



Resolution No. 86-2020
Adoption Date 11/4/2020

No Sufficiency of Funds Required: B. Taylor
Form and Legality: D. Minchello

RESOLUTION AMENDING THE BYLAWS OF THE AUTHORITY

WHEREAS, the Authority maintains by-laws for the operation of the Authority; and

WHEREAS, the Board of Commissioners of the Union County Improvement Authority does hereby amend Section 5.5c Personnel, Procurement and Insurance Committee and Section 6.4 Duties of Employees, Staff and Professionals of the by-laws for the Authority;

NOW THEREFORE BE IT RESOLVED by the Board of Commissioners of the Union County Improvement Authority as follows:

1. The above recitals are incorporated herein as if fully set forth at length;
2. This Board hereby approves the amendment to the by-laws which is attached hereto and made a part hereof as Appendix A.
3. This resolution shall take effect immediately.

Commissioner	Motion	Second	Yes/Aye	No-Nay	Abstain	Absent
David Barnett		✓	✓			
Steve Hockaday	✓		✓			
Christopher Kolibas			✓			
Debra Marshall			✓			
Andrea Mojica			✓			
Ahmed Shehata			✓			
Scott Huff, Vice Chairman						✓
Sebastian D'Elia, Chairman			✓			

Appendix A
AMENDMENT TO THE BYLAWS OF
THE UNION COUNTY IMPROVEMENT AUTHORITY

ARTICLE V

Section 5.5c Personnel, Procurement and Insurance Committee. The Committee shall review wage policies, salary increments and make appropriate recommendations thereto in consultation with the Executive Director for the Authority. The Committee shall implement the procedures for the Procurement of Professional Services as set forth in Section 6.3, and, from time to time, make recommendations to the Authority with respect to the Authority's insurance policies.

ARTICLE VI
EMPLOYEES STAFF AND PROFESSIONALS

Section 6.1 **Appointments.** The Authority may appoint and employ (without regard to the provisions of Title 11A of the Revised Statutes) an Executive Director or Union County Project Manager who shall be responsible for the hiring of all full or part-time employees, and such managerial personnel, support staff, technical advisors and experts, professional employees and persons who render professional services as set forth in *N.J.S.A. 40:37 A-44 et seq.*, as the Authority may determine necessary for its efficient operations. The Authority shall determine the qualifications, duties and compensation of all employees.

Section 6.2 **Terms and Conditions.** The terms and conditions of appointment to or employment with the Authority shall be as set forth in a resolution, or in any agreement as may be executed between the Authority and the appointee or employee. The provisions of this section shall not apply to the procurement of profession and consultant services.

Section 6.3 **Procurement of Professional Services.** It shall be the policy of the Authority to make professional appointments on the basis of demonstrated competence and

qualifications for the type of services required by the Authority at fair and reasonable fees or compensation. This policy shall apply to the hiring, contracting and appointing of all professionals to provide professional services as defined in the Location Public Contracts Law, *N.J.S.A. 40A:11 et seq.* At the discretion of the Authority, the Authority may determine to solicit Requests for Qualifications pursuant to *N.J.S.A. 19:44A-20.4 et seq.*

Every contract for professional services shall be negotiated with the professional by the Executive Director or Union County Project Manager; and General Counsel to the Authority and approved by the Authority. The contract shall contain a scope of services provision. The duties and tasks of professional service providers shall be assigned by the Board of Commissioners; or the Executive Director or Union County Project Manager.

Section 6.4 Duties of Employees, Staff and Professionals.

- a. Executive Director or Union County Project Manager.** The titles shall be synonymous. The Executive Director shall perform the administrative duties and control the day to day operations as designated by the Authority. The Executive Director shall be responsible for the hiring of all full or part-time employees, and such managerial personnel, support staff, technical advisors and experts, professional employees and persons who render professional services as set forth in *N.J.S.A. 40:37 A-44 et seq.*, as the Authority may determine necessary for its efficient operations. The Executive Director shall have absolute discretion to make expenditures necessary to the day to day operations of the Authority, without the necessity of consultation with, or prior approval from, the Chairperson or the Authority's Board of Commissioners, whenever such expenditures for goods or services shall be \$15,000.00 or less. The Executive Director shall have the obligation to secure the prior approval of the Chairperson whenever it is

determined that a necessary expenditure for goods or services will fall within a range greater than \$15,000.00 but less than the applicable statutory bid threshold under the Local Public Contracts. In the event that the Chairperson of the Authority is unavailable, the Executive Director shall secure the approval from the Vice Chairperson or next ranking officer, or next ranking member of the Authority by seniority as may be available in such emergent circumstance, prior to making the actual expenditure.

b. ~~Deputy Executive Director.~~ ~~In the even of an absence of the Executive Director, the Deputy Executive Director shall perform the administrative duties of the Executive Director and the day to day operations, at no additional compensation, in consultation with the Chairman and General Counsel. In all other circumstances, the Authority may, by resolution, delegate such duties in such a manner as it deems necessary and appropriate under the circumstances.~~

e. ~~Clerk.~~ ~~The Clerk shall be appointed and employed by the Authority. The Clerk shall attend all meetings of the Authority, act as recording secretary, and record all votes. The Clerk shall keep a record of the proceedings of the Authority in bound form, in a Minute Book and Resolution Book to be maintained for such purpose. He or she shall keep the seal of the Authority in safe custody and shall affix such seal to all papers authorized to be executed by the Authority requiring such seal to be affixed. The Clerk may cause copies to be made of all minutes, resolutions and other records and documents of the Authority, and certify under the seal of the Authority that such copies are true copies, and all person dealing with the Authority may rely on such certification. He or she shall perform such other duties as are incident to the office or as may be assigned from time to time by the Authority. The Clerk shall be responsible for responding to requests made to the Authority pursuant to the Open Public Records Act.~~

c. Staff Personnel. The duties and obligations of all staff personnel shall be set forth

from time to time by the Authority as stated in the respective job description.

d. General Counsel. The Authority shall appoint the General Counsel, who shall be the legal advisor the Authority, and who shall furnish such opinions, advice and counsel as shall, from time to time, be required. The General Counsel shall represent the Authority in all legal matters or hearings, as directed by the Authority, and shall perform such other duties as shall be assigned to him or her by the Authority.

Section 6.5 Affirmative Action Policy. It shall be the Authority's policy to provide fair and equitable treatment for all employees regardless of race, religion, color, national origin, age, gender, disability, sexual orientation or affection, marital status, blood borne pathogens, military or veterans' status, in compliance with federal, state and local laws.