

COMMISSION BYLAWS

ARTICLE I Name of Organization and Area Served

The name of this organization shall be the Rockingham Planning Commission.

The area served shall be New Hampshire Planning Region Six as delineated by Executive Order No. 82.7, June 16, 1982 and amendments thereto.

ARTICLE II Authorization and Purpose

Section 1. The Commission shall have and exercise the rights, powers and duties conferred by RSA 36, as amended. The purpose of the Commission is to guide, coordinate and promote the orderly long-range physical, social and economic development of the region in order to preserve and promote health, safety and general welfare of the citizens of the region.

Section 2. In carrying out its purpose and responsibilities, the Commission shall undertake research and information-gathering activities; prepare, adopt and maintain a comprehensive plan for the region; assist municipalities and counties in implementing regional plans and programs; coordinate functional plans and programs in dealing with State and Federal governments; encourage intergovernmental planning and coordination; linking local, State and Federal governments for effective action; and carry out a public information program to promote widespread public understanding, discussion and participation in regional issues and the solution of regional problems.

History (Adopted 12/30/99)

In 1972, Governor Preston, through Executive Order No. 15, combined the seventeen (17) regions in New Hampshire into six (6) Sub-State Planning Regions. Strafford Regional Planning Commission, (headquartered in Dover); Southern New Hampshire Regional Planning Commission, (headquartered in Exeter); and Southern Rockingham Regional Planning District, (headquartered in Salem) were merged into Sub-State Region Number 6 in order to eliminate duplication and confusion. This action took effect on July 1, 1972.

In March 1974, the town through town meeting vote and cities through action of the City Councils, voted to join the Strafford Regional Planning Commission, the Southern NH Planning Commission, the Southern Rockingham Planning District and the Strafford-Rockingham Regional Council (formed called Sub-State District Six). With this vote, municipalities gained dual membership in both SRPC and the Council, and their representative became members of both organizations.

Executive Order Number 82.7, dated June 16, 1982, merged two of the planning commissions and the regional council into the Rockingham Planning Commission, serving 27 of the 37 Rockingham County municipalities, with the third planning commission becoming an independent entity (the Strafford Regional Planning Commission) to serve a portion of Strafford County.

ARTICLE III Membership

A. MEMBERS

The members of the Commission shall consist of the municipalities of New Hampshire Planning Region Six as authorized by the regional planning provision of RSA 36, as amended and which have voted to join the Commission. *Members who elect to pay dues in accordance to the dues schedule established by the Commission shall be deemed “dues-paying members” and eligible to vote at Commission Board meetings and to receive agency services and benefits.*

Historical Note: The area includes planning regions 15 and 16 as delineated by the State of New Hampshire in 1969. Those planning regions formed the Southern Rockingham Regional Planning District Commission and the Southeastern New Hampshire Regional Planning Commission respectively. They were made a part of Sub-State District Six by Executive Order in 1972. Sub-State District Six entitled itself the separation of the original Region 17, which will again be called The Strafford Regional Planning Commission. The remainder of the municipalities in Sub-State District six, being municipalities of all regions 15 and 16, remain within the Strafford Rockingham Regional Council organization.

The Strafford Rockingham Regional Council, given the absence of the Strafford County municipalities, voted on May 20, 1982, to rename itself the Rockingham Planning Commission. Despite the changes of name and organizational structure, membership is deemed to be continuous from the date of the first municipal vote to join the Regional Planning Commission, most of which votes date from the late 1960s or early 1970s.

B. REPRESENTATIVES

Members shall be represented in accordance with the applicable provision of RSA 36, as amended.

ARTICLE IV Officers

Section 1. The officers who shall be elected from the voting representatives to the Commission shall consist of a Chairman, Vice-Chairman, Secretary and Treasurer.

Section 2. The Chairman shall preside at all meetings and hearings of the Commission and shall have the duties normally conferred by parliamentary usage of such officers. He¹ shall be an ex-officio member of all communities. He shall be Chairman of the Executive Committee.

Section 3. The Vice-Chairman shall act for the Chairman in his absence and shall succeed the Chairman.

¹ For purposes of these by-laws, the word “he” is used to indicate either gender.

