

Lower Delaware National Wild and Scenic River Management Council

BYLAWS

Date of Final Adoption:

April 14, 2016

I. BACKGROUND

The Lower Delaware River was studied and segments of the river and three of its tributaries—Tohickon, Tincum, and Paunacussing creeks--were designated into the National Wild and Scenic Rivers System in 2000. The mainstem Lower Delaware and the three tributaries were designated based on their outstandingly remarkable cultural, historic, recreational, geologic, scenic, and natural resource values.

These designated Wild and Scenic segments of the Lower Delaware River subsequently became a cooperatively-managed area administered through the National Park Service. This area is referred to as LODE by the NPS. Portions of thirty-four municipalities are located within the designated Wild & Scenic segments of the Lower Delaware River as defined by Public Law 106-418:

New Hope* and Riegelsville Boroughs, Bedminster*, Bridgeton*, Durham, Nockamixon*, Plumstead*, Solebury*, Springfield, Tincum*, and Upper Makefield* Townships, Bucks County, PA;
Easton City, Portland Borough, Forks*, Lower Mount Bethel*, Upper Mount Bethel, and Williams Townships in Northampton County, PA;
City of Lambertville, Frenchtown, Milford, and Stockton Boroughs, Alexandria*, Delaware*, Holland*, Kingwood*, and West Amwell* Townships, Hunterdon County, NJ;
Hopewell* Township in Mercer County, NJ
Belvidere and Phillipsburg Towns, Harmony*, Knowlton, Lopatcong*, Pohatcong, and White Townships, Warren County, NJ;

The economic and cultural vitality of the above municipalities are supported by their relationship to the Lower Delaware River and its tributaries, and the health of the Lower Delaware River and its tributaries is dependent on the economic, cultural and environmental policies of the surrounding municipalities. Therefore, the focus of the above municipalities is the protection of the Lower Delaware River's resources through implementation of the Lower Delaware Wild & Scenic River Management Plan, completed in 1997, and more detailed Action Plan, completed in 2007.

The original Lower Delaware Wild & Scenic River Management Committee established in 1992 successfully completed the Lower Delaware Wild & Scenic River Management Plan. The Management Committee was comprised of representatives from each of the twenty-one municipalities (* as noted above), five counties, the State of New Jersey,

Commonwealth of Pennsylvania, and a variety of other interested public and private organizations from the community (hereinafter referred to as "stakeholders").

It is necessary to continue this formal organization to monitor implementation of the River Management Plan and assist the stakeholders, individually and collectively, in dealing with matters concerning the Lower Delaware River and its watershed.

It is therefore agreed that the stakeholders establish the "Lower Delaware National Wild and Scenic Management Council" (herein referred to as "Management Council") to provide on-going monitoring, coordination, and assistance to each other and to cooperate with the National Park Service in implementing the River Management Plan and in addressing issues in accordance with the organizational structure and procedures set forth herein.

II. MISSION

The mission of the Management Council is to foster coordination and to promote and support the long-term preservation, protection, restoration, and enhancement of natural, recreational, scenic, and cultural resources of the Lower Delaware River watershed. The Management Council and its members are responsible for implementation of the *Lower Delaware River Management Plan* dated August 1997 (herein referenced as "Plan") and supplemented by the *Lower Delaware Management Committee Action Plan* 2007-2011.

III. AUTHORITY

The Management Council will be strictly deliberative and advisory in nature and will have no regulatory or land acquisition authority. The Management Council may provide advice to agencies and institutions with management or regulatory authority, but it will not have the power to necessitate or enjoin the actions or decisions of any of those entities.

IV. NAME

The name of the organization shall be the Lower Delaware National Wild and Scenic River Management Council, herein referred to as "Management Council".

V. PURPOSE & RESPONSIBILITIES

The purpose of the Management Council is to assist the stakeholders in effectively implementing the Lower Delaware River Management Plan with the National Park Service and to coordinate efforts among collaborative and competing interests in two states, always keeping in mind resource protection and an understanding that the Lower Delaware River is one river within one watershed. To accomplish this purpose, the Management Council shall, at a minimum, include the following responsibilities:

- A) Encourage and Direct Implementation of the River Management Plan
Management Council members will provide direction, coordination, and encouragement in the implementation of the Lower Delaware River Management

Plan and provide the River Management Plan to municipal officials in the Lower Delaware River corridor, NGOs, agencies, and the public.

Management Council members will assist municipalities, agencies, organizations, and the public in understanding the purpose, intent, and implications of the Plan within the context of the National Wild and Scenic River designation, and in understanding the actions and activities needed to implement the Plan. The Management Council will support efforts within the watershed that are consistent with the Plan and address planning activities on a corridor-wide basis.

