

Taunton River Stewardship Council

Bylaws

(as amended 3/13/2014)

Purpose

The Taunton River Stewardship Council (TRSC) was formed by H.R.146 The Omnibus Land Management Act of 2009 and formally signed into law by President Barack Obama on March 30, 2009. The purpose of the Taunton River Stewardship Council (TRSC) is to promote the long-term protection of the river by 1) bringing together on a regular basis various parties responsible for river management; 2) facilitating agreements and coordination among them; 3) providing a focus and a forum for all river interests to discuss and make recommendations regarding issues of concern; and 4) coordinating implementation of the Taunton River Stewardship Plan. The Taunton River Stewardship Council will be the principle entity devoted to the implementation of the Taunton River Stewardship Plan, and will establish priorities, work plans, action plans, and similar strategies to advance implementation of the Plan.

The TRSC will work to complement and support the roles and activities of partners working in the Taunton River Watershed. It will not have a regulatory role, but will act on an advisory basis to existing entities that have management or regulatory authority on the Taunton River, including the individual member entities of the TRSC.

The TRSC shall conduct a thorough review of the Taunton River Stewardship plan at least every five (5) years. If and when the TRSC determines that meaningful annual action plans cannot be developed consistent with the parameters of the existing Taunton River Stewardship Plan, the TRSC should undertake a formal, public revision.

Membership

The membership shall consist of at least two representatives appointed by the Board of Selectmen of each member town and the City Council of each member city and by the Governor of the Commonwealth of Massachusetts, Executive Secretary, or by the Executive Director, Directors or Commissioner of each member organization. Each member entity should designate one primary delegate and one or more secondary delegate(s). Only one vote is allowed per member entity, municipality or organization during formal votes.

Officers

At the **second** meeting of each calendar year the Council shall elect from its community delegates a chairman and vice-chairman, who shall serve for a term of one year,

commencing immediately after the election. Other officer positions, such as treasurer or secretary, may be added by a majority vote of the membership.

Meeting Procedures

Meeting Frequency

The Taunton River Stewardship Council (TRSC) shall meet monthly or bi-monthly as determined by the membership. All meetings shall be open to the public.

The person serving as the chair shall follow procedures reasonably designed to facilitate orderly conduct of business and fair opportunity for discussion of matters at issue.

Special meetings of the council may be called by the chair provided at least four (4) days notice of time, place, and business of said meeting is electronically mailed to each delegate.

Subcommittees may be formed by the chair for specific tasks, or by vote of the TRSC. All subcommittees shall be chaired by a member delegate and report and make recommendations to the full Council.

In the event that an issue of a confidential nature comes before the TRSC, the decision to call an Executive Session may be invoked. Specific purpose of an Executive Session may include, but are not limited to, personnel matters, land negotiations, and legal issues. In order for an Executive Session to be called a 2/3 majority of member entities (provided a quorum has been obtained) is required, all non-council attendees present shall leave the meeting, unless specifically requested to remain by the TRSC. The proceedings of an Executive Session shall comply with MGL Chapter 39, Section 23B.

Meeting Minutes and Records

The Taunton River Stewardship Council (TRSC) shall maintain accurate records of its meetings, setting forth the date, time, place, attendees, and the action taken at each meeting.

Meeting minutes will be taken by Taunton River Stewardship Council on a rotating basis.

Meeting Locations

The primary meeting locations shall be in one of the member communities, meetings may be held in other locations at the discretion of the TRSC membership.

Meeting Notices/Agendas

Meeting notices and agendas, and when possible minutes from the last meeting, shall be prepared in cooperation with the Taunton River Stewardship Council chair and sent electronically to all members and designees at least one week prior to the next meeting.

Decision Making Process

Votes

A meeting quorum shall constitute a simple majority of the total member entities of the Taunton River Stewardship Council. Most TRSC votes will require approval of a majority of member entities present, provided a quorum has been obtained. Votes concerning budget and/or expenditure approval over \$500.00 will require a 2/3 majority vote, provided a quorum has been obtained. Expenditures of \$500.00 or less may be approved by a majority of the operations sub-committee.

Conflict of Interest

Any potential conflict of interest on the part of any member of the Taunton River Stewardship Council shall be disclosed to the Council and made a matter of record when the interest involves a specific issue before the Council. If a member does not voluntarily disclose a conflict or is unsure whether a conflict exists, the disinterested members will determine by a 2/3 majority vote whether a conflict exists. If a conflict exists, the member delegate must abstain from voting on all matters relating to the conflict status. The minutes of the meeting shall reflect the disclosure of conflict, determination if a conflict exists, the abstention from voting, and the actual vote upon the issue itself. Every new member of the Council will be advised of this policy and upon joining the Council, and shall sign a statement acknowledging understanding and agreement to this policy.

Amendments

These Bylaws may be amended at any regular meeting by a 2/3 majority vote provided that such amendments have been provided to the Taunton River Stewardship Council at least two weeks prior to the scheduled meeting for inclusion on the agenda.