Section 4. The Secretary shall cause to keep the formal minutes and records of the Commission and with the assistance of such staff as is available, shall prepare the agenda of regular and special meetings to the Commission representatives, arrange proper and legal notice of hearings, attend to correspondence of the Commission and such other duties as are normally carried out by a Secretary.

Section 5. The Treasurer shall have the authority to supervise the maintenance and keeping of records of all receipts and disbursements, which records shall be audited annually by a certified public accountant. A copy of the annual audit shall be furnished to each representative. The Commission shall designate signatories to sign checks and draw pon the accounts of the Commission.

Section 6. Removal of Officers: Any officer may be removed for cause from office by a two-thirds vote at a Commission meeting which may be called by petition of 30% of the representatives of the Commission. The cause(s) must be in writing and given 30 days in advance of the meeting at which a hearing shall be held.

ARTICLE V Election of Officers

Section 1. Nominating Committee: A nominating committee of five representatives including the Chair Ex-Officio, shall be appointed by the Executive Committee of the Commission at least 60 days in advance of the Commission's Annual Meeting.

Each representative of this Committee shall be from a different municipality. The nominating committee may select one or more candidates for each office. The report of the Committee shall be mailed to all voting Commission representatives no less than 30 days in advance of the annual meeting. Commission representatives are privileged to nominate and vote for any officers of the Commission whether or not he/she be nominated by the Nominating Committee.

Section 2. Officers shall be elected by a majority vote of the Commission at its annual meeting for a one-year term. In the event a vacancy occurs in any office during the term of office, the Executive Committee shall select a nominee for confirmation at the next full Commission meeting. Other nominations may be made at the meeting.

ARTICLE VI Quorum and Voting

Section 1. Representation from a majority of all dues paying member municipalities shall constitute a quorum for the transaction of business at any regular or special meeting. Vacancies shall not be counted in computing the majority. Proxy vote(s) shall be allowed. Mail or phone votes shall be allowed where agenda items have not been amended.

Section 2. Each representative shall have one vote.

Section 3. A designated alternate shall be eligible in accordance with the applicable provisions of RSA 36 to vote in the Commission representative's absence.

Section 4. In the event that essential Commission business cannot be transacted at a regular or special commission meeting due to the absence of a quorum, the Executive Committee shall have full authority to meet and act on said business. The Executive Committee shall not, however, have authority to elect officers or adopt the annual budget, or amend adopted policies.

ARTICLE VII Adoption of Bylaws

These bylaws become effective immediately upon adoption by two-thirds of the voting representatives present at a Commission meeting.

ARTICLE VIII Amendments

These bylaws may be amended by resolution of the voting representatives of the Commission at any regular or special meeting, provided that the following conditions have been met:

Upon authorization of the Executive Committee or upon the request of the majority of voting representatives, a proposed amendment shall be presented in writing to the Commission representatives at least thirty (30) days prior to the date of the Commission meeting at which they are to be discussed and voted on.

The bylaws shall be amended by an affirmative vote of at least two-thirds of the voting representatives present at the Commission meeting.

The date of approval must be included with any amendments to these bylaws.

ARTICLE IX Meetings

Unless otherwise specified by the Chairman of the Commission, meetings shall be at least every two months. There shall be an annual meeting held within the three months prior to the start of the fiscal year for the purpose of electing Commission officers and at-large members of the Executive Committee. Special meetings shall be held by call of the Chairman or by petition to the Secretary by seven Commissioners on seven days written notice and the purpose of the special meeting as stated in the notice will be the only subject on the agenda.

ARTICLE X Hearings

Section 1. In addition to those required by law, the Commission may hold public hearings when it decides that such hearings will be in the public interest.

Section 2. Except as required by law, notice of the time and place of such hearings, when on matters of widespread interest, shall be published in at least one newspaper of general circulation of each member in the territorial interest, other notice shall be given in such a manner as is deemed appropriate by the Commission.

