

**SOMERSET COUNTY PARK COMMISSION
BY-LAWS**

Statement of Function

The Somerset County Park Commission (hereinafter referred to as the "Park Commission" or "Commission") hereby declares itself to be primarily a policy-making body, functioning under authority granted by N.J.S.A. 40:37-95.1 et. seq., for the purpose of creating, developing and operating a county park system.

The Commission, comprised of citizens appointed by the Somerset County Board of Chosen Freeholders, advocates for the County's diverse citizenry, interfaces with the public, and serves in a developmental capacity.

Article I. Meetings

- Section 1. The Park Commission's Annual Meeting shall be held during the first regular meeting of the Commissioners in January of each year, in the Park Commission Headquarters located at 355 Milltown Road, Bridgewater, New Jersey.
- Section 2. The Regular Meetings shall be held on the third Thursday of each month at 5:30 p.m., unless otherwise noted, in the Park Commission Headquarters located at 355 Milltown Road, Bridgewater, NJ, and/or at such other times as may be determined by a majority of the Commission before adjournment at any meeting.
- Section 3. The Work Session Meetings shall be held on the second Thursday of each month at 7:00 a.m., unless otherwise noted, in the Park Commission Headquarters located at 355 Milltown Road, Bridgewater, New Jersey, and/or at such other times as may be determined by a majority of the Commission before the adjournment of any Regular Meeting or Annual Meeting.
- Section 4. The President may call Special Meetings whenever deemed necessary, upon at least forty-eight (48) hours notice, and shall call Special Meetings when requested by five Commissioners. In calling for Special Meetings, the subject matters for consideration must be specified in the notice. The President may call Emergency Meetings as permitted by law.
- Section 5. Five Commissioners shall constitute a quorum at any meeting. A majority of members of each Committee shall constitute a quorum of the Committee.
- Section 6. The Secretary shall send written notices of all meetings to each Commissioner through the mail, electronic mail, or by facsimile with

telephone follow-up, or by messenger at least forty-eight (48) hours preceding the date of said meeting. The Secretary shall further provide notice of all meetings in conformance with the Local Public Meetings Act, N.J.S.A. 10:4-6 et. seq. Notice for Working Session Meetings shall state, in accordance with N.J.S.A. 10:4-8(b) that no formal action will be taken.

Section 7. Commissioners may participate in Regular and Work Session Meetings by tele or video conference. Commissioner attending by tele or video conference shall be considered present for purposes of determining a quorum and may vote on all issues that may come before the Commission.

Article II. Officers

The Somerset County Board of Chosen Freeholders shall by resolution passed by the affirmative vote of a majority of the whole board, appoint the Park Commission. The Commission shall consist of nine residents of the county. The commissioners first appointed shall hold office for the term of one, two, three, four, and five years respectively, as indicated and fixed by the Somerset County Board of Chosen Freeholders. All commissioners thereafter appointed shall serve for the term of five years and all vacancies shall be filled by the Somerset County Board of Chosen Freeholders for the unexpired term only.

The officers shall consist of a President and a Vice President, who shall be members of the Commission and who shall be elected at the Annual Meeting, and a Treasurer, who by law is also the Treasurer of the County of Somerset. A Secretary shall also be elected, who is not a member of the Commission, and such other employees as may be required, shall be appointed from time to time, and shall hold office during the pleasure of the Commission. In case of the Secretary's absence or incapacity, the Commission shall designate the Deputy Director/Business Administrator to serve as Secretary, who shall have all the powers and perform all the duties of the Secretary. Vacancies may be filled at any meeting by a majority vote of the Commission.

Article III. Duties of the President

The President shall preside at all meetings of the Commission and shall be an ex-officio member of all Committees. The President shall, with the Secretary-Director, sign all checks, drafts, notes, contracts and other agreements, obligations and documents required to transact the business of the Commission. The President shall appoint Chairmen and members of committees, subject to confirmation by a majority vote of the Commission.

