

MOODNA CREEK WATERSHED INTERMUNICIPAL COUNCIL

Operating Procedures
October 2019

I. PURPOSE

To continue to work together across municipal boundaries in order to protect, conserve, and enhance the water resources of the Moodna Creek and its watershed.

II. FUNCTION

The Moodna Creek Watershed Intermunicipal Council (hereinafter "Council") will work to address common issues related to the Moodna Creek Watershed, as identified in the Moodna Creek Watershed Conservation and Management Plan. Such efforts may include, but are not limited to, the following:

- A. Securing and sharing the public and private grants available to address issues pertaining to watershed protection and management;
- B. Utilizing each undersigned Parties' ability to address issues pertaining to the Creek and its Watershed;
- C. Creating an avenue for intermunicipal dialogue for addressing water quality and water quantity issues;
- D. Considering implementation of the Moodna Creek Watershed Conservation and Management Plan;
- E. Developing educational programs on watershed planning, flooding, pollution prevention, stormwater management, biological resources and other best management practices for individuals and municipalities;
- F. Coordinating other organizational efforts in each municipality that impact or benefit the resources of the Moodna Watershed; and
- G. Benefitting watershed Municipalities, individually and collectively, by integrating protection of watershed resources with economic and social policies.

III. MEMBERSHIP

In accordance with the Moodna Creek Watershed Intermunicipal Council Memorandum of Agreement (MOA), dated 4/29/13, the Council shall include the following voting members:

Voting Members:

- 1. Orange County Water Authority
- 2. Town of Blooming Grove
- 3. Town of Chester
- 4. Town of Cornwall
- 5. Town of Goshen
- 6. Town of Hamptonburgh
- 7. Town of Monroe
- 8. Town of Montgomery
- 9. Town of New Windsor
- 10. Town of Warwick
- 11. Town of Woodbury
- 12. Village of Chester
- 13. Village of Cornwall-on-Hudson
- 14. Village of South Blooming Grove

15. Village of Washingtonville
16. Village of Woodbury

Each Voting Member shall designate one primary representative and one alternate representative. Each voting member may, at its discretion from time to time, change its primary or alternate representative. If any voting member fails to win reelection, the municipality may choose to either designate a new representative or keep the now un-elected individual as the municipality's primary or alternate representative.

Non-Voting Members: In accordance with the Moodna Creek Watershed Intermunicipal Council MOA, the Council may include non-municipal entities or individuals as non-voting members. Prospective non-voting members shall submit a letter to the Council expressing their interest in gaining membership. The Council shall approve membership of said party by consensus of a quorum of the voting members that are in good standing. See Appendix A for a current list of non-voting members.

Compensation and Fees: Council members shall receive no compensation, remuneration or reimbursement of expenses arising out of Council membership, except as may be provided by the municipality that they represent.

Membership Requirements:

- A. Dues: To remain in good standing, municipal members are required to pay annual dues in order to fund projects that advance the mission of the Council; non-municipal members are not required to pay dues but are required to participate, as described in section B, below. The amount of dues per municipality will be determined at the first Council meeting of each year. Failure to pay annual dues by the first quarterly Council meeting will result in the revocation of that municipality's voting rights until such time that the municipality pays its dues. The following are two exceptions: 1) the OCWA is not required to pay dues because of the significant administrative and other in-kind services that it donates to the Council, and 2) while not encouraged, Council officers representing a municipality that has failed to pay dues can also have their dues waived due to their in-kind services.
- B. Participation: Both non-municipal and municipal members are required to attend or participate in at least one meeting of the Council or its Committee(s) per year. Committee meetings often have the option of calling in, and this will be considered as participation. If a non-municipal member does not attend or participate for one year, their membership will be suspended and they will no longer be considered a member. A municipal member that does not attend but pays dues will remain a member.

Removal or Suspension of Members: Members may be removed or suspended for cause including non-compliance with membership requirements. Additionally, any member can submit a letter of resignation at any time in order to be removed from the Council.

