



## **BYLAWS OF THE DELAWARE and RARITAN CANAL COMMISSION**

**(Adopted April 18, 2018)**

The Delaware and Raritan Canal Commission (hereinafter "Commission"), created by the "Delaware and Raritan Canal State Park Law of 1974," P.L. 1974, c. 118, (hereinafter "Law"), hereby adopts Bylaws for the management of its affairs pursuant to the authority granted by Section 12.a of the Law.

### **I. The Commission**

#### Section 1. Purpose.

The Delaware and Raritan Canal Commission is a regional planning, land use, and water resource management body.

#### Section 2. Functions.

The functions of the Commission are those mandated by the Law and its implementing regulations, including but not limited to the following:

- a. Undertake the duties and responsibilities as set forth by the Law, including any amendments thereto, and as may otherwise be conferred upon the Commission by the Legislature.
- b. Prepare and from time to time revise a Master Plan for the Delaware and Raritan Canal State Park, or portion thereof;
- c. Approve, reject, or approve with conditions applications proposing development in designated Review Zones established in accordance with the provisions of Section 14c. of the Law and pursuant to regulations set forth in the Chapter 45 of title 7 of the New Jersey Administrative Code;

- d. Review and approve, reject or modify, any State project planned or State permits issued in the park and submit the decision regarding same to the Governor;
- e. Appoint an Executive Director without regard to Title 11A of the Revised Statutes, who shall serve at the pleasure of the Commission; and
- f. Adopt policies for personnel, budgets and other matters for operation of the Commission.

### Section 3. Offices.

The principal office of the Commission shall be located at 33 Risler Street, Prallsville Mills, in the Borough of Stockton, Hunterdon County. The Commission may have offices at other places within Hunterdon, Mercer, Middlesex and Somerset counties as its business may require or make desirable as determined by the Commission.

### Section 4. Seal.

The Commission shall adopt an official seal by affirmative vote of a majority of the total authorized membership of the Commission.

### Section 5. Membership.

The Commission's membership is determined by Section 11a of the Law. The Commission shall consist of nine members, appointed in accordance with the Law. Any vacancies occurring among the members of the Commission shall be filled in the manner provided by the Law. Any member of the Commission whose term expires shall serve until a successor has been duly appointed and qualified. Resignations from the Commission shall be in writing and submitted to the Commission which shall thereafter be submitted to the Governor. Except for the Commissioner of Environmental Protection, who pursuant to Section 11.a.(1) of the Law, may appoint a designee who shall be empowered to lawfully vote and otherwise act on behalf of the commissioner, Commission members shall not designate another person to vote on their behalf or otherwise fulfill their responsibilities as a Commission member. Consistent with the Law, no vacancy in the membership of the Commission shall impair the right of a quorum of its members to exercise all the rights and perform all the duties of the Commission.

Each member of the Commission, before entering upon their duties, shall take and subscribe to the following oath:

"I, (state name), do solemnly swear, that I will support the Constitution of the United States and the Constitution of the State of New Jersey; that I will bear true faith and allegiance to the same and the Governments established in the United States and in this State, under the authority of the people; and that I will faithfully,

impartially and justly perform all the duties of the office of the Delaware and Raritan Canal Commission, according to the best of my ability.” (So Help me God if he/she so desires)

A record of such oaths shall be filed with the Commission and in the office of the Secretary of State.

## **II. Chair, Officers, Executive Director, Vacancies**

### Section 1. Chair.

The Chair shall be appointed by the Governor from among the Commission members, excepting the Commissioner of Environmental Protection, in accordance with the Law.

### Section 2. Functions of Chair.

The Chair shall:

- a. Preside at all meetings of the Commission;
- b. Set the agenda for Commission meetings or cancel meetings in consultation with the other members to the extent permitted by the Law;
- c. Rule on all questions of order, subject to appeal to the Commission;
- d. In consultation with the Commission, establish committees or task forces to address specific issues;
- e. Appoint Commission members to the various committees and designate the chairs thereof;
- f. Sign all resolutions adopted by the Commission, and any other legal document or instrument authorized by the Commission;
- g. Act as supervisor of and lead point-of-contact for the Executive Director; and
- h. Possess such other authority and duties as conferred by these Bylaws or by any resolution adopted by the Commission.

