



City of Nashua
Conservation Commission
City Hall, 229 Main Street, PO Box 2019, Nashua NH 03061-2019
(603) 589-3105 www.gonashua.com

BY-LAWS

Updated and approved on January 3, 2017

Article I – Authority

The Nashua Conservation Commission is hereby established according to New Hampshire Revised Statutes Annotated (RSA) 36 - A and the Code of the City of Nashua, Chapter 12, Article 1, and is hereinafter referred to as the "Commission".

Article II – Principal Place of Business

The principal place of business of the Commission shall be at Nashua City Hall in the County of Hillsborough, State of New Hampshire.

Article III – Purpose and Functions

The Commission is established pursuant to the Nashua Revised Ordinances (NRO), Chapter 12, Article 1 and the New Hampshire Revised Statutes Annotated (RSA) 36-A:2 for the proper utilization, conservation, and protection of the natural resources and watershed resources which have been found to be vital to the public good and welfare. Pursuant to RSA 36-A: 2, the Commission shall conduct a review process on projects to ensure compliance with the city wetland ordinance and to make recommendations to the Zoning Administrator. The Commission will also review projects to ensure compliance with the city Water Supply Protection Ordinance and coordinate with and make recommendations to other city boards including the Planning Board and the Zoning Board of Adjustment. In support of this purpose, the Commission shall have the following duties:

1. Conduct research into its local land and water areas.
2. Seek to coordinate the activities of unofficial groups organized for similar purposes.
3. Keep an index of all open space and all natural, aesthetic, or ecological areas within the city, with the plan of obtaining information pertinent to proper utilization of such areas.
4. Keep an index of all wetlands, marshlands, swamps, and other wetlands in of a similar nature.
5. Recommend to the Mayor and Board of Aldermen or to the appropriate state agency program for the protection, development, or better utilization of such areas.
6. Keep accurate records of its meetings and actions.
7. File an annual report with the City Clerk to be included in the city's annual report.
8. Attend and provide environmental educational material at appropriate events held by the city.
9. Organize or participate in any activity the Commission deems necessary or relevant to protect the natural watershed resources for the public good and welfare.
10. Advertise, prepare, print and distribute maps, books, charts, plans, and pamphlets which in its judgment it deems necessary for its work.
11. Have the powers pursuant to RSA 36-A: 4, subject to the approval of the local governing body.
12. Have the power to accept on behalf of the City, conservation easements over lands within the City pursuant to NRO 12-2.
13. Prepare and adopt stewardship plans for conservation lands where applicable.
14. Review the provisions of the Water Supply Protection District (NRO 190-24).
15. Review the provisions of Article XI-Wetlands (NRO 190: 111-117).

Article IV– Finances

1. **General**

Monies received by the Commission may be expended for purposes consistent with the purpose of the Commission. The Commission shall expend monies received with restriction(s) or for such designated purpose(s). Any amount over \$50.00 unrelated to minutes taking shall be voted on by a majority of the Commission members and recorded by the Treasurer.

2. **Administrative**

The Commission shall limit its administrative expenditures for clerks and other employees to those appropriations so designated by the Board of Aldermen. Any unexpended balance from any such appropriations shall lapse in accordance with city budget procedures.

3. **Accounting Procedure**

All monies maintained or expended by the Commission shall be in accordance with city accounting procedures.

4. **Conservation Fund**

The Conservation fund is established under RSA 36 A: 5. The Commission shall provide recommendations to the Board of Alderman on the purchase of any conservation lands or conservation easements. Any balance in the fund shall carry over from one fiscal year to the next and shall not lapse.

Article V – Structure of the Commission

1. **General**

The Commission shall consist of seven (7) members and up to three (3) alternate members, all of whom are appointed by the Mayor and Aldermen for three-year terms. Additionally, up to two (2) student members may be appointed by the Mayor for a one-year term.

2. **Removal of a Commissioner**

A Commissioner may be recommended for removal from office by a two-thirds (2/3) vote of the Commission present at a regular meeting after a petition by a quorum of the Commission. This petition must be provided seven (7) days prior to the next regular meeting. The petition is then sent to the appointing authority.

