

BY-LAWS OF THE RARITAN AND MILLSTONE RIVERS
FLOOD CONTROL COMMISSION

Presented Feb 22, 2012
Adopted March 28, 2012

ARTICLE I
NAME

The name of this organization shall be the Raritan and Millstone Rivers Flood Control Commission, herein and hereafter referred to as The Commission.

ARTICLE II
PURPOSE

The purpose of the Commission shall be to foster the design, construction and long-term mitigation for the effective flood control measures for the prevention and alleviation of flooding within the basins of the Raritan and Millstone Rivers, State of New Jersey through actions in the following priority areas:

Section 1 Communication:

Maintain a system for the collection of information on history of flooding in the basins. A program for promoting the necessity for effective flood control measures shall be developed and include both the written and verbal form.

Section 2 Legislation:

The Commission shall promote, review and comment on legislation affecting the basins and flooding issues in general.

Section 3 Policy:

The Commission shall encourage and assist the appropriate public, private, federal, state and local agencies to develop in all areas affecting flooding including, but not limited to the following: standards, program, funding and organization.

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ARTICLE III
MEMBERSHIP

Section 1

Membership shall be open to all Counties and Municipalities that lie within the Raritan and Millstone Rivers basins and are affected by flooding within the basins. There will be 2 primary voting members and 2 alternate members per Municipality (unit).

Section 2

Currently the Commission consists of Somerset County and the Municipalities of Manville, Bridgewater, Franklin, Hillsborough, Millstone, Montgomery, Rocky Hill, Somerville and South Bound Brook.

Section 3

Additional Municipalities that lie within the basins may request or be invited to participate in the Commission by a vote of the Commissioners.

Section 4

Each Member County and Municipality reserves the right to withdraw from the Commission provided, however, that at least 90 days' notice of such intention is given to the Commission. Such withdrawal, after the adoption of the Commission budget for a given year, shall not abrogate the responsibility of the Municipality or County to meet its obligation under the budget for such year. The Budget will be introduced at the December meeting to the Commission and adopted at the January reorganization meeting. This will allow a municipality to send its letter of withdrawal from the commission before the Annual meeting in January.

Section 5

Apportionments shall be assessed to member Municipalities and Counties.

Section 6

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Each member unit (Municipality or County) in good standing shall have one vote. The Commissioner, Alternate and Legislative Liaison shall attend meetings and shall have the voting privilege for their unit in that order. There will be one designated primary commissioner per Municipality will be designated as the single vote for its unit. For ties the county vote will break the tie.

ARTICLE IV
OFFICES

Section 1 Office:

The mailing address of the Commission shall be:

The Raritan and Millstone Rivers Flood Control Commission
P.O. BOX 8736
Somerville, NJ 08876

ARTICLE V
MEETINGS

Section 1

Regular Commission meetings shall be held the 4th Wednesday of the month at 7:00pm. Regular Meeting Dates are subject to change, when necessary, at the discretion of the Executive Committee.

Section 2

Executive Committee meetings shall be held as deemed necessary by the Officers or by request of a Committee through its Chairman.

Section 3

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The Chairman as deemed necessary shall call special meetings at a time and place of his/her designation.

Section 4

The Annual Meeting of the Commission shall be held in January
The Commission's year shall run from January 1st through December 31st.

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Section 5

A quorum shall consist of at least 50% of the member units in good standing.

ARTICLE VI
OFFICERS

Section 1 Election

At its initial meeting and then at its December meeting of members thereafter, the Commission shall elect a Chairman, Vice Chairman, Treasurer, and Chairman of the Legislative Committee. With the exception of the Chairman, elected Officers need not be appointed members of the Commission.

Section 2 Executive Committee:

There shall be an executive committee comprised of the Elected Officers of the Commission.

Section 3 Duties and Authority of the Chairman:

The Chairman shall be the chief executive officer of the Commission. Subject only to the authority of the Commissioners, he/she shall have general charge and supervision over, and responsibility for, the business and affairs of the Commission. Unless otherwise directed by the Commission.

All other officers shall be subject to the authority and supervision of the Chairman. The Chairman may enter into and execute in the name of the Commission contracts or other instruments that are authorized, either generally or specifically, by the membership of the Commission. He/she shall have the general powers and duties of management usually vested in the office of President of a corporation. The Chairman shall preside at all executive committee and general

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meetings, and shall enforce the provisions of the ByLaws of the Commission. He/she shall decide all questions of order; appoint committees as needed or specified in the By-laws and perform such duties customarily pertaining to the office.

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Section 4 Duties and Authority of the Vice Chairman:

The Vice Chairman shall perform such duties and have such authority as from time to time may be delegated to him by the Chairman, or by the Commissioners. In the absence of the Chairman, the Vice Chairman shall perform the duties of the Chairman. In the event of the death of the Chairman, inability, removal or refusal to act, the Vice Chairman shall assume the duties of Chairman, and be vested with the authority of the Chairman, until such time as the Commission elects a qualified replacement.