### Section 3. Other Officers of the Commission.

a. Vice-Chair: The Commission shall appoint a Vice-Chair from the Commission membership. In the absence of the Chair, the Vice Chair shall preside at Commission meetings, set the agenda for Commission meetings, rule on questions of order, sign all resolutions adopted by the Commission

and any other legal document or instrument authorized by the Commission. In the event of a vacancy of the position of the Chair, the Vice-Chair shall assume all the responsibilities of the Chair until a new chair is appointed by the Governor in accordance with the Law. The Vice-Chair shall serve one-year, renewable terms.

b. Treasurer: The Commission shall appoint a Treasurer from the Commission membership, who shall have such duties and preform such duties as the Commission may from time to time prescribe. In the absence of the Chair and the Vice-Chair, the Treasurer shall preside at Commission meetings. The Treasurer shall serve one-year, renewable terms.

c. The Commission shall elect the Vice-Chair and Treasurer from among its membership at its annual reorganization meeting, generally in January of each year.

#### Section 4. Executive Director.

The Commission shall appoint an Executive Director, who shall be the chief administrative officer of and Secretary to the Commission. The Executive Director shall have all the authority provided in accordance with the Law and the Bylaws of the Commission. The Director shall implement the policies and decisions of the Commission and shall administer the operations, office(s) and administrative staff. In the event the Office of Executive Director is vacant, the Commission may direct another employee to serve as Acting Executive Director until the Commission appoints a new Executive Director.

The Executive Director shall oversee all plans and activities necessary to achieve the Commission's mandate and specific goals as described in the Law including the following:

- a. Administer the affairs of the Commission for the efficient, orderly and economic administration of all the administrative and executive affairs, consistent with available appropriated funds;
- b. Hire personnel in accordance with the Commission approved budget and consistent with the Law and hiring policies of the State, advising the Commission of plans, progress and actions;
- c. Promote, remove, discipline and supervise employees in accordance with written personnel policies as may be established by the Commission. The Executive Director will inform the Commission of such actions;
- d. Prepare and transmit documents to the Department for processing of payment by the Commission, subject to approval of the Commission;
- f. Provide other financial information to the Treasurer as requested;
- g. Review all applications for construction and development and submit recommendations in the form of a staff report therein to the Commission in accordance with the procedures established by the Commission for processing such applications and in accordance with the Law and Chapter 45 of Title 7 of the New Jersey Administrative Code;

- h. Subject to the provisions of Section 14.e of the Law, approve, approve with conditions, or reject an application for a general permit pursuant to rules and regulations set forth in Chapter 45 of Title 7 of the New Jersey Administrative Code that identify the types of projects eligible for a general permit and establish the criteria for the approval or rejection thereof.
- i. Work with State agencies and independent authorities as authorized by the Law to provide information to the Commission, and as may be useful to implement the Law;
- j. Ensure that the Commission provides public notice for all meetings pursuant to the “Senator Byron M. Baer Open Public Meetings Act,” N.J.S.A. 10:4-6 et seq., (OPMA) these Bylaws and the Commission’s resolutions; and
- k. Perform all duties as are incidental to the office of Executive Director.
- l. Prepare an Annual Report and submit same to the Commission for adoption. Upon adoption, it shall be transmitted to the Governor and the Presiding Officers of both Houses of the Legislature.
- m. Annually arrange for an audit of its books and accounts to be made in each State Fiscal Year and presented to the Commission; a copy thereof shall be filed with the State Treasurer and the Office of Fiscal Affairs.

Pursuant to the powers set forth in Section 11f. of the Law, the Executive Director shall serve at the pleasure of the Commission. The Commission shall evaluate the Executive Director’s performance at least annually.