The President shall perform the duties prescribed by these by-laws and such other duties applicable to the office. The President shall hold office for the appropriate term or until his/her successor is elected.

Article IV. Duties of the Vice-President

In the absence or incapacity of the President, the Vice-President shall have all the powers and perform all the duties of the President. The Vice-President shall be an ex-officio member of all Committees.

The Vice-President shall perform the duties prescribed by these by-laws and such other duties applicable to the office. The Vice-President shall hold office for the appropriate term or until his/her successor is elected.

Article V. Duties of the Treasurer

The Treasurer of the County of Somerset shall, by statute, be the Treasurer of the Commission. The Treasurer shall, with the President, sign all checks, drafts, notes, requisition of funds, contracts and other obligations of the Commission. All monies shall be deposited in a depository or depositories wherein all public moneys and other funds of the Commission shall be deposited, any bank organized under the laws of the United States, having its place of business in this State, or any bank or trust company organized under the laws of this State, as selected by the Commission. The designation of such depository or depositories shall be by resolution of the Commission. Any and all monies shall be deposited in an account in the name of the Commission. The Commission shall keep full and accurate accounts and records of all its operations.

The Treasurer shall perform the duties prescribed by these by-laws and such other duties applicable to the office.

Article VI. Duties of the Secretary

1. The Secretary-Director shall be elected by the Park Commission, shall have the duties of the Director and shall perform the duties prescribed by these by-laws and such other duties applicable to the office.
2. The Secretary-Director shall give full cooperation to the Commission and to all committees in the performance of their duties.
3. The Secretary-Director shall attend all regular and special meetings of the Commission. The Secretary shall keep a correct record of the proceedings of the Commission at all meetings, give notice of regular, adjourned and special meetings, be responsible for accurately maintaining in complete form the Commission's records, and perform such other duties as may be assigned upon him by the Commission.
4. The Secretary-Director shall have full authority regarding the hiring, direction, control and discharge of all employees. In the case of the key personnel, he shall consult with the Human Resources Committee before making any recommendations to the Commission. He shall act as liaison with legal counsel and other specialists to the Commission.

5. The Secretary-Director shall be responsible for the accomplishment and performance of the plans, objectives, and policies adopted by the Commission. In this connection, he shall observe whatever time or financial limits may be set by the Commission and report promptly to the Commission or appropriate committee if circumstances beyond but not limited by his control make the performance of any assignment impossible or impractical to fulfill.
6. The Secretary-Director shall be responsible for all purchases of office and park equipment, supplies, and material. Such purchases or commitments, therefore, shall not exceed budgetary limits and shall be in conformity with the plans to be worked out between the Director and the Finance Committee. All purchases shall be conducted and approved in accordance with the policies and regulations approved by the Commission and in compliance with the law.
7. The Secretary-Director shall make recommendations for revisions to the organization's structure.
8. The Secretary shall carry out all policies, regulations, and/or directives approved and/or established by the Commission.
9. In the absence or incapacity of the Secretary, and at such other times as the Commission may prescribe or approve, the Deputy Director/Business Administrator shall act as such Secretary who shall have all the powers and perform all the duties of the Secretary.
10. The Secretary shall hold office for the appropriate term or until his/her successor is elected.

Article VII. Committees

There shall be eleven standing committees:

1. Finance and Budget
2. Administrative Services/Human Resources Committee
3. Information Management Committee
4. Visitor Services/Rangers Committee
5. Leisure Services Committee
6. Planning and Land Acquisition Committee
7. Engineering/Capital Facilities Committee
8. Property Management/Maintenance Committee
9. Golf Committee
10. Audit Committee
11. Nominating Committee

The President may create additional committees, as is deemed necessary to carry on the work of the Commission and subject to the approval or direction of the Commission.

The President shall appoint the members of all committees subject to the approval of the Commission.

All actions and recommendation of these committees shall be brought before the Commission for potential action and/or approval.

