

**BYLAWS**  
**OF**  
**THE SOMERSET RARITAN VALLEY SEWERAGE AUTHORITY**  
**(AS AMENDED FEBRUARY 1, 1993)**

ARTICLE I

1. The main office of the Authority shall be at its treatment plant on Polhemus Lane in the Township of Bridgewater, in the County of Somerset, New Jersey.

2. The Authority may have offices at such other place or places as it may from time to time designate.

ARTICLE II

Meeting of the Authority and Quorum

1. An annual meeting of the Authority for the election of a Chairman, Vice Chairman, Treasurer and Secretary, and for the transaction of any other business that may come before the meeting shall be held at six o'clock P.M., or such time thereafter as the Chairman shall designate, on the first Monday of February in each year. All the aforesaid officers shall hold office until the first Monday of February of the following year or until their respective successors have been appointed and qualified. They shall receive no compensation by virtue of their offices. An officer who misses three (3) consecutive regular meetings of the Authority may be removed from office by a vote of two thirds (2/3) of the entire membership of the Authority at a regular meeting or a special meeting. A replacement will be elected to complete the balance of the term of the officer who is removed.

2. A regular meeting of the Authority for the transaction of any business that may come before the meeting shall be held at seven-thirty o'clock P.M., on the fourth Monday in each month or at such other time as may be designated at the annual meeting.

3. All annual and regular meetings of the Authority, and any continued or adjourned sessions thereof, shall be open for the transaction of any business within the powers of the Authority without notice of such business. All such meetings may be held without notice to the members of the Authority other than the provisions of these bylaws. If the day specified for any such meeting is a legal holiday then such meeting shall be held on the next following day which is not a legal holiday, or on such other day as may be designated by the Authority. The time stated for every such meeting shall be Eastern Standard Time or Eastern Daylight Saving Time as may be in effect.

4. Special meetings of the Authority may be called at any time by the Chairman or Vice Chairman and shall be called by the Secretary or Executive Director upon written request of one third (1/3) of the members of the Authority, upon written notice mailed at least two days before such meeting to each member of the Authority, or delivered to each member of the Authority at least twenty-four hours prior to such meeting, specifying the date, time, place, and purpose of the meeting.

5. All meetings of the Authority shall be held at its main office or at such other place as a majority of the members of the Authority may expressly approve. Notice of any and all special meetings of the Authority may be waived by any member of the Authority, and any special meeting notice of which shall have been so waived by each member of the Authority not there present shall be open for transaction of any business within the powers of the Authority without special notice of such business.

6. At all meetings of the Authority, a majority of the entire authorized membership of the Authority shall constitute a quorum, and actions may be taken and motions and resolutions adopted by the Authority by a vote of the members present except for those actions, motions, and resolutions which require a larger number as set forth in these bylaws. In the event a quorum is not present, any lesser number of the members may adjourn any meeting to some future time not more than ten (10) days later.

7. The following actions, motions, and/or resolutions involving the matters set forth below shall require the vote of two thirds (2/3) of the entire membership of the Authority: any changes to these bylaws; any changes to the organization certificates and resolutions as may be within the powers of the Authority; bond issues, both permanent and short term financing; appointment or dismissal of the Executive Director; capital expenditures; connection fees; service contract changes; changes in the contractual flow capacity and limitations imposed upon members and/or other contract municipalities.

### ARTICLE III Officers

1. The officers of the Authority shall be a Chairman, a Vice Chairman, a Secretary, and a Treasurer who shall be members of the Authority. The offices of Secretary and Treasurer may be held by the same person.

2. The Authority may also from time to time appoint and employ such professional and technical advisors and experts and other such officers, including an Executive Director (who need not be a member of the Authority) and other agents and employees as it may require and may fix and determine the qualifications, terms of office, duties, and compensations of all its officers and such advisors, experts, agents, and employees.

3. Vacancies in any office having a fixed term shall be filled by the Authority for the unexpired balance of the term.

### ARTICLE IV Chairman and Vice Chairman

1. The Chairman shall preside at all meetings of the Authority and shall have general supervision, direction, and control of the affairs of the Authority.

2. The Vice Chairman shall possess such powers and shall perform such duties as may be assigned from time to time by the Authority and, in the absence or incapacity of the Chairman, shall assume and perform all duties and powers of the Chairman.

ARTICLE V  
Secretary

1. The Secretary shall keep the official records and the seal of the Authority, shall certify when required copies of documents and records, and shall from time to time perform such other duties as may be assigned to him by the Authority. The Executive Director shall perform such of the duties of the Secretary as may be designated by the Authority (except certification of documents and records required by any bond or other resolution of the Authority to be certified by the Secretary).

ARTICLE VI  
Treasurer

1. The Treasurer shall make and file such financial reports as the Authority may find to be necessary or desirable.

2. The Treasurer shall make and give bonds, undertakings, or other security for the faithful performance of his duties as maybe fixed from time to time by the Authority.

3. The Treasurer shall receive all moneys due to the Authority and shall be the custodian of all the funds of the Authority disbursing the same only on the order of the Authority. He shall perform such other duties as may be assigned from time to time by the Authority.

ARTICLE VII  
Committees

1. The Chairman, or the Authority, may from time to time appoint committees composed of Authority members whenever deemed necessary or desirable in carrying out the business of the Authority.

ARTICLE VIII  
Amendment

1. The bylaws may be altered, amended or repealed without previous notice at any regular monthly meeting of the Authority by the votes of at least two thirds (2/3) of the entire membership of the Authority or at any special meeting of the Authority, duly called and held for the purpose of amending or repealing the bylaws, by the votes of at least two thirds (2/3) of all members of the Authority.

ARTICLE IX

1. These bylaws, as amended, shall take effect February 1, 1993.