

**Resolution Adopting Amendments to the Bylaws of the
Stony Brook Regional Sewerage Authority**

Resolution No. 2023-072

Date: July 24, 2023

WHEREAS, the Stony Brook Regional Sewerage Authority (“Authority”) has determined that it is necessary and desirable to update and amend the Bylaws of the Authority, as more particularly attached hereto, and made a part hereof.

NOW, THEREFORE, BE IT RESOLVED by the Stony Brook Regional Sewerage Authority, on this 24th day of July 2023, that the revisions to the Bylaws contained herein are hereby adopted, effective immediately.

MOVED: MOREHOUSE
SECONDED: VILARO-MUNET
ADOPTED: JULY 24, 2023

<u>Recorded Vote:</u>	<u>AYE</u>	<u>NO</u>	<u>ABSTAIN</u>	<u>ABSENT</u>
Gale D. Downey	X			
Julian Antebi	X			
David A. Goldfarb	X			
C. Schuyler Morehouse	X			
Bharat Patel	X			
Miguel Vilaro-Munet	X			

I HEREBY CERTIFY that the foregoing is a true and accurate copy of a Resolution adopted by the Stony Brook Regional Sewerage Authority at their Board Meeting on July 24, 2023.



Antonia Pchola, P.E., Secretary

7/24/2023

Date

**STONY BROOK REGIONAL SEWERAGE AUTHORITY
BYLAWS**

Adopted June 10, 1971
Amended August 26, 1975
Amended September 28, 1977
Amended April 28, 1981
Amended February 26, 1985
Amended September 8, 1988
Amended March 28, 1989
Amended February 22, 1993
Amended July 24, 2023

1. Purpose

These bylaws are adopted pursuant to N.J.S.A. 40:14A-5 and 40:14A-7 (9) as rules and regulations to govern the affairs and conduct of the Authority and the powers and duties of its officers and employees.(Amended July 24, 2023)

2. Quorum

A majority of the entire authorized membership of the Authority shall constitute a quorum at any meeting.

3. Voting

Action may be taken and motions and resolutions adopted by the Sewerage Authority at any meeting of the Board members by vote of a majority of the members present. (Amended July 24, 2023)

4. Officers

The officers of the Authority shall be a chairman, a vice chairman and a treasurer elected from among the Authority's appointed Board members ("members") and a secretary and an assistant secretary who need not be members of the Authority. Each of the officers shall be elected on or after the first day of February in each year, to hold office until the first day of February next ensuing and until their respective successors have been chosen and have qualified. (Amended August 26, 1975, April 28, 1981, February 26, 1985, and July 24, 2023)

5. Professional and Technical Advisers

The Authority shall annually appoint by resolution, counsel, a consulting engineer, and auditor, each to serve under such contractual terms and conditions as may be agreed upon. (Amended July 24, 2023)

6. Meetings

a. Regular meetings of the Authority shall be held on the 4th Monday of each month in the Conference Room of the River Road Wastewater Treatment Plant unless otherwise identified in the annual resolution designating the official Board meeting dates . In addition, a scheduled regular meeting may be rescheduled provided that it is scheduled in accordance

with the Open Public Meetings Act (OPMA) N.J.S.A 10:4-6, et. seq. (Amended September 28, 1977, February 22, 1993, and July 24, 2023)

b. A special meeting may be called by the chairman whenever, in their judgment, it is required, and the chairman shall call a special meeting whenever requested by three members. The notification for a special meeting shall be delivered to the home, business address or by email of each member and in accordance with the OPMA. The notification shall state the purpose of the meeting, and no other business may be conducted at such meeting. (Amended July 24, 2023)

7. Chairman Powers and Duties

The chairman shall preside at meetings of the Authority, prepare or approve the agenda for each meeting, and have such other functions, powers and duties as may be delegated to the chairman by these bylaws or by resolution of the Authority. (Amended July 24, 2023)

8. Vice Chairman Powers and Duties

The vice chairman shall act in the place and stead of the chairman in the event of their absence or disability. Whenever the chairman attends a meeting after it has been called to order by the vice chairman, the chairman shall immediately assume the chair and continue with the conduct of the business under consideration. (Amended July 24, 2023)

9. Secretary Powers and Duties

The secretary shall keep the minutes of all meetings of the Authority, shall sign and maintain its records and official files and turn them over to their successor, shall communicate to the members notices of regular and special meetings, and shall have such other functions, powers and duties as may be delegated to the position by these bylaws or by resolution of the Authority. (Amended July 24, 2023)

10. Notification to Clerks of Member Municipalities

The secretary or assistant secretary shall send or email copies of all meeting agendas and approved minutes of all meetings to each Clerk of each member municipality of the Authority. (Amended March 28, 1989, Amended July 24, 2023)

11. Assistant Secretary Powers and Duties

The assistant secretary may prepare the minutes of meetings of the Authority, may sign and seal documents on behalf of the Authority, may communicate notices of regular and special meetings, and shall have such other functions, powers and duties as may be delegated by the bylaws, by the secretary, or by a resolution of the Authority. (Adopted April 28, 1981 and Amended July 24, 2023)

12. Treasurer Powers and Duties

The treasurer or designee of the treasurer by resolution shall have custody of the funds of the Authority; shall deposit all such funds in depositories authorized by resolution of the Authority; shall keep a record of all financial transactions of the Authority in such form and detail as shall be required by resolution of the Authority; and shall have such other functions, powers and duties as

may be delegated to the treasurer by these bylaws or by resolution of the Authority. (Amended July 24, 2023)

13. Counsel; Powers and Duties

Counsel shall be qualified as an attorney at law of New Jersey. Counsel shall advise and consult with the Authority, supervise and direct all of its legal matters, prepare or approve all legal documents to which it is a party, and represent the Authority in all legal matters and litigation, except as may be otherwise provided by resolution of the Authority. (Amended July 24, 2023)

14. Checks and Vouchers

All disbursements of the Authority shall be made upon voucher in such form as shall be approved by the Authority. Each bill and claim shall be approved by the Authority or by such officer as it may by resolution designate, and each bill or claim shall be paid by bank check warranted and approved by the chairman, vice chairman or treasurer and countersigned by another officer as the Authority may designate in its banking resolution. (Amended February 26, 1985)

15. Conduct of Meetings

Meetings of the Authority shall be conducted according to Robert's Rules of Order, except as the Authority may otherwise authorize by unanimous consent.

16. Fiscal Year

The fiscal year of the Authority shall begin on December 1 of each year. (Amended September 28, 1977)

17. Amendment of Service Rules

No rule or regulation of the Authority shall be made, promulgated, issued or published pursuant to Section 501(A) of the Amended Service Contract, unless a public hearing is held on the rule or regulation and at least twenty-one (21) days' notice of the time and place of such hearing shall have been mailed to each participant at its usual place of business. (Amended September 8, 1988)

18. Effective Date

These bylaws shall take effect immediately. (Renumbered).