### **III. Commission Meetings**

#### **Section 1. Regular Meetings.**

Regular meetings of the Commission shall be held at a time and place to be designated by the Commission. The Commission shall establish and publicize an annual meeting schedule that it may modify with appropriate advance public notice given pursuant to the OPMA. Adequate notice as defined under the OPMA shall be provided for all regular meetings of the Commission, including sending notice to the official newspapers designated by resolution of the Commission.

#### **Section 2. Special Meetings.**

Special meetings of the Commission may be called at any time by the Chair. Upon request from any member of the Commission, the Chair shall poll the members to determine if a special meeting should be held, and shall schedule the meeting if a majority so desires. The Chair may

fix the time and place for any special meeting. The Executive Director shall provide notice of the meeting in accordance with the OPMA.

### Section 3. Emergency Meetings.

The Chair may call emergency meetings at any time as provided for in the OPMA.

### Section 4. Quorum and Participation at Meetings.

Five members of the Commission shall constitute a quorum. Members shall be permitted to participate in Commission meetings (and vote) by telephonic or electronic means so long as the member can hear the public and the public can hear the member. Participation in a meeting by such means shall constitute presence in person at the meeting and shall be counted for the purposes of determining a quorum, and shall entitle the Commission member to exercise all rights and privileges to which the member might be entitled were they personally in attendance, including the right to vote and any other rights attendant to presence in person at the meeting.

### Section 5. Majority Vote.

No action may be taken by the Commission except upon the affirmative vote of a majority of the members present.

### Section 6. Minutes.

Minutes of each meeting shall be taken and shall reflect the presence of each member in attendance and the substance of the matters discussed.

### Section 7. Order of Business.

Unless otherwise provided in the Law, Chapter 45 of Title 7 of the New Jersey Administrative Code, or these Bylaws, Commission meetings shall be guided by *Roberts Rules of Order*. The Order of Business shall be reflected in the Meeting Notice, and unless modified by the Chair, shall be as follows:

- a. Reading of OPMA compliance statement.
- b. Attendance.
- c. Approval of the Minutes of any previous meeting(s).

- d. Commission Action on Review Zone applications, which shall include an opportunity for the public to comment thereon.
- e. Other Actions, Motions or Resolutions.
- e. Executive Director's Report.
- f. Delaware and Raritan Canal State Park Superintendent's Report.
- g. New Jersey Water Supply Authority Report.
- h. Old Business.
- i. New Business.
- j. Executive Session.
- k. Public Comments.
- l. Post-Executive Session and Adjournment.

#### Section 8. Executive Session.

Executive Sessions of the Commission may be held for reasons authorized by the OPMA.

#### Section 9. Public Comment.

It is the policy of the Commission to provide the public an opportunity to present suggestions, views and comments respecting the Commission's functions, responsibilities and actions during a reasonable period of time at each meeting.

#### Section 10. Public Hearings.

Whenever the Commission is required by law to hold a public hearing or whenever it shall deem it advisable to hold such a hearing, the requirements of the OPMA shall be followed. The Commission may establish procedures for the conduct of and the maintenance of order and public safety at any hearing.

### **IV. Fiscal Year**

The Fiscal year of the Commission shall be the fiscal year used by the State of New Jersey.

## **V. Ethics**

The Commission, the Executive Director and the Commission staff shall at all times comply with the “New Jersey Conflicts of Interest Law,” N.J.S.A. 52:13D-12 et seq., as amended.

## **VI. Public Records**

The Commission shall conduct its business and activities in the public interest and comply with the provisions of the Open Public Records Act, N.J.S.A. 47:1A-1 et seq., as amended.

## **VII. Amendment**

The provisions of these Bylaws may be amended by the affirmative vote of a majority of the total authorized membership of the Commission at any regularly scheduled meeting; provided that advance notice of at least 30 State working days has been given to all Commission members and notice has been provided pursuant to the OPMA.

## **VIII. Severability**

The provisions hereof shall be deemed independent and severable, and the invalidity, partial invalidity or unenforceability of any one provision or portion shall not affect the validity or enforceability of any other provision or portion hereof.