V. OFFICERS

The Council shall elect a Chairperson annually from among its voting members, and such Chairperson shall preside at Council meetings. The Council shall elect a Vice Chairperson annually among its voting members, and such Vice Chairperson shall preside at Council meetings in the absence of the Chairperson. The Council shall elect a Secretary annually from among its voting members. All officers will serve one-year terms and be selected by a quorum of municipal members at the first quarterly meeting of the year on an annual basis. The maximum terms is five years for each officer. The Secretary shall be responsible for keeping the records of all activities and decisions that take place at Council meetings.

VI. EXECUTIVE COMMITTEE

The voting (municipal) members of the Council shall constitute the Executive Committee of the Council. The designated primary representative from each voting member shall represent the voting member entity on the Executive Committee of the Council. In the absence of said designated primary representative, the alternate member designated by the voting member entity may represent the voting member entity on the Executive Committee of the Council.

VII. MEETING PROCEDURES

Meetings of the Council shall be called by the Chairperson, and held at least quarterly, or as otherwise necessary to accomplish the business and functions of the Council.

Meetings of the Council shall be open to the public. At any meeting of the Council, the general principles of parliamentary procedure shall be observed.

VIII. DECISION-MAKING

- A. Voting members must be in good standing to vote on any action proposed by the Council.
- B. Each voting member entity shall have one vote, which must be exercised in person by the designated primary representative or by the designated alternate representative.
- B. All actions taken by the Council shall be the consensus of a quorum of the voting members. Consensus can result from a vote taken at a Council Committee meeting or from determination at a Council meeting that there are no objections.
- C. A quorum, consisting of a majority of the voting membership that is in good standing, shall be required for the Council to vote on an action, and such quorum shall be demonstrated by the presence of the official designated primary representative or designated alternate representative at such meeting.

IX. CORRESPONDENCE

All Council members will receive materials related to Council matters by electronic mail unless otherwise requested.

X. ADMINISTRATION

The Orange County Water Authority agrees to undertake, if needed, administrative, technical and other duties necessary to facilitate the functions of the Council.

XI. COMMITTEES

The Council may form Committees, to work in conjunction with the Council, as necessary to carry out the functions and goals of the Council. Responsibilities of each Committee shall be determined by the Council at the time each Committee is formed. A Committee may include voting members and non-voting members of the Council and any other non-Council member appointed to the Committee by the Council to fulfill the charge of the Committee and to obtain public input and participation in ongoing activities. The Council shall designate a Chair for each Committee who will serve as the liaison to the Council. Committees may designate a Vice-Chair for their Committee who must be a member of the Council. Committees shall serve to advise the Council by recommending actions, which must be approved by the Council. Decisions by the Committees shall be made by consensus or by voting, at the Committee chair's discretion, and if votes are carried out, only members of the Council shall be entitled to vote on Committee decisions.

XII. AMENDMENTS

The Council may from time to time adopt, amend, or repeal all or any of these operating procedures of the Council, by a consensus vote of the members in good standing.

XIII. CONFLICT OF INTEREST

Voting and non-voting members shall not have any interest nor shall they acquire any interest, directly or indirectly which would or may conflict in any manner or degree with the operation and business of the Council. Should there be a conflict, the member, voting or non-voting, shall recuse themselves from such discussions and actions.

XIV. DISSOLUTION

The Council may be dissolved by two-thirds vote of the Council members. All assets of a tangible nature such as office equipment and physical and real property conditionally provided to the Council by any local municipality such as a County, Town or City shall revert back to such local municipality upon such dissolution unless otherwise required by law.

APPENDIX A

Non-municipal Council Members as of October 31, 2019

Highlighted members indicate those considered not in good standing as of 10/31/019.

1. Black Rock Fish and Game Club
2. Black Rock Forest Consortium
3. Concerned Citizens for the Hudson Valley
4. New York Natural History Council
5. NY/NJ Trail Conference
6. Orange County Land Trust
7. Orange County Federation of Sportsmen's Club
8. Palisades Interstate Park Commission
9. The Preservation Collective
10. Tectonic
11. John Mickelson
12. Dick Manley
13. Kate Ahmadi
14. Ed Butler
15. Friends of Walton Lake