The Commission shall regularly retain legal counsel and may, from time to time, retain the services of such other specialists as it may deem desirable and necessary.

Article VIII. Voting

All resolutions and motions to be enacted, other than those regarding changes to the by-laws, shall require the affirmative vote of five (5) Commissioners at any meeting of the Commission. All votes shall be duly recorded in the minutes.

Article IX. Order of Business for Regular Meetings

The following order of business shall be observed at every Regular Meeting:

1. Call to Order
2. Roll Call
3. Public Comment
4. Approval of Minutes of Preceding Meeting
5. Approval of Bills for Payment
6. Secretary-Director's Report
7. Consent Agenda
8. Committee Reports
 - a. Finance and Budget Committee
 - b. Administrative Services/Human Resources Committee
 - c. Information Management Committee
 - d. Visitor Services/Rangers Committee
 - e. Leisure Services Committee
 - f. Golf
 - g. Planning/Land Acquisition Committee
 - h. Engineering/Capital Facilities Committee
 - i. Property Management/Maintenance Committee
 - j. Audit Committee
9. Freeholder's Report (as appropriate)
10. Old/New Business
11. Executive Session (as necessary)
12. Reconvene Public Session
13. Additional Action Items (as necessary)
14. Adjournment

The President may alter the order of business from time to time, subject to approval of the Park Commission. All matters on the Consent Agenda shall be considered by a roll call or voice vote of those Commissioners present. At the request of any one (1)

Commissioner, a matter shall be removed from the Consent Agenda and will be considered separately by a roll call vote.

Article X. Mission Statement of the Commission

The Somerset County Park Commission is committed to excellence in promoting stewardship of land and resources, providing outstanding recreation opportunities and leisure services, and fostering an environment which is service-oriented and responsive to public needs.

Article XI. Changes of the By-Laws

These by-laws shall supersede all rules and regulations heretofore adopted and may be amended, suspended or repealed in whole or in part after having been introduced at the previous regular meeting, laid over for consideration, and upon an affirmative two-thirds vote, as defined by the Commission's Parliamentary Authority, at the next regular meeting. Copies of any amendments shall be sent to each Commissioner at least fourteen (14) days prior to their re-adoption.

Article XII. Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Commission in all cases to which they are applicable and in which they are not inconsistent with these by-laws and any special rules of order the commission may adopt.

Article XIII. Duties and Authority of Committees

A. **FINANCE AND BUDGET COMMITTEE**

The Committee shall:

1. Obtain from the Secretary-Director or the Deputy Director/Business Administrator, and present at each regular Commission meeting, a summary statement of income and expense showing the budgeted figures in the Operating Capital and Construction Budgets to date and alerting the Commission of any significant variances from the budget.
2. In consultation with the Secretary-Director or the Deputy Director/Business Administrator, prepare an annual operating budget which shall be submitted to the Commission for formal adoption.
3. In consultation with the Secretary-Director or the Deputy Director/Business Administrator, prepare a Capital Improvement Plan which shall be submitted to the Commission.

4. In conjunction with the Commission's legal counsel, review all professional services contracts for compliance with the law and the Commission's goals and objectives. Review the procurement and contracting process, as conducted by the Commission's employees to ensure compliance with the law and the Commission's goals and objectives.
5. Develop and recommend policies for Commission approval for the efficient and effective operation of all revenue-producing facilities and like recreation and park areas, including developing appropriate Fee & Charges Schedule, in consultation with the Secretary-Director and Deputy Directors.
6. In consultation with the Secretary-Director or the Deputy Directors investigate the feasibility and desirability of constructing new revenue-producing facilities and park areas that will serve the people of Somerset County to provide recreational and educational programs.
7. Perform the duties prescribed by these by-laws and such other duties applicable to the Committee.