ARTICLE XI Standing Committees (3/10)

The Commission shall maintain and as resources permit, provide staff support for the following standing committees: Executive Committee, Nominating Committee, Personnel Committee, Legislative Committee, Regional Master Plan Committee, Developments of Regional Impact Review Committee and the Transportation Technical Advisory Committee. Rules of Procedure governing the scope and function for Standing Committees are established herein.

A. GENERAL PROCEDURES

1. Authority. Standing Committees are subcommittees of the Rockingham Planning Commission, a political subdivision of the State of New Hampshire and are defined as public bodies under RSA 91-A 1-a VI (d). All Standing Committees are therefore subject to applicable provisions of RSA 91-A "Access to Governmental Records and Meetings".
2. Public Notice and Access. The following standards regarding public notice and access shall be in effect for all Standing Committees:
 - a. All Standing Committees meetings, shall be open to the public except as provided for in RSA 91-A:2. Meeting notice requirements shall be as specified hereunder in the Rules of Procedure for each committee.
 - b. Standing Committees shall deliberate on matters over which they have oversight only, in public meetings held in compliance with the provisions of RSA -1-A:2, II or III.
 - c. Standing Committees shall not meet in non-public session, except for one of the purposes set out in RSA 91-A:3, II.
 - d. Each Standing Committee shall keep and maintain minutes and other records of its activities in paper or electronic form at the RPC office in an accessible place.
 - e. Minutes of all Standing Committee meetings including names of members, persons attending or appearing before the Committee, a brief description of the subject matter discussed and record of decisions, shall be taken and made available in Draft form for public inspection not more than 5 business days after the meeting, except as provided in RSA 91-A.
3. Appointments and Vacancies
 - a. Members of the Executive Committee shall be appointed by the Commission.
 - b. Members of Standing Committees shall be appointed by the Executive Committee in accordance with the committee(s) rules of procedure and shall serve for a period of one year or until a successor is appointed, provided that the members of the TAC shall be appointed in accordance with the rules of procedure of the TAC as set forth herein.

- c. In the event a Standing Committee Member should resign or be unable to continue to serve, the Committee Chair shall promptly notify the Executive Committee so that the vacancy can be filled in a timely manner. In the event the Executive Director recommends the removal of a Standing Committee Member, such consideration shall be discussed in a non-public session of the Executive Committee, provided that before any such removal vote that member shall be offered the opportunity to meet with the Executive Committee to respond to the situation.
 - d. Vacant positions shall be filled by voted of the Executive Committee not less than 14 days following a solicitation of interest to the general membership.
4. Amendments. Amendments to Standing Committee Rules of Procedure shall be made in the same manner as other Bylaw Amendments as specified in Article VI, herein.

B. EXECUTIVE COMMITTEE

The Executive Committee shall consist of the officers of the Commission, including Chair, Vice-Chair, Secretary, Treasure and immediate Past-Chair, as well as eight at-large members, provided that not more than two members shall be from the same community.. A quorum shall consist of five (5) members. The members shall be elected annually. **(5/11/11)**

The Executive Committee shall be established as a Standing Committee and shall be responsible for acting for the Commission in the interim between regular meetings and shall be at the call of the Chair. Its authority shall be limited to that from time to time granted by the Commission and shall include carrying out the policies of the Commission, acting on personnel problems and changes, taking action on routine monthly financial statements and executing contracts. The Executive Committee shall report all its activities to the Commission at the next regular Commission meeting.

C. NOMINATING COMMITTEE

See Article V, Section I.

D. PERSONNEL COMMITTEE

A Personnel Committee shall be established as a Standing Committee and include the following members of the Commission: the Chair, Vice-Chairman and Immediate Past Chairman. If one or more of these members is unable or unwilling to serve, the Executive Committee shall appoint a representative to fill the position for the present term. The duties of the Committee shall be to conduct the annual review and salary recommendations of the Executive Director; to establish and maintain the Personnel policies of the Commission, and to serve as an appeals body for Personnel Policies of the Commission, and to serve as an appeals body for personnel matters that involve appeals by staff to a decision or action taken by the Executive Director.

E. REGIONAL MASTER PLAN COMMITTEE

The Master Plan Committee shall be established as a Standing Committee of the Commission responsible for overseeing the development and updating of the regional comprehensive master plan, as defined by RSA 369:47. The Committee shall consist of at least three members and be appointed by the Executive Committee. It shall report annually to the Commission.

