

**New York – New Jersey Harbor Estuary Program
Citizens Advisory Committee BY-LAWS**

ARTICLE I

Name, Authority, Location, Purpose, Functions

Section 1: Name

The name of this organization shall be the Citizens Advisory Committee (CAC). Its area of interest shall be the regional boundaries of the NY-NJ Harbor Estuary and Bight Restoration programs.

Section 2: Authority

The CAC is an official committee of the Management Committee first convened by the US Environmental Protection Agency, Region II; NY State Department of Environmental Conservation; and NJ Department of Environmental Protection for the NY-NJ Harbor Estuary and Bight Restoration Programs.

Section 3: Location

The principal mailing address of the CAC shall be c/o New York-New Jersey Harbor Estuary Program Office, USEPA, 290 Broadway, 24th Floor, New York, NY, 10007, attention of the Outreach Coordinator.

Section 4: Purpose and Functions

The purpose of the CAC shall be to:

- Provide guidance and advice to the Management Committee on Program decisionmaking on behalf of the diverse stakeholders in the NY-NJ Harbor Estuary and NY Bight,
- Promote public awareness and understanding of the Program's issues, goals, and recommendations,
- Assist the Management Committee in developing and implementing the Comprehensive Conservation and Management Plan (CCMP) as required by Section 320 of the Water Quality Act of 1987.

Specifically, the CAC shall:

- Generate informational materials for use in communicating with the public
- Disseminate information about the HEP, interpret and communicate the goals and strategies of the CCMP to the public and to interest groups, and advise the HEP Management Committee of reaction and comments,
- Provide input to the HEP Management Committee in translating the goals of the CCMP into enforceable standards/limits with specific timeframes for implementation, and in defining environmental indicators to help monitor progress in implementing the CCMP,
- Track and monitor local, state, and federal actions to assess their contribution in achieving the goals set forth in the CCMP,

- Advise the HEP Management Committee in the production of an annual report, and review the annual work plan and budget,
- Act as a networking forum for member organizations and promote increased communication between members,
- Identify opportunities and mechanisms to involve the public in implementing the CCMP, and educate the public about what individuals, businesses, and organizations can do to help implement the CCMP,
- Communicate with decision makers and other implementing authorities about implementation needs for the CCMP, and assist the Management Committee in shaping implementation priorities,
- Act as advocates for adequate funding for the implementation of the CCMP.

ARTICLE II

Membership and Officers

Section 1: CAC Composition

Membership and all meetings shall be open to all interested parties in the region that use or have concerns about the NY-NJ Harbor Estuary and NY Bight. Special efforts shall be made to attract members for a wide constituency, including, but not limited to: environmental, conservation, and watershed organizations; business, commerce and professional associations; recreation, open space and fishing interests; regional and local governments; educators and academicians; and government agencies (state and federal government agencies shall be non-voting members and shall not be counted towards a quorum).

The goal shall be to recruit a fair distribution of members from New York and New Jersey, and to achieve a distribution from among the membership categories defined in paragraph one of this section.

Section 2: Criteria for Membership

Each member shall:

- Be potentially affected by the management recommendations contained in the CCMP,
- Be willing to assume the responsibility for communicating with a major user or interest group, become conversant with HEP documents and informational materials, and attend regular meetings,
- Have some knowledge and interest in the NY-NJ Harbor Estuary and NY Bight water quality and resource management issues.

Section 3: Terms of Appointment

The terms of appointment of the members shall not be limited. A member may be subject to removal for failure to comply with the Bylaws or Code of Conduct, as determined by the Executive Subcommittee.

Section 4: Method of Appointment

The process for appointing members to the CAC shall be as follows:

- Nominations for new members shall be solicited among current members, the HEP Management Committee and the HEP Office staff, and by open invitation for nominations from the general public.
- The Executive Subcommittee shall review all nominations received for consistency with the provisions of this article concerning CAC membership and composition.
- The Executive Subcommittee shall submit a list of proposed members to the CAC for review and approval.
- The CAC shall forward the final membership list to the Management Committee, for the record, and shall provide a membership update to the Management Committee at least annually.
- The membership list shall specify whether each listed member is affiliated with an organization, or an unaffiliated individual
- The membership list, or an accompanying voting rights list, shall establish the total number of votes among all members, and conditions affecting an individual's voting rights (e.g. only one vote per member organization, no matter how many representatives of that organization are present)

Section 5: Compensation

All members shall serve without compensation.

Section 6: Officers

Officers of the CAC shall be elected by the members. The officers shall be two Chairs, one from New York and the other from New Jersey. The terms of office shall be for two years, with co-chairs from each state being elected on alternate years (New York co-chairs on even years and New Jersey co-chairs on odd years). No individual shall serve more than two consecutive terms, or a maximum of four years.

Election of officers shall be held during the first CAC meeting of the new year. Notice of the election process shall be circulated at least 30 days in advance of the election.

Officers shall be elected by a majority vote of the CAC members present (including those voting electronically) provided that a quorum is present.

