

## BY-LAWS KENT CONSERVATION COMMISSION

### ARTICLE I – NAME AND ESTABLISHING AUTHORITY

The name of the organization shall be Kent Conservation Commission. The Kent Conservation Commission was established by the Board of Selectmen, approved by town meeting and adopted as town ordinance Chapter 5 Section 5.1 on November 2, 2001.

### ARTICLE II – PURPOSE AND MISSION

The purpose of the Kent Conservation Commission is to carry out the provisions found in Chapter 97, Section 7-131a of the Connecticut General Statutes.

The mission of the Kent Conservation Commission is (i) to protect the natural resources and environment of the Town of Kent; (ii) to create and maintain reports as required or permitted by the Connecticut General Statutes including Open Space Inventories, Natural Resource Inventories, and reports on the potential and actual impact of land use regulations in effect, under consideration, or recommended, on Kent's natural resources and environment; (iii) to educate the public about the natural resources and environment of Kent, and best practices in conservation and stewardship of those resources; and (iv) to assist Kent's Town Government, including the Planning and Zoning and Inland Wetlands Commissions, in carrying out their responsibilities and with regard to inquiries relating to Kent's natural resources and environment and in response to activities which impact such resources and environment.

### ARTICLE III - MEMBERSHIP

The Commission shall consist of five (5) members and two (2) alternate members, all of whom shall be electors of the Town of Kent. The First Selectman shall appoint the members and the alternate members to the Conservation Commission and shall, by appointment, fill the remaining term of any member or alternate member who vacates, resigns or leaves office. Members shall serve for three year terms and alternate members for one year terms commencing on the first Monday of December of the year of appointment. Members and alternates may serve consecutive terms. The First Selectman may remove any member or alternate member for cause as provided by Section 7-131a(a) of the General Statutes.

## ARTICLE IV - MEETINGS

The Conservation Commission shall conduct regular meetings each month, with the exception of August, pursuant to a predetermined schedule filed with the Town Clerk at least one month prior to the regular meeting scheduled for January. Regular meetings shall be held on the second Wednesday of each month unless that day is a legal holiday, in which event the regular meeting shall be scheduled for another day during that month.

Special meetings may be scheduled to address situations that arise unexpectedly, including but not limited to replacing a regular meeting that has been cancelled, to conduct time-sensitive business that cannot wait until the next regular meeting, or in order to continue business that cannot be completed within the regular meeting. In no case shall any meeting of the commission be held absent timely notice delivered to and posted by the Town Clerk.

A quorum of members shall be a simple majority of the current membership. Such quorum shall be required to conduct any meeting and all matters requiring a vote. Unless otherwise specified herein, the vote of a majority of the members present at any meeting shall constitute the action of the Commission. One or more alternate members may be elevated to voting status for the purpose of meeting the requirement of a quorum.

## ARTICLE V - OFFICERS

The Commission shall elect officers in the month of January for three-year terms. Said officers shall consist of a Chairperson, Vice-Chairperson, Secretary, and Treasurer. The Commission may elect additional officers as it deems necessary or appropriate. A special election, duly noticed, may be held to replace any officer who has resigned or is otherwise unable to serve for the balance of the unexpired term of said officer. The officers shall have such duties and responsibilities as outlined below.

### Chairperson

The Chairperson is responsible for scheduling meetings, setting meeting agendas, and shall preside at all meetings. In the event of procedural difficulties, Robert's Rules of Order (RONR 10th Ed., as may be amended from time to time) shall apply. Meeting agendas shall be distributed to the Commission members and the Kent Town Clerk within a reasonable time prior to any meeting but at a minimum of 24 hours prior to any meeting. Meeting agendas may be amended by Commission members at the beginning of each meeting. Unless delegated to others, the Chairperson shall act as the spokesperson for the Commission in matters of publicity, public relations, press releases or any other public communications. The Chairperson will prepare an Annual Report to the Town each year.

### Vice-Chairperson

The Vice-Chairperson shall assist the Chairperson in handling his or her duties when the

Chairperson is absent or upon request. The Vice-Chairperson shall succeed the Chairperson in the event that the Chairperson vacates, resigns or otherwise leaves office.

#### Secretary

The Secretary shall keep a complete record of the proceedings of the Commission and maintain a current list of the names, addresses, and contact information of its members. The Secretary shall maintain an archive of print media articles about the Commission and copies of all advertisements and press releases produced by the Commission. The Secretary shall record minutes at meetings and distribute copies of all minutes to the Town Clerk, the Land Use Administrator and all Commission members. Draft minutes of regular meetings shall be distributed no later than seven days after the meeting. Draft minutes for special meetings shall be distributed within 72 hours of such meeting. The Secretary may delegate some or all recordkeeping duties as needed.

#### Treasurer

The Treasurer shall have responsibility for all funds of the Commission. The Treasurer shall keep full and accurate accounts of the assets, liabilities, receipts and disbursements of the Commission, and shall deposit all contributions and any other monies in the accounts administered by the Treasurer of the Town of Kent. The Treasurer shall be authorized to coordinate with the Kent Town Treasurer to disburse monies as directed by majority vote of the members of the Commission and shall provide the members with a regular report on the state of the Commission's accounts. The Treasurer shall work with the Commissioners to formulate an annual budget in compliance with the Town of Kent's budgeting process.

### ARTICLE VI – SUBCOMMITTEES

The Commission may establish standing or temporary sub-committees to address specific tasks within its mission. Sub-committees may consist of one or more members of the Commission, and may include non-Commission individuals from among the general public. Subcommittees may meet as needed, and select their own Chairpersons. The Commission Chairperson shall be a voting ex-officio member of all sub-committees.

Meetings of sub-committees must adhere to the Commission's meeting requirements including provisions for notice and recording of minutes.

### ARTICLE VII – ADVISORS

The Commission may appoint one or more non-members to attend one or more meetings in an advisory capacity. Advisors are not counted for the purpose of a quorum and have no voting powers. Advisors serve at the pleasure of the Commission.

### ARTICLE VIII – CONFLICTS OF INTEREST

All commissioners and advisors must abide by the Town of Kent Code of Ethics, including as it relates to standards of conduct and conflicts of interest. Conflicts of interest shall be disclosed to the Commission by any person. No member of the Conservation Commission shall participate in discussions or decisions of the Commission upon matters in which he or she has a conflict of interest, nor shall such member attempt to influence decisions of the Commission related to the matter. The minutes of the meeting shall reflect the nature of the conflict of interest, that it was disclosed and the steps taken to manage the conflict.

#### ARTICLE IX –AMENDMENT OF BY-LAWS

The membership may modify and amend these by-laws by a majority vote of the Commission as a whole at either a special meeting called for that purpose or as an agenda item at a regular meeting. Proposed changes shall be submitted in writing to the Secretary and distributed prior to the meeting. Amendments shall take effect immediately.

Adopted: June 8, 2011