The Management Council will update the River Management Plan from time to time in cooperation with the National Park Service and other stakeholders as required and recommend these revisions and related regulatory measures for adoption by municipalities in the Lower Delaware River designated corridor.

B) Monitor and Address Watershed Related Issues

The Management Council may monitor watershed activities and proposals that might affect Lower Delaware River resource conditions, including water quality and quantity, and may comment as necessary to the appropriate authorities. Apart from Section 7(a) review responsibilities that pertain solely to the National Park Service, at the Management Council's discretion, it may review and comment on projects as requested by the public or by a local, county, state or federal official.

The Management Council may support, deliberate, and confer with the two states, five counties and 22 municipalities in the watershed on water quality, water quantity, and watershed management issues. The Management Council may avail itself of existing data from on-going water quality, water quantity and watershed monitoring programs, including those of the Delaware River Basin Commission, that document the ecological and hydrological condition of the Lower Delaware River and its tributaries.

C) Collaborate for Watershed Outreach and Education

The Management Council may serve as a public forum for discussion of river issues, help raise awareness of corridor-wide concerns, support public education to improve understanding of watershed management and Lower Delaware resources, and stimulate action by the public and appropriate authorities to protect river resources. The Management Council may initiate its own educational or outreach programs as resources permit.

D) Provide an Organizational Structure for Decision-making

The Steering Committee will be responsible for organizing and updating the Management Council structure as necessary, including recommendations for revisions or additions to governing documents.

VI. ORGANIZATION

A) Lower Delaware River Management Council Membership

The Management Council will seek members from the Commonwealth of Pennsylvania and the State of New Jersey. The Management Council will strive to maintain membership that is representative of, but not limited to, state, county, and local governments, citizens, citizen groups, non-profit organizations, and private interests. The Management Council will also seek membership representing technical expertise in such fields as cultural and/or historical resources, archaeology, geology, agriculture, water resources, wildlife biology, fisheries biology, watershed management, and/or recreation management. The Management Council is to share knowledge and support to its members regarding watershed issues and projects.

Dues will not be collected from membership.

1) Voting Membership

Each of the entities represented on the Memorandum of Understanding (MOU) and in the Lower Delaware's authorizing legislation implementing the designation of the Lower Delaware River shall have a voting membership position on the Management Council. The entities represented on the MOU and in the legislation include the two states (NJ Department of Environmental Protection, PA Department of Conservation and Natural Resources, Delaware & Raritan Canal Commission), the thirty-four municipalities (as listed in the Background section above), and the five counties of Bucks, Northampton, Warren, Hunterdon, and Mercer, as well as the Delaware River Basin Commission, Delaware River Greenway Partnership, Delaware & Lehigh National Heritage Corridor Commission, Heritage Conservancy, Tinicum Creek Watershed Association, and Paunacussing Watershed Association. Martins-Jacoby Watershed Association, Hunterdon Land Trust and Natural Lands Trust, and other participating NGOs may have a voting membership position on the Management Council, with the condition that these groups sign a Memorandum of Understanding (MOU) documenting their commitment to the purpose of the Management Council. Only one (1) vote may be cast for each voting membership position and no proxies are allowed. These entities shall have the right to appoint individuals to represent their interests and vote on their behalf at Management Council meetings. Each entity may appoint one (1) official member and a maximum of two (2) ranked alternate members, with the higher ranking of the two alternate members in attendance serving in the absence of the official member. All official and alternate members shall serve a term and be eligible for reappointment for a period set at the discretion of the entity they represent. Ideally, the terms of office

for voting members from different entities shall be staggered to avoid the potential of all of the Management Council members changing at the same time.

The voting membership informs Steering Committee decisions. The majority of all voting members present at a meeting, whether in person or by phone, will constitute a quorum.

Any Management Council member may resign by notifying the organization he/she represents and the Steering Committee in writing.

The Management Council may request that a Council member or a representative of a voting or non-voting member be terminated for good cause (as stated in a motion to request termination) and the request shall be approved by quorum vote of the Management Council. Notice of the motion to request termination shall be sent to the individual subject to termination and the voting or non-voting member municipality or organization he or she represents.

In the event that a vacancy is created as the result of a voting Management Council member not being able to fulfill his/her duties, the vacancy will be filled by the highest ranked alternate representative from that voting member.

2) Non-Voting Membership

It is also recognized that other groups such as non-designated municipalities; regional, state and federal agencies; and private organizations have involvement and interest in activities in the Lower Delaware River. These groups may participate in Management Council meetings and activities as non-voting members at large of the Management Council.