Section 7: Responsibilities of Chairs

The Chairs will be responsible for:

- Appointing an additional representative to the Management Committee, one from New York and the other from New Jersey,
- Representing the CAC at the HEP Management Committee meetings,
- Communicating recommendations and concerns of the CAC to the HEP Management and Policy Committees and vice versa,
- Defining agendas for CAC meetings, with assistance from HEP Office staff,
- Chairing CAC meetings,

- Ensuring that all views on an issue are accurately recorded and reported,
- Providing for communication and transparency in the HEP process.

ARTICLE III

Meetings

Section 1: Meetings

Meetings of the CAC shall be held at least four times a year. Meetings of the CAC shall alternate between New York and New Jersey, and shall be open to the public. Meeting dates shall be set by the co-chairs and shall take into account the schedule of the HEP Management Committee. Agendas shall be circulated at least two weeks in advance of the meeting, together with the meeting notice and minutes of the last meeting.

Section 2: Agenda Items

Matters may be placed on the agenda for consideration at meetings of the CAC by any of the following:

- A CAC Chair
- A member of the CAC
- A member of the HEP Management Committee
- HEP Office staff

Section 3: Parliamentary Procedure

Robert's Rules of Order, Revised, shall be the parliamentary authority for the conduct of CAC meetings.

Section 4: Attendance

If any member of the CAC or his/her designated alternate fails to attend half or more CAC meetings per year without sufficient explanation, the Chairs may recommend removal and replacement of that member.

Section 5: Voting Rights

All CAC members shall have voting rights except those representing state and federal government agencies, as noted in Article II Section 1. One third of the voting members shall constitute a quorum. Each organization or individual members not affiliated with an organization shall have one vote.

A list of qualified voters (individual or organization) shall be maintained by CAC, with a copy provided to the Management Committee along with the membership list. This voter list shall be used for determining quorums, and in counting votes in all parliamentary procedures (e.g. election of officers, authorizing formation of a subcommittee, passage or rejection of resolutions, adoption of positions as per HEP-CAC Code of Conduct, etc.)

Section 6: Alternates and Voting by Proxy

Whenever a CAC member cannot attend a meeting, he/she shall send his/her designated alternate. Alternates shall be recognized as constituting the voting members in attendance and shall be counted in determining a quorum. CAC members may vote by proxy, including through electronic mail. Votes by proxy shall be counted in determining a quorum.

ARTICLE IV Subcommittees

Section 1: Subcommittees

The following shall be established as standing subcommittees to address regular business of the CAC:

- Executive Subcommittee, composed of the Chairs, a New York and New Jersey representative appointed by the co-chairs, and chairs of the CAC subcommittees.

As deemed appropriate, the CAC may designate additional subcommittees to address concerns and present full recommendations to the full committee. A subcommittee may be proposed by a Chair, any CAC member or the HEP Office staff, and established by a majority vote of the members present (or those participating/voting electronically) provided that a quorum is present.

All CAC subcommittees shall report to the CAC about current activities on a regular basis.

ARTICLE V Staff

Section 1: Staff Support

Staff support for the CAC shall be provided by the EPA HEP Office.

Section 2: Staff Responsibilities

The staff shall be responsible for assisting the co-chairs with the minutes of all CAC meetings, shall transmit notices and agendas to the membership and shall transmit a copy of the minutes of each CAC meeting to each member prior to the next meeting.

ARTICLE VI CAC Positions

Section 1: Adopting Official CAC Positions

Official positions of the CAC on any issue or topic shall be adopted by resolution. Resolutions shall be adopted by a majority vote of the CAC members present (or voting electronically) provided that a quorum is present. A record of any resolutions adopted by the CAC shall be kept in the HEP Office and on the Web site.

Section 2: Representing CAC Positions in Public Forums

In the event that an individual CAC member wishes to represent the views or position of the CAC in a public forum, they must follow the Code of Conduct attached as Appendix A, and notify the CAC Co-Chairs and HEP Director in advance of the scheduled event.

ARTICLE VII

Bylaws and Amendments

Section 1: Initiation

These Bylaws and any amendments thereto shall be effective immediately upon adoption.

Section 2: Amendments

Proposed amendments to the Bylaws shall be provided to the members at least 30 days prior to the meeting at which they will be acted upon. Changes can also be proposed and approved at any meeting, provided that a quorum is present. Any amendments to these Bylaws must be approved by a two-thirds majority vote of the members. Members who expect to be absent from the meeting at which the Bylaws will be acted upon may provide a written document, including, but not limited to, electronic mail, registering their vote on the proposed amendment to the Bylaws. Such vote must be received at least 48 hours before the meeting where the amendments are scheduled to be acted on.

APPENDIX A

HEP CAC CODE OF CONDUCT

The members of the Citizen Advisory Committee are encouraged to provide information to the public and seek public input on the activities of the Citizen Advisory Committee and the implementation of the HEP CCMP. In doing so, the following code of conduct will be followed by members of the CAC:

- Each member will utilize CAC and HEP Management Committee material in their communications with the public;
- Each member will only state adopted positions of the CAC (adopted positions are made by resolution);
- Each member will promote implementation of the CCMP;
- Each member will seek support and suggestions from the public and report them back to the CAC;
- Each member will clearly state that they are representing themselves when an issue not addressed in an official positions of the CAC or clearly addressed in the CCMP is raised, or where individual opinion may differ from adopted positions of the CAC;
- All CAC members are expected to utilize common sense and courtesy when following these guidelines.