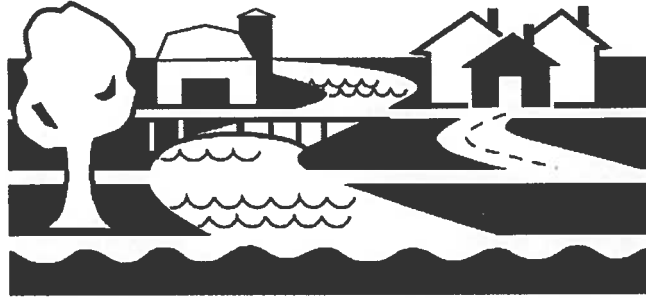


**Strafford Regional Planning Commission**

# **BYLAWS**

***Strafford***



**REGIONAL PLANNING**  

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**C O M M I S S I O N**

150 WAKEFIELD STREET  
SUITE 12  
ROCHESTER, NH 03867

**WWW.STRAFFORD.ORG**

Adopted: September 22, 1994  
Amendments Adopted: January 28, 2010  
Amendments Adopted: November 18, 2010  
Amendments Adopted: February 22, 2018

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## **ARTICLE I: NAME AND AUTHORITY**

### *Section 1: NAME*

The name of this planning agency shall be the Strafford Regional Planning Commission.

### *Section 2: AUTHORITY*

The Strafford Regional Planning Commission, hereinafter known as the Commission, is established in accordance with Chapter 36, New Hampshire Revised Statutes Annotated, as amended. The Commission is a political subdivision of the state with that power and authority expressly provided for in Chapter 36.

## **ARTICLE II: MISSION STATEMENT**

In order to ensure the region is responsive to the needs of its inhabitants, the Commission, in cooperation with federal and state agencies and with its communities, shall pursue a two-part mission of regional planning and local planning assistance, and it shall actively pursue implementation of the Commission's plans and policies.

## **ARTICLE III: MEMBERSHIP**

### *Section 1: MEMBER MUNICIPALITIES*

Municipalities of the Strafford Planning Region that have adopted planning boards may become members of the Commission by ordinance or resolution passed by their respective legislative bodies and will remain members until that action is rescinded. Members may include municipalities in an adjacent state. The Commission may, by resolution, determine the terms and conditions for accepting additional members, taking into account the timing of initial membership and responsibility for program areas already undertaken within the Commission's area of jurisdiction.

### *Section 2: REPRESENTATION*

Each municipality that becomes a member of the Commission shall be entitled to two representatives. A municipality with a population greater than 10,000 but less than 25,000 shall be entitled to three representatives, and a municipality with a population of 25,000 or more shall be entitled to four representatives on the Commission. For the purposes of this section, population shall be determined by the last federal census. Each municipality's representatives to the Commission shall be nominated by the planning board from among the municipality's residents and appointed by its municipal officers.

An alternate from each member town may be appointed in the same manner as representatives, and as such, may serve in the absence of the representatives. Alternates shall have the privilege of the floor at all meetings.

A county may, by resolution of its commissioners, become a member of the Commission and shall be entitled to appoint two representatives from among its residents to serve on this Commission. These representatives do not have to be county commissioners.

The representatives collectively shall be known as the Commission and shall be deemed to be vested with all the authority of the member communities with respect to actions by the Commission (see RSA 36:46).

### *Section 3: TERMS OF REPRESENTATIVES*

The terms of office of representatives and alternates on this Commission shall be four years (see RSA 36:46). When a municipality joins or rejoins the Commission, initial appointments shall be for two and four years. For municipalities entitled to three or more representatives, initial appointments shall be for two, three, and four years. Vacancies shall be filled for the remainder of the un-expired term in the same manner as original appointments.

### *Section 4: FINANCES*

The Commission shall determine on an annual basis the proportion of its costs to be borne by each municipality or county that is a member. Failure upon the part of any municipality or county to pay its proportionate annual share of the cost as determined by the Commission shall constitute a termination of such municipality's or county's vote in the Commission's affairs until such annual share is paid.

## **ARTICLE IV: OFFICERS**

### *Section 1: ELECTION AND FILLING OF VACANCIES*

The Commission shall annually elect a Chair, Vice-Chair, Secretary-Treasurer, and four additional Executive Committee members, and may elect or appoint other officers as deemed necessary. The remaining elected officers of the Commission shall make appointments to fill any vacancies that arise among the officers of the Commission. Such appointments shall expire at the end of the fiscal year in which they are made.

### *Section 2: DUTIES OF THE CHAIR*

The Chair shall call and preside at meetings of the Commission and the Executive Committee; shall create and discharge standing committees and special committees; shall serve as a non-voting member ex officio of all committees, voting only in case of a tie; and shall perform other duties customary to the office.

### *Section 3: DUTIES OF THE VICE-CHAIR*

The Vice-Chair shall act as Chair in the absence or incapacity of the Chair.