B) OFFICERS

The Officers of the Management Council shall be voting members and shall be:

- 1) Chair - The Chair shall preside at meetings of the Management Council and supervise the general conduct of Management Council meetings. The Chair shall also serve as spokesperson and contact point for the Management Council.
- 2) Vice Chair - The Vice Chair shall conduct meetings in the absence of the Chair, serve as an alternate contact point, and perform other duties as requested by the Chair.
- 3) Secretary - The Secretary shall see that all Management Council proceedings and documents are properly signed, recorded, and stored. The Secretary shall record and keep minutes of meetings and distribute them to all Management

Council members. The Secretary may work with an NGO designated to manage the Council mailing list. The responsibilities of the Secretary may be combined with the Chair or Vice Chair.

- 4) Treasurer – Should the Management Council accrue funding at some future date, a Treasurer may be elected to oversee the conduct of all financial matters of the Management Council in conjunction with the lead coordinating NGO, if one should be identified for that role. The Treasurer shall keep a written record of the budget and financial reports.

The Chair and Vice Chair positions shall be filled with one representative from New Jersey and one from Pennsylvania from among the Management Council. The Chair position will alternate between Pennsylvania and New Jersey representatives, as will the Vice Chair.

The Officers shall be nominated by the Management Council membership and elected by majority vote of the Management Council. An individual may hold more than one office, with the exception that no one may hold both offices of Chair and Vice Chair. If a vacancy is created in association with an Officer position, the Council will nominate and elect a new Officer by majority vote at its next regular meeting.

The Officers and voting members shall disclose any conflict of interest to serve on the Steering Committee (see Conflict of Interest section). Additional terms may be approved, or terms amended, at the Management Council's discretion. The terms shall alternate to ensure that the Chair and Co-Chair are not up for replacement or re-election during the same year. Officers will be encouraged to serve on a standing committee for up to one term (three years) upon completion of their tenures as Officers of the Management Council. Additionally, all efforts will be made to select Officers who shall have served on the Steering Committee or other standing committee in advance of being nominated as Officers.

C) STEERING COMMITTEE

The Management Council's Steering Committee shall be comprised of the Officers and a maximum of five additional voting members. The Steering Committee will meet on an as needed basis. The Steering Committee shall help oversee and organize the activities of the Management Council and make recommendations to the Management Council.

The majority of the Steering Committee members will constitute a quorum. The Steering Committee may call for votes of the full Management Council voting membership to inform decisions or to seek direction, however decisions adopted by quorum of the Steering Committee are final.

The Steering Committee members must be active in the Management Council through quality participation. Quality participation includes: regular and consistent coordination with and participation in standing committees, responsibility for timely reporting of Steering Committee and Management Council activities, active interest in project initiation and completion, competency, and commitment to high quality and timely decision making.

The Steering Committee members will serve terms up to (3) three years in length and may serve a maximum of (3) three consecutive terms or (9) nine years, whichever is greater. Former Steering Committee members may be re-elected to the Steering Committee after a (1) one year period.

The Chair and/or Vice Chair will review the bylaws as well as all duties and expectations of the Steering Committee with newly elected members. While the Steering Committee meets on an ad hoc basis, Steering Committee members are expected to attend at least 50% of meetings. If a Committee member is unable to attend a meeting, timely notice should be given via phone or email to the Officers.

Resignation of a voting member the Management Council Chair, Vice Chair, or other member of the Steering Committee should be given in writing (e-mail is acceptable) to the Steering Committee. Effort should be made by the Steering Committee member to find a suitable nominee(s) for replacement. Notice of resignation should be provided at least two months in advance, if possible, before taking effect, thereby allowing an appropriate and timely transition to new leadership.

D) STAFF

Paid staff to support Plan implementation, as well as organizational needs of the Management Council and/or the Steering Committee, may be hired by a charitable, non-governmental organization (NGO), or a different entity, as resources allow. An NGO that is supporting a paid staff position to advance these activities may be designated as the host organization. A paid staff member may serve on the Steering Committee as the representative of the host organization. The host organization and any paid staff will work to support the Management Council and the Steering Committee and may be responsible for maintaining and updating the Lower Delaware web site (lowerdelawarewildandscenic.org), as well as the email and mailing list, in addition to coordinating meetings and other functions. In the absence of a dedicated paid staff position, an NGO serving on the Management Council may be designated by the Steering Committee to undertake tasks needed such as managing communications and organizing meetings.

E) OTHER COMMITTEES

The Steering Committee may create Committees as standing committees, as needed, to support Plan implementation and undertake special activities. Management Council members will be encouraged to participate in the standing committees and should offer technical, cultural, or special interest knowledge of the watershed, and support the mission in a non-partisan manner.

Committees may initiate studies, complete investigations, prepare reports and drafts for the Management Council. Committees will interact with other interested groups, as appropriate, to accomplish their objectives. All committee members as well as a Committee Chair will be nominated by the Management Council and appointed by the Steering Committee. The Chair of each Committee will report to the Management Council at regular meetings and to the Chair of the Management Council as pertinent information arises.