3. **Reappointment of a Commissioner**

The review process of a commissioner whose term is up for reappointment will be conducted by the Chair at the first meeting in November, followed by a letter to the Mayor. The review process for the Chair shall be conducted by the Vice-Chair in like manner. A recommendation for reappointment by the commission is not binding on the mayor or board of aldermen.

4. **Lapse in Reappointment of a Commissioner**

In the event a commissioner's term has expired and there is a lapse in reappointment, an appointee's term will carry over until their replacement is appointed.

5. **Resignation of Commissioner**

A Commissioner may resign their position by informing the Commission and submitting a letter of resignation to the Mayor and Planning Department. The resignation shall be effective upon acceptance by the mayor.

Article VI – Officers

1. **Chair**

a. *Election and Tenure*

The Chair shall be elected by and from the membership no later than the second meeting of the Commission each calendar year. The Chair shall serve for a term of one calendar year and may be re-elected for successive terms.

b. *Duties*

The Chair shall, in addition to the duties imposed by law, preside at all meetings of the Commission at which he/she is present and direct the work of the Commission. He/she shall direct the calling of

meetings of the Commission. He/she shall appoint all committee members. Annual committee appointments shall be made by the Chair no later than the second meeting of the Commission following his/her appointment as Chair and thereafter, no later than the second meeting of the Commission each calendar year.

c. *Vacancy*

In the event of a vacancy in the office of Chair, the Vice-Chair shall assume the office of Chair for the remainder of the term.

2. **Vice-Chair**

a. *Election and Tenure*

The Vice-Chair shall be elected by and from the membership no later than the second meeting of the Commission each calendar year. The Vice-Chair shall serve for a term of one calendar year and may be re-elected for successive terms.

b. *Duties*

The Vice-Chair shall preside at all meetings of the Commission in the absence of the Chair and shall perform all duties and have all powers of the Chair in case of temporary absence or incapacity of the Chair. The Vice-Chair or designee shall record votes and stipulations, submitting such to Planning staff within 24 hours after the votes have been taken.

c. *Vacancy*

In the event of a vacancy in the office of Vice-Chair, a special election shall be held to fill the office for the remainder of the term. The special election shall be held no later than the second meeting after which the vacancy occurred.

3. **Clerk**

a. *Election and Tenure*

The Clerk shall be elected by and from the membership no later than the second meeting of the Commission each calendar year. The Clerk shall serve for a term of one calendar year and may be re-elected for successive terms.

b. *Duties*

The Clerk, or his/her designee, shall keep accurate records of the meetings and other proceedings of the Commission as required by RSA 91-A et seq. The Clerk or his/her designee shall notify each member of each meeting of the Commission in accordance with Article XI below. He/she shall prepare and file an annual report with the City Clerk by the end of October. The Clerk shall keep the New Hampshire Association of Conservation Commissions up-to-date on Nashua Commission activities. The Clerk shall perform all other duties imposed by law, assigned by the Chair, or otherwise herein provided.

c. *Vacancy*

In the event of a vacancy in the office of Clerk, a special election shall be held to fill the office for the remainder of the term. The special election shall be held no later than the second meeting after which the vacancy occurred.

4. **Treasurer**

a. *Election and Tenure*

The Treasurer shall be elected by and from the membership no later than the second meeting of the Commission each calendar year. The Treasurer shall serve for a term of one calendar year and may be re-elected for successive terms.

b. *Duties*

The Treasurer shall maintain an accurate record of the funds and other properties, real and personal, which the Commission has available and present an accounting to the Commission at least twice a year.

c. *Vacancy*

In the event of a vacancy in the office of Treasurer, a special election shall be held to fill the office for the remainder of the term. The special election shall be held no later than the second meeting after which the vacancy occurred.

5. Removal of an Officer

An Officer may be removed for cause by a two-thirds (2/3) vote of the Commission present at a regular meeting after a petition by a quorum of the Commission. This petition must be provided seven (7) days prior to the second next regular meeting. In addition, copies of the petition must be sent to the Mayor and Board of Aldermen.