Section 5 Duties and Authority of the Treasurer:

The Treasurer shall receive all money and disburse same with the approval of the Commission, shall keep the books and accounts of the Commission current and in good order, and shall render appropriate reports, including an annual report, and a bill list at meetings for approval for payment by the Commission. He/she shall submit an initial proposed budget, as agreed upon by the Treasurer and the finance Committee, to the Executive Committee, for presentation in May 2012 and adoption at the June 2012 meeting. Thereafter, he/she shall submit a proposed budget, as agreed upon by the Treasurer and the Finance Committee, to the Executive Committee, for presentation in December and adoption at the Annual Meeting in January.

The Treasurer shall perform such other duties and possess such other powers as are incident to that office or as shall be assigned by the Chairman or Vice Chairman.

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Section 6 Duties and Authority of the Secretary:

The Secretary(s) shall be a Contractor(s) to the Commission, to conduct the general correspondence of the Commission, and shall keep a correct classified list of the names, addresses, e-mail and telephone numbers of all members. The Secretary(s) shall also keep accurate minutes of all meetings of the Commission, and furnish notice to all members of the meetings. The Secretary(s) shall perform such other duties and possess such other powers as are incident to that office or as assigned by the Chairman or Vice Chairman.

The Secretary will be voted on by the commission and appointed at the Annual Meeting in January. A set stipend per year will be added to the yearly budget to pay for the Secretary.

Section 7 Removal and Resignation of Officers:

The Commission for cause may remove:

- A. Any Officer elected by the Commission. The removal of an Officer shall be without prejudice to his contract rights if any. Election of an Officer shall not of itself create contract rights.
- B. An Officer may resign by written notice to the Commission. The resignation shall be effective upon receipt thereof by the Commission or at such subsequent time as shall be specified in the notice of resignation.
- C. Any vacancy occurring among the Officers, during their term, however caused, shall be filled by election of a replacement, who shall be proposed by the Nominating Committee, to serve the balance of the term in accordance with these By-Laws.

ARTICLE VII
COMMITTEES

Section 1

The Chairman shall be responsible for the establishment of Committees for all activities.

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A. Standing Committees:

The Chairman shall appoint Standing Committees, including the Legislative, Nominating and Finance Committees, and their Chairmen with the exception of the Legislative Committee Chairman who shall be elected by the Membership at its Annual Meeting

1. Legislative Committee:

This Committee shall have the responsibility of collecting, reviewing and promoting legislation, which would have an effect on the Commission, its members or its duties and/or obligations.

They will also act as liaison with all Elected Legislative Representatives at the National, State, County and Local Level for support in our endeavors, to recommend Budget, Legislative and program changes which will promote the safety of the residents and properties of the Green Brook Sub basin.

2. Nominating Committee:

The Nominating Committee shall be appointed by the Chairman at the November meeting, and present a slate of Officers for election at the December meeting to assume office at the January meeting.

The Nominating Committee may place in nomination for office any Commission member in good standing. A simple majority of those eligible members voting will determine the outcome of the election.

The Nominating Committee shall be responsible for proposing nominees to fill vacancies as they occur until the next general election.

3. Finance Committee:

The Committee shall, in cooperation with the Treasurer, prepare an annual budget to be presented to the Executive Committee for their review and presentation to the Commission. The Committee will review the monthly bill list to be presented to the Commission for approval. The Committee will be responsible for preparing all Requests for Proposals (RFP' s) for professional and/or contractual services to the Commission.

B. Special Committees:

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The Chairman shall appoint such special Committees and their Chairmen as is deemed necessary.

Section 2

Each Committee Chairman shall make a report to the Chairman at the conclusion of each activity.

ARTICLE VIII
AMENDMENTS TO AND EFFECT OF BY-LAWS

Section 1 Force and Effect of the By-Laws:

These By-Laws are subject to the provisions of the Legislative Authority of the Commission as provided in Chapter 316, Assembly No. 1310, supplementing Title 40 of the Revised Statutes and dated September 14, 1971, and as amended.

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If any provision in these By-Laws is inconsistent with a provision as stated in the above Legislation, the provisions of that Legislation shall govern.

Section 2 Amendments to the By-Laws:

These By-Laws may be amended or repealed after a motion made, seconded and approved by a majority of the members at a regular meeting of the Commission is presented.

At the next regularly scheduled meeting, by a two-thirds (2/3) vote in favor of the motion by members, in good standing present, said Amendment(s) shall take effect.

Written notice and text of the proposed Amendment(s) or Repeal, as proposed, shall be supplied to each active member of the Commission, by U.S. Mail or by E-mail, at least ten (10) days in advance of said meeting.

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ARTICLE IX PARLIAMENTARY
AUTHORITY

Roberts Rules of Order shall guide the parliamentary procedure of this Commission, current revised edition.

ARTICLE X
DUES

Dues, as presented in the Annual Budget, upon adoption of said budget, by the membership shall be invoiced and payable immediately. A Member Unit of the Commission that is in arrears of dues Payments in excess of One Year, from date of dues notification shall have its voting privileges suspended.