the Commonwealth as Act 180 of 1972 to implement the provisions of Article IX, Section 5 of the Pennsylvania Constitution for the purpose of fostering intergovernmental cooperation, authorizes a municipality, by act of its governing body, to cooperate or agree in the exercise of any function, power or responsibility with, or delegate or transfer any function, power or responsibility with, one or more local governments; and

WHEREAS, pursuant to the Intergovernmental Cooperation Law, a municipality may enter into an intergovernmental cooperation agreement upon the passage of an ordinance by its governing body; and

WHEREAS, the Participating Municipalities reasonably believe that the Improvement District will demonstrate significant economic impact on the region in the form of job creation, economic development and new tax revenue; and

WHEREAS, the Participating Municipalities each heretofore enacted an ordinance expressing its desire and authorizing its appropriate officers to enter into this Cooperation Agreement to delegate and transfer the function, power and responsibility of Pocono Township in connection with the powers and duties required of municipal corporations under the NID Act, to Tobyhanna Township, solely with respect to the creation and administration of the Improvement District.

NOW THEREFORE, for and in consideration of the foregoing and the respective rights and obligations of the Participating Municipalities herein set forth, the parties hereto, intending to be legally bound, hereby covenant and agree as follows:

1. The provisions set forth in the recitals to this Cooperation Agreement hereby are incorporated by reference in their entirety herein.

2. The Chair or Vice Chair of the Board of Supervisors of Tobyhanna Township, and the Chairman or Vice Chairman of the Board of Supervisors of Pocono Township, or their designees, hereby agree to participate in this Cooperation Agreement.

3. Tobyhanna Township will provide for the creation of the Improvement District pursuant to Section 5 of the NID Act, and further assume all powers and duties of municipal corporations as required under such provisions to carry out the purposes of the NID Act, in connection with the establishment of the Improvement District.

4. Pocono Township hereby agrees and consents to the establishment of the area, or areas, to be designated as the Improvement District within the Participating Municipalities, including areas within Pocono Township.

5. Pocono Township, solely with respect to the Improvement District, hereby delegates and transfers to Tobyhanna Township, and Tobyhanna Township hereby accepts, all function, power and responsibility with regard to (i) the powers of municipal corporations as provided for in Section 4 of the NID Act; (ii) all provisions relating to the creation and establishment of the Improvement District pursuant to Section 5 of the NID Act; and (iii) the creation or designation of the Neighborhood Improvement District Management Association (NIDMA) as set forth in Section 6 of the NID Act.

6. Upon termination of the Improvement District, the Participating Municipalities agree that the Cooperation Agreement shall terminate. The Participating Municipalities, jointly and severally, hereby agree not to take any action which would result in the termination of the Improvement District prior to the termination date set forth in this Cooperation Agreement.

7. In the event any provision, section, sentence, clause or part of this Cooperation Agreement is determined by a court of competent jurisdiction to be invalid and unenforceable, such determination shall not affect the validity or effect of the remaining provisions hereof.

IN WITNESS WHEREOF, each party to this Cooperation Agreement has caused this Agreement to be duly executed on its behalf by its duly authorized representative and its seal to be hereunto affixed and attested by its Secretary, all as of the day and year first above written.

ATTEST:

TOWNSHIP OF POCONO,
Monroe County, Pennsylvania

(Assistant) Secretary

By: _____
(Vice) Chairman, Board of Supervisors

[SEAL]

ATTEST:

TOWNSHIP OF TOBYHANNA,
Monroe County, Pennsylvania

(Assistant) Secretary

By: _____
(Vice) Chair, Board of Supervisors

[SEAL]

ANNEX I

MAP/DEPICTION OF BOUNDARIES OF IMPROVEMENT DISTRICT