Article VII- Duties of Members

Each member of the Commission, including the Chair, Vice-Chair, Clerk, and Treasurer shall carry out the duties, functions and responsibilities of the Commission as detailed in Article III. In addition, regular attendance at meetings is expected. Excessive absenteeism could be cause for recommendation for removal from the Commission. Members must be able and willing to participate in site walks and inspections of projects that may be scheduled on weekends, early mornings, or early evenings during any time of year. Efforts will be made to accommodate personal schedules as much as practicable. Members have a duty to inform the Chairman or assigned Planner if they will not be able to attend. Members are expected to come prepared to meetings and site walks by reading the Application and any background information ahead of time and participating in the dialogue at meetings. Commissioners are also encouraged to attend workshops and conferences in order to improve their skills and understanding of conservation issues. All members are expected to share in the tasks of report writing, research of issues, and note taking at site walks.

Article VIII- Alternate Members

Alternate Commissioners may have all the rights and privileges of Commissioners with the exception being the right to vote or to hold the offices of Chair or Vice Chairman. Alternate Commissioners shall have the right to vote when their presence is required to constitute a quorum. If two (2) alternates are present, with only one (1) Commissioner absent, the voting right is decided by coin toss at the beginning of the meeting. Due to the nature of project review that may occur over several weeks or months, Alternates are strongly encouraged to maintain regular attendance at meetings and site walks. This is necessary in order to be able to provide a knowledgeable opinion and a fair, thoughtful vote if voting by the Alternate is required. They also must be able to step into role of a full Commissioner when an opening occurs.

Article IX- Student Members

Student Commissioners serve in an advisory capacity and are not eligible to hold office, participate in non-public sessions or vote. Student members act as liaisons between the Commission and their schools to suggest and participate in activities beneficial to local conservation efforts. A letter will be sent to the Principal of each high school in Nashua outlining the program and requesting the name of one interested student. If more than two (2) students are qualified for appointment by the Mayor, finalists will be chosen by lottery. Interested schools not chosen in the lottery will be given additional weight the following year, if a lottery is required, to improve their chances of being chosen.

Student Commissioners are subject to the requirements listed in Article VII – Duties of Members.

Article X – Committees and Consultants

1. Committees

Committees shall be established by vote of the members of the Commission for any purpose deemed necessary in accordance with the purpose of the Commission. Committee members shall be members of the Commission and shall be appointed by the Chair of the Commission as provided by Article VI above. Each Committee shall report to the Commission at such times as the Commission may require.

2. Consultants

By vote of the members of the Commission, Consultants to the Commission may be contracted for any purpose deemed necessary in accordance with the purpose of the Commission. Each Consultant shall report to the Commission at such times as the Commission may require. Consultants may be hired to provide specialized technical assistance, reports, or opinions on matters that may come before the Commission. They also include clerical assistance in carrying out the work of the Commission.

Article XI – Meetings

The Chair shall direct the calling of not less than one (1) regular meeting of the Commission each month no later than the first meeting in December. The Commission shall communicate its schedule for the upcoming year to the Planning Board. Such regular meetings shall be held on the first and third Tuesday of each month at 7:00 p.m. at City Hall, unless otherwise specified by the Commission or by the Chair prior to the first or third Tuesday. Special meetings may be held, if necessary, at the discretion of the Chair. It shall be the duty of the Chair to call such a meeting when requested to do so in writing by a majority of the members of the Commission and when such written request specifies the purpose of such a meeting. At any special meeting, no business other than that specified in the written notice may be considered except by unanimous consent of those present. A notice or waiver of notice of a meeting need not specify the purpose(s) of the meeting, unless otherwise provided herein. A meeting may be postponed or cancelled by the Chair due to adverse weather, lack of a quorum, or similar reasons and all members will be notified.

Article XII – Transaction of Business

1. Quorum

A Majority of the Members of the Commission then in office, and not disqualified, shall constitute a quorum for the transaction of any business.

