

**REDEVELOPMENT AGENCY OF FRANKLIN TOWNSHIP**

**BY-LAWS**

**COMMISSIONERS:**

**RICHARD BARBER  
MICHAEL GIANOTTO  
WILLIAM GRIPPO  
SHAWN HARVEY  
ROBERT HUETHER  
WILLIS SUMTER  
JAMES WALKER**

**DATED: MAY 16, 2000**

**REDEVELOPMENT AGENCY OF FRANKLIN TOWNSHIP**

**BY-LAWS**

**COMMISSIONERS:**

**RICHARD BARBER  
MICHAEL GIANOTTO  
WILLIAM GRIPPO  
SHAWN HARVEY  
ROBERT HUETHER  
WILLIS SUMTER  
JAMES WALKER**

**DATED: MAY 16, 2000**

REDEVELOPMENT AGENCY OF FRANKLIN TOWNSHIP

BY-LAWS

**Article I. OFFICES**

Section 1. The principal office of the Agency shall be at 475 DeMott Lane, Somerset, New Jersey or at such place in the Township of Franklin, County of Somerset, as the Agency may from time to time designate by Resolution.

**Article II. MEETINGS**

Section 1(a). **REGULAR MEETINGS.** Regular Meetings of the Agency shall be held monthly on such date and at such place and hour as may be fixed by the Chairman of the Agency. The Executive Secretary shall serve personally, or by mail, a written notice of such meeting addressed to each Commissioner of the Agency at his address as it appears in the records of the Agency. Such notices shall be given not less than forty-eight (48) hours nor more than ten (10) days prior to the date fixed for such meetings.

(b) **SPECIAL MEETINGS.** Special Meetings of the Commissioners may be called by the Chairman at any time, or shall be called by the Executive Secretary upon written request of three (3) Commissioners. The Executive Secretary shall serve personally or by regular mail, a written notice of such special

meeting, addressed to each Commissioner at his home or business address, not less than three (3) nor more than ten (10) days prior to such special meeting. Such notice shall state the purpose of which such special meeting is called.

(c). Any person who may desire to address the Commission or any person having business that they desire to bring to the attention of the Agency may do so by advising the Executive Director of the subject matter in writing and request to be present at a meeting. The Executive Director will then advise as to whether or not they are to appear before the Agency for the purpose of the discussion of the subject matter.

Section 2. **QUORUM.** The presence in person of four (4) of the Commissioners shall be necessary to constitute a quorum for the transaction of business at any regular or special meeting, but a lesser number may adjourn to some future time, and the Executive Director shall thereupon give at least three (3) days notice by mail to each Commissioner who is absent from such meeting.

Section 3. **VOTING.** At all meetings of the Commissioners, all questions, the manner of deciding which is not specifically regulated by statute, shall be determined by a majority vote of the Commissioners present in person, but not less than four (4) of the Commissioners present. All voting shall be by voice vote, and each Commissioner shall be entitled

to one vote. The voting on all questions shall be by roll call or by acclamation (provided that voting shall be by roll call if requested by any Commissioner) and the Yeas and Nays shall be entered on the minutes of such meeting. All resolutions shall be in writing and shall be filed in the Records and Minute Book of the Agency.

Section 4. **ORDER OF BUSINESS.** The order of business at all meetings of the Commissioners shall be as follows:

1. Roll Call;
2. Approval of Minutes of preceding meeting;
3. Reports of Secretary/Executive Director;
4. Reports of Committees, if any;
5. Correspondence;
6. Unfinished Business;
7. New Business;
8. Bills to be Approved for Payment;
9. Public Discussion;
10. Adjournment.

Section 5. **MINUTES OF THE AGENCY.** The Secretary/Executive Director shall sign the Minutes of the Agency Meetings both Regular and Special after having been approved by the Board of Commissioners.

Section 2. The Chairman and Vice Chairman shall be elected annually at a meeting of the Commissioners held annually for that purpose, and the Chairman and Vice Chairman shall hold office for the term of one year, or until their successors are duly elected.