B. **ADMINISTRATIVE SERVICES/HUMAN RESOURCES COMMITTEE**

This Committee shall:

1. Establish policies for the guidance of all personnel employed by the Park Commission, including those regarding recruitment, discipline, health benefits and evaluations.
2. Define, with the assistance of the Secretary-Director and the appropriate Deputy Director(s), the most beneficial health benefits plan for the purposes of the Commission and its employees and make recommendations regarding the health benefits plan, or suggested modifications to the plan, to the Commission.
3. Establish recruiting practices to be employed by the Commission and employees of the Commission to achieve recruitment of qualified candidates to fill all employee positions with the Commission.
4. Establish compensation strategies practices to be employed by the Commission to remain competitive in retaining and recruiting qualified staff.
5. Perform the duties prescribed by these by-laws and such other duties applicable to the Committee.

C. INFORMATION MANAGEMENT COMMITTEE

This Committee shall:

1. Monitor the performance of all data processing, communication, information generation and retrieval, and data security systems. Develops schedules and practices for repairs, maintenance, upgrades and/or recommendations for replacement of all systems and determine the feasibility and desirability of conducting such repairs, maintenance, upgrades and/or replacement. Upon determining such, make recommendations to the Commission.
2. Explore cost-saving measures related to the Commission's data processing, communication, information generation and retrieval and security systems. Provide reports to the Commission regarding findings.
3. Monitor the performance of all software programs to ensure agency-wide connectivity and applications. Develop schedules and practices for making software and applications current, and to meet the needs of the agency. Upon determining such, make recommendations to the Commission.
4. Develop and maintain an Emergency Recovery Plan.
5. Perform the duties prescribed by these by-laws and such other duties applicable to the Committee.

D. VISITOR SERVICES/RANGERS COMMITTEE

- ~~1.~~ Draft policies and regulations regarding visitor use and safety. Recommend Rules and Regulations to Commission. Communicate changes to municipalities for inclusion in local ordinances.
2. In conjunction with appropriate resources to review training and ascertain that all relevant parties are cognizant of their responsibilities regarding safety of the users of the County parks and like facilities.
3. Along with local law enforcement, offer participation in assisting County's creation and maintenance of a search and rescue, and Emergency Response plans on County parklands and like facilities, and ensure the maintenance of individual emergency response plans for each County park facility.
- ~~4.~~ Along with relevant personnel, create an information distribution system, to disseminate appropriate information and to facilitate communication between relevant safety and law enforcement officials, the Commission and Commission employees.

5. Draft rules and regulations for the protection, regulation and control of such parks, and the roads, driveways, sidewalks, paths, lakes, pools, fountains, trees, flowers, shrubs, wildlife, statuary, buildings and other things contained therein.
6. Establish rules and regulations to be applied during all events held on any property controlled by the Commission.
7. Perform the duties prescribed by these by-laws and such other duties applicable to the Committee.

E. **LEISURE SERVICES COMMITTEE**

This Committee shall:

1. Review all matters relating to the Environmental Science Department and Environmental Education Center, including, but not limited to, matters involving staffing; design; repairs; maintenance; visitors; recreational, educational, and historical programs and special events; and management.
2. Review all matters relating to Lord Stirling Stable, including, but not limited to, matters involving staffing, design, repairs, maintenance, visitors, programs and special event coordination, and management.
3. Review all matters relating to the seasonal Recreation facilities, including the Warrenbrook Pool, the Colonial Park Putting Course, and the Green Knoll and Colonial Park Tennis Centers, including, but not limited to, matters involving staffing, design, repairs, maintenance, visitors, programs and event coordination, and management.
4. Review all matters relating to the Therapeutic Recreation Program and its Activity Center at North Branch Park, including, but not limited to, matters involving staffing, design, repairs, maintenance, visitors, programs and special event coordination, and management.
5. Develop concerts, trips, and special events to introduce park visitors to a variety of active and passive recreation activities, in keeping with the mission and goals of the Park Commission.
6. Review results from a variety of customer feedback methods; i.e. facility and program surveys and focus groups, in order to be responsive to public interest and need.
7. In conjunction with the Deputy Director of Leisure Services, explore methods to promote parks, facilities, programs, and events, including catalogs, brochures, flyers, newspaper and magazine ads, and through the website.