F. DEVELOPMENTS OF REGIONAL IMPACT COMMITTEE

1. Establishment & Authority

The Development of Regional Impact Committee (DRIC) shall be established as a Standing Committee of the Rockingham Planning Commission to assist in carrying out the requirements of RSA 36:54-58 – Developments of Regional Impact. The DRIC shall act as an advisory committee to the Commission. The rules of procedure set forth hereunder are established to govern the scope and function of the DRIC under the Commission's authority in RSA 36:48 to establish such Bylaws.

2. Purpose and Responsibilities

The purposes of the DRIC are (1) to fulfill the Commission's responsibilities and obligations under the DRI Statute (RSA 36:54-58); (2) provide timely notice to potentially affected municipalities concerning Proposed Developments which are likely to have impacts beyond the boundaries of a single municipality; (3) provide opportunities for the Commission and the potentially affected municipalities to furnish timely input to the municipality having jurisdiction; and (4) to encourage the interests of neighboring municipalities and the region to be considered during deliberations and decision-making. Specific responsibilities include:

- a. As part of its general responsibilities the DRIC shall establish and publicize guidelines to assist local land use boards in its member communities for determining regional impact and participating in the regional DRI process. These guidelines shall be consistent with regional impact criteria specified in RSA 35:55 and developed in accordance with RSA 36:56, II. The guidelines shall be periodically reviewed and updated to account for changes in law and best practice.
- b. The DRIC's specific responsibilities with respect to a proposed development are further specified in Sections 6 & 7 and shall commence upon notification from a community that a development has been declared as having regional impact and that, therefore, the Commission has been granted abutter status in connection with a proposed development.

3. Members

- a. The DRI Committee shall consist of five (5) members and up to three (3) alternate members appointed by the Executive Committee. Membership on the DRI Committee shall run concurrently with a Member's Commission term.
- b. Vacant positions shall be filled by vote of the Executive Committee not less than 14 days following a solicitation of interest to the general membership.
- c. A member may participate in any discussion before the DRIC even if the Proposed Development is taking place within that Member's municipality. Members shall follow the standard for conflict of interest that guides land use board members as set forth in RSA 673:14.
- d. All RPC Commissioners shall be notified of DRIC meetings. Only appointed members or alternates designated to serve in a member's place, shall vote to determine the findings. Commissioners who are not members or alternates may participate in committee discussions if recognized by the Chair.

4. Organization

The DRIC shall elect a Chair and Vice-Chair from among its membership at the first meeting called in any given fiscal year. In the event the Chair is unavailable for a meeting of the DRIC, the Vice-Chair shall service as Chair. The Chair and Vice-Chair shall serve until the first DRIC meeting of the next fiscal year.

5. Meetings

Meetings shall be held at the call of the Chair after notification from a local land use board of an RPC municipality (i) that has received an application for a development which is deems likely to have impacts beyond that municipality's boundaries; and (ii) recognizing RPC as an abutter for the purpose of giving notice and testimony, in accordance with RSA 36:54 and 57.

6. Implementation Procedures and Notices

- a. Upon notification that the RPC has been granted abutter status, RPC staff will contact the appropriate officials in the municipality having jurisdiction to secure copies of such documentation submitted by the Proposed Development's Application as is necessary to facilitate the DRIC discussions. Documentation provided to the RPC shall be requested to be received by email or on disc in PDF reader compatible format to allow prompt distribution to the DRIC members. For documentation that is not available in PDF format or cannot be transmitted electronically, 6 paper sets should be requested.