Section 3. **DUTIES OF OFFICERS.** The duties and powers of the Officers of the Agency shall be as follows:

CHAIRMAN

The Chairman shall preside at all meetings of the Commissioners of the Agency.

He shall cause to be called regular and special meetings of the said Agency in accordance with these By-Laws.

He shall have the general control of the business of the said Agency subject to the direction of the Commissioners of the said Agency.

He shall sign all contracts, deeds, agreements and other instruments made in the name of the said Agency.

He shall enforce these By-Laws and perform all the duties incident to the position and office, and which are required by law.

He shall appoint members to all committees established.

He shall serve as an Ex-officio member of all committees.

VICE CHAIRMAN

During the absence and/or inability of the Chairman to render and perform his duties or exercise his powers as set forth in the By-Laws or in the Statutes and Laws under which this Agency is organized, the same shall be performed and exercised by the Vice Chairman; and when so acting, he shall have all the powers and be subject to all the responsibilities to or imposed upon such Chairman.

**Article V. COMMITTEES**

The Agency shall, by resolution duly proposed and adopted, appoint Standing Committees that will continue until dissolved by the Board of Commissioners. Special Committees may be established by the Chairperson, for special issues, programs, and other matters. These Special Committees must be renewed annually, through appointment by the Chairperson of the Board. Committee membership will be limited to three (3) Commissioners per Committee.

**Article VI. EXECUTIVE DIRECTOR**

Section 1. The Commissioners of the Agency shall select an Executive Director who shall serve at the pleasure of the Commissioners. Under the direction and supervision of the

Chairman and the Commissioners, he shall be the executive officer of the Agency as well as the Secretary of the Agency.

He shall prepare and serve all notices of the Agency. He shall also be custodian of the records and seal of the Agency and affix the same when so required. He shall present to the Commissioners at their stated meetings, all communications addressed to the Agency and bring to their attention all matters pertaining to its affairs and of his activities with respect thereto. He shall attend to all routine correspondence and attend to all of the duties incident to the office of Executive Director.

He shall also attend all meetings of the Commissioners of the Agency and shall record all the proceedings at such meetings and keep the same in the Record and Minute Book of the Agency.

He shall have the care and custody and be responsible for all the funds and securities of the Agency and deposit all such funds in the name of the Agency in such bank, or banks, trust company or trust companies, or safe deposit vaults as the Commissioners may designate. He shall sign and endorse in the name of the Agency all checks, drafts, warrants and orders for payment of monies payable to or by the Agency. All such checks, drafts, warrants and orders made payable to the Agency shall, in all cases, be deposited in the Agency's bank or banks, to its



credit. All checks, drafts, warrants and orders for payment of money by the Agency shall, except as may otherwise be noted, be signed by him, or in his absence by the Deputy Director and countersigned by the Chairman or Vice Chairman of the Agency.

At each regular or special meeting of the Agency, the Executive Director shall prepare and submit a complete list of bills and accounts payable for the approval of the Commissioners. Such list shall contain explanatory notes with respect to each item.

He shall exhibit at all times his books and accounts, as well as all records, papers, documents and correspondence to any Commissioner of the Agency at the office of the Agency. He shall render a statement of the condition of the finances of the Agency at each regular and special meeting; and at such other times as may be required of him.

He shall keep at the office of the Agency correct books of account of all its business and transactions and such other books and records as the Commissioners may require.

He shall be required to give the Agency such security as the Commissioners may decide for the faithful discharge of his duties. In addition to the above and in addition to acting as Secretary of the Agency and Executive Director, he shall do and perform such further duties as may be required of him by the Commissioners.

He shall also be responsible for the management of the office of the Agency.

Section 2. The Commissioners of the Agency may employ such additional employees as they may deem necessary and proper to perform such duties as may be laid down and required by the Commissioners and the Executive Director.