8. In conjunction with the Secretary-Director, and/or the Assistant Director, and Deputy Director of Leisure Services, and all other relevant personnel, gather information and render advice and counsel on necessary or recommended park and/or facility development and maintenance projects, including an analysis of the cost and feasibility of the projects for presentation to the Commission.
9. Establish rules and regulations to be applied during all permitted special events held on any property controlled by the Commission.
10. Perform the duties prescribed by these by-laws and such other duties applicable to the Committee.

F. **PLANNING AND LAND ACQUISITION COMMITTEE**

The Committee shall:

1. Devote itself to the discovery and investigation of new land and sites for the Somerset County park system OR Park Commission, utilizing the guiding principles of the Commission's adopted comprehensive Master Plans.
2. Develop priorities with respect to the location and purpose of potential acquisitions to be determined or approved by the Commission.
3. Recommend acquisition of suitable fee simple parcels, easements, licenses, etc.
4. Monitor the acquisition process and maintain County Open Space Inventory.
5. Develop and recommend projects for development on existing Commission-managed land, including advocating and facilitating a system of regional trails subject to the Commission's approval.
6. Review potential acquisitions to establish and maintain the linear continuity of regional trails.
7. Provide potential land acquisition parcel recommendations to the Somerset County Open Space Advisory Committee.
8. Perform the duties prescribed by these by-laws and such other duties applicable to the Committee.

G. ENGINEERING/CAPITAL FACILITIES COMMITTEE

1. In conjunction with the Secretary-Director, Senior Management, and all other relevant personnel, render advice and counsel in the preparation of development plans, which shall be submitted to the Commission for approval.
2. Consult with the Secretary-Director and all other relevant personnel on the preparation of layouts, drawings and specifications for work to be performed. Arrange with the Commission's legal counsel, when appropriate, to have them drafted in proper legal form before submitting them to the Commission for approval.
3. In conjunction with the Commission's legal counsel, review all relevant professional services contracts for compliance with the law and the Commission's goals and objectives. Review the procurement and contracting process, as conducted by the Commission's employees to ensure compliance with the law and the Commission's goals and objectives.
4. Draft guidelines, policies, and procedures regarding the contracting process, which shall address the consequences for employees who disregard to the guidelines, policies, procedures and law.
5. Perform the duties prescribed by these by-laws and such other duties applicable to the Committee.

H. PROPERTY MANAGEMENT/MAINTENANCE COMMITTEE

1. In conjunction with the Secretary-Director and Deputy Director of Maintenance, and all other relevant personnel, gather information and recommend park and/or facility maintenance projects, including an analysis of the cost and feasibility of the projects for presentation to the Commission.
2. Review all matters arising in regard to horticulture at the Colonial Park Gardens, Leonard J. Buck Garden and parks general garden areas, and provide recommendations to the Commission on such matters.
3. Review all issues pertaining to structures managed by the Commission, and report to the Commission on such matters.
4. Consult with relevant government officials, personnel and experts in the field regarding evaluations and determinations as to the whether the houses and/or other structures on Commission-managed lands are suitable for occupancy or other public uses consistent with park purposes.

5. Evaluate and recommend the repair or removal of any structures on land managed by the Commission.
6. Review all rental proposals for all houses and/or other structures on land managed by the Commission. Review recommendations by qualified appraisers or real estate brokers designated by the Commission regarding fair market rental rates, and make recommendations to the Commission.
7. Review all issues relating to tenant relations and advise the Commission on the recommended resolution to each issue.
8. Develop and recommend policies pertaining to the management and maintenance of areas and related support facilities leased to municipalities and/or non-profit organizations.
9. Review all issues relating to contracted farm operations and advise the Commission on the recommended resolution to each issue.
10. Review all issues relating to contracted group hunting leases and advise the Commission on the recommended resolution to each issue.
11. Perform the duties prescribed by these by-laws and such other duties applicable to the Committee.