2. Conduct of Meetings

All meetings shall be conducted pursuant to parliamentary authority, as generally set forth in Robert's Rules of Order. The order of the agenda shall generally be as follows but may be modified as needed by agreement of the Commissioners present:

- a. Call to Order
- b. Roll Call
- c. Approval of previous minutes
- d. Old Business
- e. New Business
- f. General Discussion
- g. Correspondence
- h. Informational Items and Public Comments
- i. Non-Public Session
- j. Adjournment

All agenda items shall be identified by title or subject matter both on the written notice of each meeting and prior to consideration at any meeting. All requests for items to be included on the agenda shall be filed with the Chair on or before five (5) o'clock p.m. two (2) weeks preceding the meeting. Any matter not requiring prior legal notice may be placed on the agenda at any meeting by a majority vote of the members present.

3. Voting

A vote of the majority of the voting members of the Commission shall be sufficient to take up any matters. Any member may request that his/her vote on any issue be recorded as an abstention and may withdraw from consideration on any issue. At the request of any member, the chair shall call for a recorded roll call vote on any issue. A vote that ends in a tie shall be considered an unfavorable vote. There is no absentee voting although a Commissioner *in absentia* may have their opinion or comments read into the minutes prior to the vote.

4. Conflict of Interest

No member of the Commission shall introduce, speak on, or vote on any motion, resolution or issue in which that member has a personal or pecuniary interest, direct or indirect.

5. Right to know

All meetings of the Commission shall be held in accordance with the provisions of RSA, Chapter 91-A, as amended, relating to meetings open to the public and non-public sessions. Direct communications between an Applicant or their representative and a Commissioner, such as via phone or e-mail, are to be discouraged and must be reported at the next meeting with the gist of the communication recorded in the public record.

Article XIII– Public Hearings

1. The Commission may hold public hearings or informational hearings when it determines that such hearings will be required or in the public interest. Notice of such hearings shall be published or posted at least fourteen (14) days prior to the date of hearings. The matter before the Commission shall be presented in summary form by a member of the Commission or by a person designated by the Commission. Any parties in interest shall be allowed to appear before parties not in interest.

2. Testimony or other evidence shall not be presented under oath. A record shall be kept of those persons testifying and/or presenting evidence at such hearings and, if appearing on behalf of another person or entity, the name of such person or entity.

Article XIV – Amendments to By-laws

These by-laws become effective immediately upon adoption by a two-thirds (2/3) majority of the Commissioners present at a meeting at which a quorum has been established. They may be amended at any time by two-thirds (2/3) majority of the Commissioners present at a meeting at which a quorum has been established, providing that all Commissioners have been given at least seven (7) days written notice of the proposed amendment(s). All meetings prior to the adoption of these by-laws are ratified.

At the meeting of the members the Conservation Commission of the City of Nashua, held in Nashua, New Hampshire on the First Tuesday of the Month of January on the date of January 3, 2017, said by-laws were presented and read, and upon a motion by Daniel Cederquist duly seconded, by Sherry Dutzy. The motion passed 5-0 the following resolution was adopted.

Resolved: That the foregoing by-laws, as amended, be adopted as the by-laws of the Conservation Commission of the City of Nashua, and be made part of the permanent records of the organization.

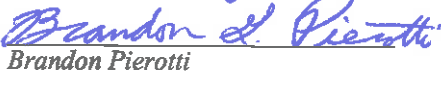
We, the undersigned, being all the members of the Conservation Commission of the City of Nashua, do hereby severally make oath that the foregoing is a true record of the adoption of the foregoing by-laws of the Conservation Commission of Nashua.

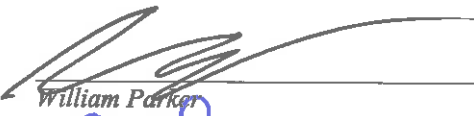
MEMBERS:


Michael Gallagher, Chair


Don Cederquist


Sherry Dutzy, Treasurer


Brandon Pierotti


William Parker


Dan Sloan


RICHARD GILLESPIE, CLERK