**Article VII. BILLS, NOTES, ETC.**

Section 1. All bills payable, notes, checks or other negotiable instruments of the Agency shall be made in the name of the Agency and must be signed by any two of the three following officers of the Agency, to wit: The Chairman or Vice Chairman or the Executive Director shall not have the power to make or incur any bill or bills payable, note, check, draft or warrant or other negotiable instrument, or endorse the same in the name of the Agency unless the same shall have been first approved at a regular or special meeting of the Agency and recorded in the minutes thereof; excepting, however, that the Executive Director, together with the Chairman and/or Vice Chairman of the Agency, may during intervals between meetings, incur or contract such necessary and proper obligations as may be required in the usual and regular course of the Agency's business.

Section 2. All bonds, notes or other obligations of the Agency evidencing the promise of the Agency to repay borrowed money shall be made in the name of the Agency and signed by the Chairman or Vice Chairman and attested by the Executive Director.

**Article VIII. AMENDMENTS**

These By-Laws may be altered, amended, repealed or added to by an affirmative vote of five (5) of the Commissioners of the Agency at any annual meeting or at any special meeting called for that purpose, provided that at least three (3) days' prior written notice shall have been sent to each Commissioner stating the alterations, amendments or changes that are proposed to be made in these By-Laws. If, however, all of the Commissioners shall be present at any regular or special meeting, these By-Laws may be amended by a unanimous vote without previous notice.

**RESOLUTION NO. 4– 2019**  
**OF**  
**THE REDEVELOPMENT AGENCY OF THE TOWNSHIP OF FRANKLIN**  
**SOMERSET COUNTY, NEW JERSEY**  
**AMENDMENT TO BYLAWS**

**WHEREAS**, the Redevelopment Agency of Franklin Township has adopted Bylaws that outline the Agency practices and procedures; and

**WHEREAS**, there exists a desire on the part of the Redevelopment Agency to amend the rules with respect to the timing of bills in light of the requirement of the New Jersey Prompt Payment Act; and

**WHEREAS**, the Bylaws may be amended by an affirmative vote of 5 members provided at least 3 days prior written notice has sent to each member stating the nature of the amendment or by unanimous vote without such previous notice.

**NOW, THEREFORE, BE IT RESOLVED**, on this 28<sup>th</sup> day of January, 2019 by the Redevelopment Agency of the Township of Franklin, Somerset County, New Jersey that the Bylaws of the Redevelopment Agency of the Township of Franklin shall be amended as follows:

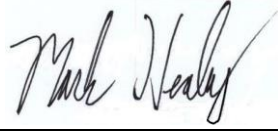
The fifth paragraph under Article VI, Executive Director, Section 1 (page 7) shall be revised to read as follows:

*At each regular or special meeting of the Agency, the Executive Director shall prepare and submit a complete list of bills and invoices paid on the Agency's behalf in the interval between meetings. Such list shall contain explanatory notes with respect to each item.*

Section 1 under Article VII, Bills, Notes, Etc. shall be revised to read as follows:

*Section 1. The Executive Director may pay, on behalf of the Agency, bills or invoices incurred by the Agency under the terms of a contract previously approved by the Agency (e.g., invoices submitted by the Agency attorney under the terms of their contract with the Agency). Any bills or invoices incurred by the Agency not under the terms of a contract previously approved by the Agency shall not be paid unless the same shall have been first approved at a regular or special meeting of the Agency, except that in the event of meeting cancellation(s) the Executive Director may pay such bills or invoices in order to ensure compliance with the New Jersey Prompt Payment Act provided written authorization to do so is provided by the Chairman or, in the event of no response from the Chairman within 3 days, the Vice Chair of the Agency. The Executive Director, together with the Chairman of the Agency, may during intervals between meetings, incur or contract such necessary and proper obligations as may be required in the usual and regular course of the Agency's business.*

This 28th day of  
January, 2019



Mark Healey,  
Executive Director / Secretary

	<b>YES</b>	<b>NO</b>	<b>ABSENT</b>
Ike Agudosi	<b>X</b>		
Kimberly Francois, Councilwoman	<b>X</b>		
Michael Gianotto			<b>X</b>
Robert Mettler	<b>X</b>		
Nina Jordan	<b>X</b>		
Dennis Sanders			<b>X</b>
Carl Wright, Councilman	<b>X</b>		