I. **GOLF COMMITTEE**

This Committee shall:

1. Review all matters relating to the golf courses under the control of the Commission, including, but not limited to, matters involving staffing, design, repairs, maintenance, visitors, event coordination, and management.
2. In conjunction with the Secretary-Director, and/or the Deputy Director of Golf, and all other relevant personnel, gather information and render advice and counsel on necessary or recommended golf and/or facility maintenance projects, including an analysis of the cost and feasibility of the projects for presentation to the Commission
3. Review results from a variety of customer feedback methods; i.e. facility and program surveys and focus groups, in order to be responsive to public interest and need.
4. In conjunction with the Deputy Director of Golf, explore methods to promote parks, facilities, programs, and events, including catalogs, brochures, flyers, newspaper and magazine ads, and through the website.

5. Work in conjunction with the Planning and Land Acquisition and Engineering/Capital Facilities Committees to ascertain the feasibility of developing other golf courses and/or repairing and/or modifying existing golf courses.
6. Perform the duties prescribed by these by-laws and such other duties applicable to the Committee.

J. **AUDIT COMMITTEE**

This Committee shall:

1. Review and recommend approval or rejection of annual audit.
2. Coordinate with the Secretary-Director and the Treasurer the retention of an audit on an annual basis.
3. Together with the Treasurer devise policies, procedures concerning the annual audit.

K. **NOMINATING COMMITTEE**

This Committee shall:

1. Meet prior to the Annual Meeting.
2. Nominate for consideration by the Commission, on an annual basis, a slate of officers.

Article XIV. Indemnification of Commission

1. Subject to the limitations set forth in the second paragraph of this Article, the Commission is entitled to insure against liability for its negligence and that of its officers, employees or servants, whether or not compensated or part-time, who are authorized to perform any act or services, but not including an independent contractor within the limitations of the "New Jersey Tort Claims Act."
2. To that end, whenever any civil action of this type has been or shall be brought against any Commissioner of the Park Commission, the Commission, or a person formerly holding said office for any action or omission arising out of or in the course of the performance of the duties of such office, the Commission shall defray all costs of defending such action, including reasonable counsel fees and expenses.
3. The Commission shall not be responsible to defend and indemnify any of the aforesaid officials mentioned in the first paragraph if it determines that:

- i. the act or omission complained of was not within the scope of authority;
 - ii. the act or omission complained of was because of actual fraud, willful misconduct or actual malice;
 - iii. the act or omission complained of was the result of a manifestation by the Commission(s) of a reckless or callous indifference to the constitutionally protected rights of the complainant, ill will or a desire to injure the complainant;
 - iv. the Commission has obtained an insurance policy which insures the aforesaid officials and the insurance company has agreed to defend the cause of action and to indemnify the official or officials and the Commission. The Commission shall not be liable for any fees, expenses, indemnification or costs other than any minimum deductible amount which the insurance policy does not cover; and
 - v. the Commissioner has failed to deliver the Secretary-Director within ten (10) days of the time he or she received written notice of a claim from a claimant or his or her representative or is served with any summons, complaint, process notice, demand or pleading, the original or copy of such document or thereafter fails to cooperate with the Commission in the defense of the matter.
4. This Article shall not apply to any criminal action.
5. If the Commission determines to provide a defense, it shall be done by:
 - i. using the attorney selected by the Somerset County Joint Insurance Fund providing defense, if applicable;
 - ii. hiring an attorney of its choice and paying the fees directly; and
 - iii. reimbursing the Commissioners for reasonable attorney's fees expended.
6. The Commission shall, in its sole discretion, select from options (ii) and (iii) if (i) is not applicable.