### *Section 4: DUTIES OF THE SECRETARY-TREASURER*

The Secretary-Treasurer shall perform duties customary to the office, including countersigning checks as directed by the Commission and periodically checking the accounts.

*Section 5: EXECUTIVE COMMITTEE*

There shall be an Executive Committee consisting of the Chair, Vice-Chair, Secretary-Treasurer, and four members elected by the Commission at the Annual Meeting.

*Section 6: REMOVAL OF OFFICERS*

Any officer may be removed for cause by a two-thirds vote at a Commission meeting.

**ARTICLE V: COMMISSION**

*Section 1: RESPONSIBILITIES*

The primary responsibility of the Commission is to set planning policies for the region through discussions at meetings, by providing input to staff reports, and by adopting reports and position statements. Additional responsibilities include adopting and amending the Bylaws and the Annual Budget and adopting the Annual Dues.

*Section 2: MEETINGS*

There shall be at least four meetings each year at times and places agreeable to a majority of the representatives. The agenda for the upcoming meeting and the minutes of the previous meeting will be provided to each representative and alternate at least five days before each regularly scheduled meeting. The meeting held during the fourth quarter of the fiscal year shall be designated as the Annual Meeting, at which time officers for the next fiscal year shall be elected and an annual budget adopted. The annual budget may instead be adopted at the prior meeting, if the Commission desires.

*Section 3: QUORUM*

A quorum of the Commission consists of at least one-half of the dues-paid municipalities that have appointed Commissioners. When a quorum is not present but Commission action is essential, the Chair may declare a quorum with the unanimous approval of those Commissioners present.

*Section 4: PROCEDURES*

Robert's Rules of Order shall govern.

*Section 5: VOTING*

For regular business, voting is limited to representatives of dues-paying members, including alternates replacing appointed representatives. For Metropolitan Planning Organization (MPO)

business only, all MPO representatives as specified in the MPO Bylaws may vote. Commission staff members shall have no voting powers in Commission affairs.

## **ARTICLE VI: EXECUTIVE COMMITTEE**

### *Section 1: RESPONSIBILITIES*

The responsibility of the Executive Committee is to oversee the administration of the organization. This includes supervising the Executive Director, adopting Personnel Policies, recommending to the Commission the Annual Dues, an Annual Budget and any necessary amendments, monitoring fiscal matters, authorizing all capital expenditures and use of the line of credit, and other duties as may be deemed appropriate by the Executive Committee. In carrying out its responsibilities, the Executive Committee shall strive to ensure that the work produced by the Commission conforms to the policies of the Commission as stated in the Mission Statement and via other Commission actions.

### *Section 2: MEETINGS*

The Executive Committee shall hold at least six meetings each year at times and places agreeable to a majority of its members. The agenda for the upcoming meeting and the minutes of the previous meeting will be provided to each Executive Committee member at least five days before each regularly scheduled meeting.

### *Section 3: QUORUM*

Four members of the Executive Committee constitute a quorum.

### *Section 4: PROCEDURES*

Robert's Rules of Order shall govern.

## **ARTICLE VII: EXECUTIVE DIRECTOR**

### *Section 1: RESPONSIBILITIES*

The Executive Director shall organize and supervise a planning program, consistent with state and federal laws and rules, that pursues the policies of the Commission as stated in the Mission Statement and via other Commission actions. The Executive Director shall be in charge of the office and other employed staff members; prepare, under the guidance of the Executive Committee, the Annual Dues and the Annual Budget including estimated revenues and expenditures, which shall be reviewed and approved or modified by the Commission; keep accounts and records which shall at all times be open to inspection by the Officers and shall be submitted for annual audit as prescribed by the Commission; issue press releases and other communications; be authorized to enter the Commission into contracts consistent with the adopted Annual Budget; and undertake other duties and responsibilities as assigned by the Executive Committee.

*Section 2: SUPERVISION*

The Executive Committee shall be responsible for supervision of the Executive Director, including performance reviews, fixing of compensation, and, if necessary, separation from the Commission.

*Section 3: HIRING*

The Executive Committee shall be responsible for hiring the Executive Director, using the Transition and Search Committee as specified in the Emergency Succession Plan.

**ARTICLE VIII: INDEMNIFICATION FOR DAMAGES**

The Commission adopts RSA 31:105 Indemnification for Damages.

**ARTICLE IX: AMENDMENTS**

Any section of the Bylaws may be amended by resolution of the voting representatives of the Commission at any legally constituted and noticed meeting provided the following conditions are met:

1. The proposed amendment is presented in writing to the Commission representatives at least twenty 20 days prior to the date of the meeting at which it will be voted on.
2. The resolution adopting the amendment passes by an affirmative vote of at least two-thirds of the Commission's dues-paid representatives present and voting.
3. The date of approval must be included with any amendment to these Bylaws.

These Bylaws shall be revised, updated, or amended as circumstances dictate. Bylaw amendments shall become effective upon passage.

  
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SRPC Chairperson

  
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Date