- b. RPC staff will schedule a meeting of the DRIC and provide written notice and documentation at least five (5) business days in advance of the meeting, as set forth below:
 - i. Provide written notice of the time, place and agenda for the DRI Committee meeting together with relevant documentation to all Members of the DRIC;
 - ii. Notification of the time, place and agenda of the DRIC meeting will be sent to the Chair of the local land use board that made the DRI declaration, to any other local land use board having jurisdiction, and the Clerk of the municipality where the proposed development is located, as well as to the Clerk and Planning Board Chair of municipalities that have been granted abutter status by the municipality having jurisdiction;
 - iii. The Notice shall also request that a representative of the municipality having jurisdiction present their perspective on the Proposed Development of the DRIC at the meeting;
 - iv. Notification shall be provided to the proposed development's applicant requesting that a representative present their proposal to the DRI Committee at the meeting;
 - v. Notification shall also be provided to all RPC Commissioners; and
 - vi. The meeting notice and agenda shall be posted in at least two public places including the site of the Committee meeting and in the municipality where the development in question is proposed to occur.

7. Meeting Procedures

a. Quorum

The Chair shall call the meeting to order and determine that a quorum is present. Administrative matters, including minutes, may be addressed at the beginning or the conclusion of the meeting.

- b. A quorum for a DRIC meeting shall require that at least three (3) members and/or alternates be in attendance. In the event that a DRIC Member is (i) absent or (ii) declares a conflict relating to a particular Proposed Development on the Agenda, prior to any discussion the Chair shall appoint an Alternate DRIC Member to site as a voting member for the entire meeting, or for the part of the meeting discussing the Proposed Development relating to the Member's conflict, as the case may be.

c. Presentation Procedures

For each Proposed Development scheduled on the Agenda the following general order will be followed. The Chair shall have discretion to modify the order of agenda items as may be necessary according to the circumstances of the meeting.

- i. The Chair or designated Commission staff shall (i) present a brief review of the Committee's statutory responsibilities for hearing testimony and reviewing developments of regional impact, including, but not limited to, a summary of the criteria set forth in RSA 36:55 and (ii) review the Agenda for the meeting.
- ii. The Applicant's Representative shall be provided the opportunity to make a brief presentation describing the Proposed Development.
- iii. The Representative of the municipality having jurisdiction shall be provided the opportunity to present their perspective.
- iv. If additional abutting communities are party to the DRI process in the particular case, a representative of the abutting community or communities will be provided the opportunity to present their perspective(s).
- v. In the event an applicant's representative or the municipality's representative is not present, an RPC staff member will summarize his;/her understanding of the Proposed Development from that entity's perspective.
- vi. An RPC Staff Representative will be asked to comment on the degree of likely regional impact and to offer their evaluation of the Proposed Development in this regard.
- vii. After questions from DRIC Members have been answered, the Chair may ask for comments regarding the Proposed Development from abutters, other RPC Commissioners, and interested members of the public.
- viii. Written testimony received by the Committee may be read by the Chair into the public record, or made a part of the public record.
- ix. Should the DRIC deem is necessary, follow-up meetings shall be scheduled and called by the Chair.

8. Findings

- a. At the conclusion of a presentation, the DRIC shall discuss the Proposed Development's potential for regional impact in light of the documentation and testimony provided to the DRI Committee, and in accordance with its statutory responsibilities (RSA 36:54-58).
- b. The DRIC's findings and positions concerning the Proposed Development shall be determined and stated as a motion to be voted upon at the meeting and recorded in the Minutes.
- c. RPC staff shall prepare an advisory letter detailing the findings of the DRIC with respect to the Proposed Development and after approval of the Chair and the Executive Director, forward this correspondence over the signature of the Chair to the appropriate land use board Chair and the Clerk of the municipality having jurisdiction for approving or denying the Proposed Development. In addition, the letter of findings will be provided to all parties notified in Section VI 2 above.

- d. As warranted by the nature, scale or complexity of the regional impacts found during the review of a Proposed Development, the Chair, other members of the DRIC and/or designated RPC staff shall be encouraged to attend public hearing(s) held by the relevant municipal land use board(s) to assist by voicing the RPC's perspective concerning the Proposed Development's regional impact(s), and to urge that municipality to take into consideration the interests of the region. RPC Staff shall provide such additional analysis as may from time to time be appropriate.

G. TRANSPORTATION ADVISORY COMMITTEE

1. Establishment

The Transportation Advisory Committee (TAC) is established as a Standing Committee of the Rockingham Planning Commission functioning in its capacity of Metropolitan Planning Organization for the region (RPC-MPO) as authorized by RSA 36:45-48, by designation as MPO by Governor John Lynch on July 21, 2007.

