

APPROVED AT TOWN COUNCIL MEETING OF APRIL 28, 2008.

BY-LAWS

LOWER GLEN FARM PRESERVATION COMMITTEE

APPROVED by LGFPC: February 19, 2008

I. GENERAL

A) The Lower Glen Farm Committee (hereinafter "Committee") is established in accordance with the General Laws of the State of Rhode Island and the Charter of the Town of Portsmouth and with the powers and authorities so granted. These By-Laws shall be in effect on November 1, 2007 and noted in the minutes of the meeting.

B) MEMBERSHIP

1. The Committee shall consist of up to twelve (12) residents of Portsmouth.
2. New members shall be appointed by the Town Council. Each member shall serve a 2 year term or until such time as that member resigns or is removed by the Town Council.
3. In case of a vacancy by resignation, or other reason, such vacancy shall be filled by the Town Council.
4. Any member of the Committee may resign by delivering a written resignation to the President of the Committee and the President of the Town Council.
5. Any reference in the By-Laws to "member" shall be to either sex.

II. ORGANIZATION

A) The Committee, at its first regular meeting of January, or as soon thereafter as possible, shall devote the first meeting or part thereof for:

1. The election of a Chair.
2. The election of a Vice-Chair.
3. The election of a Secretary.

B) The elections/appointments shall be made by a simple majority vote of the Committee while the acceptance of the By-Laws shall be by a majority vote. Elected officers shall serve for the term of one year. Officers may serve as many terms and/or consecutive terms as they choose.

C) The highest ranking officer from the preceding year shall be the temporary chair for the first meeting of the new year until a permanent Chair is selected; whereupon he/she shall relinquish the chair.

D) A quorum shall consist of more than one half (1/2) of the voting members.

III. VOTING OF MEMBERS

A) Each member of the Committee shall have one vote.

B) Any reference in these By-Laws to a "simple majority" shall mean a vote by a majority of the votes duly cast at the meeting, a quorum being present.

C) Any reference to a "majority vote of the Committee" shall require polling and registering of all absent members within forty-eight (48) hours by the Secretary.

D) The Chair shall have the right to vote on any issue before the Committee and may request that its vote be recorded in the minutes as well as that of other Committee members.

IV. MEETINGS

A) All meetings shall be conducted by the Chair, using Robert's Rules of Order as a guide. In the absence of the Chair, the Vice Chair shall preside over the meeting. In absence of both the Chair and Vice Chair, the Secretary shall preside over the meetings.

B) Business meetings shall be established by the Committee. The date, time and place of the next meeting date will be established at the conclusion of each meeting and published in the minutes.

C) Special or emergency meetings may be called by the Chair or by a majority of the members. All Committee members shall be notified of special or emergency meetings with three (3) days notice unless extreme circumstances dictate otherwise.

D) All actions shall be by a simple majority except where specified.

E) The meetings shall be held in the Town Hall unless otherwise decided by a simple majority of the members for a particular meeting. In case of an overflow of visitors and spectators, the Chair may adjourn and reconvene the meeting in another location.

F) Notices of all regular meetings with agenda and pertinent information shall be sent to all members no later than three (3) working days preceding the meeting.

G) The public is welcome at all Committee meetings.

H) Copies of the agenda will available to the public at the Town Hall, Public Library and at online at the Secretary of State's Office no later than two (2) days preceding the regular scheduled session.

I) In order to insure the public an opportunity to address the Committee, and in the interest of being fair and impartial, all questions and remarks at a Committee meeting must be addressed to the Chair. Discussion by individuals shall be limited to the individual agenda item.

J) Regular meetings shall start at 6:30 p.m. and adjourn when possible by 8:30 p.m.

V. AGENDAS

Regular meeting agenda will be formalized to provide information to the Committee for prior consideration of issues for planning and to prevent hasty, ill advised or ill conceived action.

A) Only items which are on the agenda as prepared by the Chair will be discussed at Committee meetings.

B) Items may be placed on the agenda by members of the Committee or citizens of the Town by calling or writing to the Chair, Vice Chair or Secretary by 7:00 p.m. six (6) working days preceding the regular meeting.

C) Any rule may be suspended for any meeting with the majority vote of all members of the Committee present.

VI. DUTIES AND AUTHORITIES

The Committee has the duties and authorities prescribed by the General Laws of the State of Rhode Island, which may included, but are not necessarily limited to those listed below:

A) Duties of the Chair

1. Prepare and post agendas for meetings.
2. Preside at all meetings of the Committee.
3. Appoint special committees or subcommittees for special purposes from time to time as deemed necessary.
4. Represent the Committee at special events and as directed by the Committee.
5. Provide communication to Committee members regarding relevant items that occur between regular meetings.

B) Duties of the Vice Chair

1. Preside at all regular or special meetings in the absence of the Chair.
2. Act for the Secretary as his/her representative in the absence of the Secretary.
3. Perform such duties as may be assigned by the Chair.

C) Duties of the Secretary

1. Post agenda online at Secretary of State's Office.
2. Keep and maintain minutes of Committee meetings, official acts and resolutions. Prepare minutes to be forwarded to the Town Clerk and all Committee members within two (2) weeks following the meeting.
3. Shall preside over meetings in the absence of Chair and Vice Chair.

D) General Duties and Authorities of the Committee

1. All members should make every effort to attend all meetings of the Committee. Absences interfere with the continuity of the activity, thereby requiring continuous updating which impedes Committee business. The Chair may request the resignation of any member with more than three (3) consecutive absences.

2. The Committee's primary duty is to uphold and implement the Mission Statement as adopted by the Portsmouth Town Council on June 12, 2006.

3. All Committee members are empowered to visit and examine Glen Farm whenever they deem it advisable. Individual members may observe the operation of the total administration of the property and submit observations to the Committee.

4. Members of the Committee have authority only when acting as a Committee legally in session. The Committee shall not be bound in any way by any action or statement on the part of any individual Committee member except when such statement or action is pursuant to specific instructions of the Committee.

5. A member of the Committee, by virtue of his or her office, shall not exercise any administrative responsibility or activity which may be construed as interference with respect to the operation of Glen Farm.

VII. MISCELLANY

A) Special Committees

The Committee may appoint such sub-committees of its members as it may deem advisable. Each sub-committee shall have the powers and perform the duties delegated to it by the Committee.

VIII. AMENDMENTS

A) These By-Laws may be amended at any meeting of the Committee at which a quorum is present by a simple majority vote, provided that thirty (30) days notice has been given; the notice of the proposed action has been included in the call for the meeting, and provided the action is not otherwise prohibited by law.

B) The thirty (30) day requirement may be waived by a majority vote of the Committee.