Persons who are not members of the Management Council can be designated as ex-officio members of Committees.

VII. PROCEDURES

A) Meetings

- 1) One regular annual Management Council meeting will be held to elect officers. Additional Management Council meetings will be held as needed at the Steering Committee's discretion and announced at least thirty (30) days in advance.
- 2) It is the responsibility of the Management Council Secretary to provide agendas and ensure minutes are recorded at all meetings. The materials for the Management Council meetings will be furnished by the Management Council Secretary to the Steering Committee two weeks before the scheduled meeting for review and distribution. Draft minutes will be distributed to the Steering Committee within the two weeks following a meeting for review.
- 3) The regular meetings will be open to the public with time designated for public comment. Notice of meetings of the Management Council shall be provided through the Lower Delaware web site and local papers in accordance with the New Jersey Open Public Meetings Act and other relevant statutes.
- 4) In cases where a majority vote cannot be reached, the Management Council Chair will make the final decision.
- 5) Committees may meet at the Chair's discretion. Each Committee Chair is responsible for ensuring a record of the meeting is kept and that committee meeting minutes are shared with the Management Council Secretary within two weeks of the meeting to provide to the Management Council for review.

VIII. CONFLICT OF INTEREST

Management Council members must exercise the utmost good faith in all transactions involved in their duties, and they shall not use their positions with Management Council or knowledge gained therefrom for their personal benefit. The interests of the Lower Delaware National Wild and Scenic River must have first priority in all decisions and actions.

Any voting member of the Management Council who has a financial, personal, or official interest in, or conflict (or appearance of a conflict) with any matter pending before the Management Council, of such nature that it prevents or may prevent that member from acting on the matter in an impartial manner, will voluntarily disclose the conflict to the Steering Committee.

IX. BUDGET/FUNDING/COMPENSATION

The National Park Service (NPS) funding is primary support for operations and initiatives of the Lower Delaware National Wild & Scenic River. The NPS enters into Cooperative Agreements with NGO and government partners to implement the priorities in the River Management Plan. The Management Council may advise the National Park Service on its budget allocations for implementation of the Plan as related to its cooperative agreements with other entities.

The Management Council, including the Steering Committee, may seek funding from a variety of sources—members, foundations, etc.—in order to assist its members in successfully accomplishing Plan implementation activities. If deemed appropriate, support letters should be provided to partners for grant applications to implement the Plan, and programs and operations related to the Lower Delaware National Wild and Scenic River.

The Management Council may authorize a 501.c.3 entity to serve as a fiscal agent responsible for overseeing and expending any funds received to conduct its activities. The fiscal agent shall be responsible for working with the Steering Committee in preparing an annual budget and related financial reports.

No Management Council member shall for reason of his/her appointment be entitled to receive any salary or compensation from Management Council, but nothing herein shall be construed to prevent any Management Council member from receiving any compensation for serving as a Management Council member from the stakeholder organization he/she represents.

X. NATIONAL PARK SERVICE ROLE

The National Park Service (NPS) will serve as the key federal representative providing technical assistance in the implementation of the Plan and the federal wild and scenic rivers designation. The agency's principal role will be to serve as coordinator and liaison to members of the Management Council and federal, state and local agency staff and officials as described in the Plan. As referenced in NPS Director's Order #46 (Wild & Scenic Rivers), NPS is responsible for overall concurrence and consistency of Wild & Scenic program

activities, and projects reviewable under Section 7(a) or 10(a), with Plan goals and the Wild & Scenic Rivers Act. Overall authority for the Wild & Scenic program budget resides with NPS acting for the Secretary of the Interior.

The NPS liaison is not a member of the Management Council and does not have a vote on the Council.

XI. STATE, COUNTY, AND LOCAL GOVERNMENT ROLE

State, county, and local governments, land conservancies, and other interested organizations may contribute staff time or other types of assistance to Wild & Scenic projects and the Management Council if they choose; however, no such involvement will be required of any state, county, or local government, land conservancy, or any other organization.

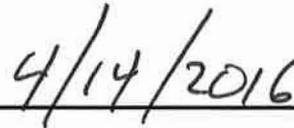
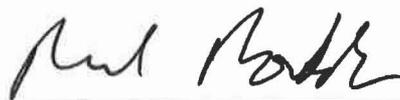
XII. AMENDMENT

These bylaws can be revised at any time by an affirmative vote of quorum of the Management Council voting members.

At least thirty (30) days prior to a vote for adoption of any amendments, the final proposed amendments must be distributed through email or at a regular meeting of the Management Council and the date of the vote on amendment must be announced.

XIII. ADOPTION

These bylaws supersede the bylaws from the 2nd day of December 2002. These bylaws are hereby accepted and adopted by a majority of the Management Council on the 14th day of April, 2016.



Chair, Lower Delaware River Management Council