2. Authority and Purpose

The Transportation Advisory Committee shall be advisory to the MPO Policy Committee as established in the MPO Prospectus. The TAC's purpose is to provide technical guidance and recommendations to the RPC-MPO Policy Committee and Commission staff concerning transportation issues that affect the MPO's continued, comprehensive, and coordinated transportation planning process. Additional purposes of the TAC are (1) to review, approve and monitor progress on the Unified Planning Work Program (UPWP); (2) to review major work products prepared by staff as part of the transportation planning program; (3) to provide a forum for individual members to bring transportation related issues and concerns to the attention of the MPO staff and Policy Committee; and (4) to advise the staff and MPO Policy Committee on major transportation issues in the region.

The TAC shall not establish policies or make decisions for the MPO, but shall make recommendations to it regarding policies, programs, projects and such other matters as may be directed by the MPO.

3. Membership

The TAC shall be comprised of the membership as defined in the MPO Prospectus, as amended, and shall include representatives from the RPC region, member and non-member communities, plus NHDOT, NHDES, COAST, CART, Pease Development Authority and other state and federal transportation officials as defined therein. The Committee may authorize additional non-voting members.

4. Appointments, Terms & Resignations

Members shall be appointed by the governing bodies of their respective appointing authorities. The appointing authority may designate one alternate for each voting representative. The appointment of each representative shall be for a period of three (3) years. Appointments shall be certified in writing by the appointing authority prior to the first TAC meeting of the fiscal year (July-June).

A member whose term has lapsed may continue to serve until re-appointed, removed or replaced by their appointing authority. In the event that a member of the TAC resigns, a copy of the resignation shall be filled with the Chair. The Commission staff shall notify the member's appointing authority that the resignation has occurred and of the need to make a new appointment to complete the remainder of the term.

5. Quorum and Voting

A quorum shall be deemed to be representation from a one-third of voting members of the TAC. For the purpose of defining quorum, a written proxy may serve to establish quorum only for the specific agenda items for which a proxy vote is indicated.

Voting and non-voting status of members shall be as defined in the MPO Prospectus. Designated Alternates for voting members may vote if the appointed member is not present at the meeting.

6. Officers

The Officers of the TAC shall consist of Chair and Vice-Chair, who shall be chosen by voting membership by majority vote at the first TAC meeting of the fiscal year (July-June). Officer vacancies that occur during the year shall be filled in the same manner.

Chair: The Chairman shall preside at all meetings of the TAC. The Chair shall call meetings and set the agenda of meetings in consultation with staff and have such other duties normally conferred by parliamentary usage of the Chair.

Vice-Chair: The Vice-Chair shall serve as acting Chair in the event the Chair is not present or not able to serve as Chair and shall have the duties normally conferred by parliamentary usage of Vice-Chair.

Duties normally assigned to the secretary shall be performed by Commission staff. This shall include keeping the minutes and records of the TAC, assisting the Chair in preparing the agenda of regular and special meetings, providing the notice of all meetings, arranging proper and legal notice of hearings, attending to correspondence, assembling necessary data and reports and such other duties as are customary to the position.

7. Meetings

TAC meetings shall ordinarily occur on a bi-monthly basis at the RPC Commission Offices in Exeter. Both the frequency and the location may be modified as needed by the Chair and in consultation with Commission staff.

Notices: Meeting notices, including agendas and related materials, shall be made by email to the membership except to members who request notice by regular mail. Meeting notices shall be distributed at least five (5) business days in advance of the meeting. Meeting notices shall be posted in at least two public places in the community in which the meeting is scheduled to occur.

Order of Business: The normal business at regularly scheduled meetings of the Committee shall be as follows and may be changed at the discretion of the Chair:

- a. Introductions
- b. Action on the minutes of the previous meeting
- c. Communications and Public Comment
- d. Staff & Committee Reports
- e. New & Old Business (including staff reports, deliberations, findings, recommendations)
- f. Adjournment

8. Public Access and Participation

The TAC shall carryout its functions and duties in a manner that is consistent with Article IX.A., of these Bylaws and with the Public Participation policies established in Section 7 of the MPO Prospectus. All meetings shall be held in public session in handicapped accessible locations. Reasonable accommodations shall be made for the hearing and vision impaired, provided that at least 48 hours notice of the need for such accommodations is made. The TAC shall operate in accordance with all applicable provisions of RSA 91-A as specified in Section A of this Article.

9. Subcommittees

The TAC may establish sub-committees, such as corridor committees and special study committees, as is deemed necessary to fulfill its purposes as articulated in sub-section A. Such sub-committees shall be advisory to the TAC and may include members outside TAC membership. The membership of sub-committees shall be subject to approval by the TAC. The chair of sub-committees shall be appointed by the TAC Chair. Staff support for such committees shall be provided to both the availability of uncommitted staff time and support for expenditures in the adopted or amended Unified Planning Work Program.

ARTICLE XII Order of Business

Section 1. The order of business at regular meetings shall be at the discretion of the Chairman, and shall ordinarily address the following components:

1. Roll Call
2. Review of minutes of previous meeting and actions thereon
3. Communications
4. Reports of Officers and Committees
5. Old Business
6. New Business
7. Adjournment

Formal minutes shall be kept of all meetings. "Roberts' Rules of Order" may be used if needed at meetings when not in conflict with these bylaws or superseding legislation. Rulings of the Chairman may be overruled by majority vote at any full Commission meeting or committee meeting.

ARTICLE XIII Finances

Section 1. The Commission shall adopt policies governing the supervision of the budget, contract obligations and the formula for determining the annual recommended amount of member contributions.

Section 2. In the event of dissolution of the Commission, assets of the Commission will be distributed among the voting member towns in the same proportion as their financial contributions in the year of dissolution.

ARTICLE XIV Employees

Section 1. The Commission shall employ such staff as it may deem necessary for its work and may contract with consultants and public agencies for other services it may require.

Section 2. Such staff shall be hired on the basis of merit and shall be subject to the Commission's personnel policies, procedures and practices. The personnel policies of the Commission shall conform in all respects to the laws of the State of New Hampshire and the Federal Government as may be required.

Section 3. The Commission shall appoint an Executive Director, who shall be the Commission's chief administrative officer, to serve at its pleasure. He shall have the following duties which shall be executed within the policies established by the Commission:

- recommend programs, projects, annual budgets and amendments thereto;
- direct, supervise and administer the Commission's adopted work program;
- manage the business affairs of the Commission;
- manage expenditure and commitments within authorized appropriations and allocations;

- ensure administrative compliance with all grants and contracts which may be received;
- maintain proper financial property, personnel and correspondence and other Commission records;
- employ and supervise necessary Commission staff;
- prepare such technical studies and reports to the Commission and member municipalities as the Commission may direct; and
- perform all other duties incident to the position and as may be requested of him by the Commission.

Section 4. The Executive Director must meet the same criteria as other staff of the Commission. The Executive Committee of the Commission shall have the responsibility for hiring and firing the Executive Director. In the event of a vacancy in the Executive Director position, the following procedures shall generally apply, but may be altered by the Executive Committee as needed: **(adopted 12/30/99)**

1. In the event of a vacancy, the Assistant Director shall act as the Executive Director until such time as an Acting or Permanent Executive Director is appointed by the Executive Committee and Commission.
2. A Candidate Selection Committee is formed which will include the Chairman, members of the Executive Committee and three (3) other members of the Commission or officials from member municipalities appointed by the Chairman. This Committee may also include professionals in the field of public planning and administration.
3. The Candidate Selectmen Committee shall make an initial review of all applicants to identify those candidates to be invited to appear for an interview.
4. The Commission will reimburse candidates invited to appear for interviews if necessary. Such expenses shall be limited to reasonable transportation expenses, lodging and meals.
5. The Candidate Selection Committee shall interview candidates, rank the candidates and recommend the top three candidates to the Executive Committee. Upon authorization by the full commission, the Executive Committee will finalize an offer to the individual of their choice.

ARTICLE XV Saving Clause

Any portion of these bylaws found to be contrary to the law shall not invalidate other portions.