

BYLAWS
Revised (date) 2-5-2013

**PENNSYLVANIA DEPARTMENT OF ENVIRONMENTAL PROTECTION
ENVIRONMENTAL JUSTICE ADVISORY BOARD**

ARTICLE I. NAME: The name of this Board shall be the Pennsylvania Department of Environmental Protection's *Environmental Justice Advisory Board (EJAB)*.

ARTICLE II. AUTHORIZATION: The EJAB is authorized by the Secretary of the Pennsylvania Department of Environmental Protection.

ARTICLE III. PURPOSE: The EJAB may recommend to the Secretary the adoption, amendment, or repeal of such rules, regulations, standards, criteria, policies, guidance and procedures as it deems necessary and advisable for implementation of the agency's environmental programs and recommendations of the Environmental Justice Work Group.

ARTICLE IV. MEMBERSHIP: The Board shall consist of 15 members from a broad cross-section of interests including, but not be limited to, private citizens from low-income and minority communities, regulated entities, local governments, environmentalists, academia, and industry.

The Secretary of the Department shall appoint or reappoint members of the Board at his or her discretion every other year or ~~as a two year term. required.~~

- A. Any member not attending two (2) consecutive meetings without prior notice to the chairperson may be recommended for removal upon a vote of the board. The chairperson will make this recommendation to the Secretary of the Department.
- B. Board members represent themselves even though they have been selected to serve in the above broad categories.
- C. The Secretary of the Department may, at any time, fill any vacancy on the Board.
- D. Members shall be permitted to vote via a proxy vote on issues that have previously been discussed or distributed. Proxies shall be submitted in writing via email or delivery of documents prior to the vote to the attention of the staff of EJAB.
- E. Participation in Meeting by Telephone and Other Means – One or more members may participate in a meeting of the board by conference telephone or similar communications equipment by which all persons participating in the meeting can

Comment [CH1]: Are you saying an initial 2 year term and then as required? Appointed for 2 year terms every two years? This is inconsistent and the recommendation is a two year term.] Suggested change "a two year term." John Waffenschmidt

hear each other. All persons so participating shall be deemed present in person at the meeting.

ARTICLE V. VOTING: Members shall be entitled to one (1) vote, in person, on all matters that come before the Board. A quorum for voting requires the presence of half plus one Board members. An affirmative vote is a simple majority of those members present. Presence is defined as (i) in person; (ii) in a manner where Board Members can, within reason, communicate in real time including but not limited to conference calls and computer conference. Members are permitted to vote via a proxy vote in accordance with Article IV-D. No action can be taken on a specific matter unless the meeting and its agenda meet the requirements of the Pennsylvania Sunshine Act.

ARTICLE VI. OFFICERS: The officers of the Board shall be a chairperson and a vice-chairperson.

- A. CHAIRPERSON: It shall be the duty of the chairperson to preside at all meetings of the Board, call special meetings, and perform such other duties as pertain to the office of chairperson.
- B. VICE-CHAIRPERSON: It shall be the duty of the vice-chairperson to perform the duties of the chairperson in his or her absence. He/She shall also assist the chairperson in the performance of such duties as may be assigned by the chairperson.
- C. TERM OF OFFICE: The term of office shall be two calendar years or until successors are elected.

ARTICLE VII. SECRETARY: The Department of Environmental Protection shall delegate an employee to perform the necessary secretarial duties for the Board. The Office of Environmental Advocate will perform the secretarial duties which includes: providing timely notice of meetings and standing committee meetings to the affected members and to the public; recording, transcribing, and maintaining a permanent file of the transactions (including minutes) of the Board; receipt, preparation, and transmittal of incoming and outgoing correspondence of the Board and maintenance of a permanent file of such correspondence; performing such duties as may be requested by the Board.

ARTICLE VIII. ELECTION OF OFFICERS: The officers of the Board may be elected at any meeting or special meeting of the board where quorum has been attained in accordance to Article V. Officers shall be elected by a simple majority of those members present at any meeting where a quorum has been attained, provided that written notice of the election shall be sent to each member at least one week prior to the meeting.

ARTICLE IX. STANDING COMMITTEES: ~~The Board~~~~Board members can~~ ~~may~~ create committees (at its discretion) and establish guidelines for their operations.

Comment [CH2]: Suggestion to change to "The Board" Arthur Frank

Comment [CH3]: Suggested change to "can." John Waffenschmidt

ARTICLE X. MEETINGS: The Board will meet quarterly. Regular meeting dates shall be established on an annual basis. Alternate meeting dates and additional meetings shall be called by the chairperson or at the request of the Department. Subcommittee meetings shall be called by subcommittee chairpersons with notification to the full Board.

ARTICLE XI. OUTSIDE PRESENTATIONS: Outside presentations such as speakers, films, etc., will be allowed at the discretion of the chairperson. Any member may request the Board as a whole to determine whether a presentation shall be permitted.

ARTICLE XII. AMENDMENTS: These bylaws may be amended, repealed, or suspended at any meeting of the Board by a simple majority vote of the ~~members of the quorum present~~ Board at that meeting, provided that written notice of such amendment, repeal, or suspension shall be sent to each member at least one (1) week prior to the meeting.

Comment [CH4]: Suggest change is to clarify a vote must take place with quorum present from the Board. Change to "quorum present." Laureen Boles

ARTICLE XIII. WRITTEN NOTICE: Whenever written notice is required to be given by these bylaws, it may be given in person; or by sending a copy thereof by first class or by facsimile transmission ("FAX"); or by electronic mail, to the address or number supplied to the EJAB for the purpose of notice. If the notice is sent by mail, it shall be deemed to have been given when deposited in the United States mail or with a telegraph office or courier service for delivery. If sent by FAX or by electronic mail, it shall be deemed given when dispatched. A notice of meeting shall specify the place, day and hour of the meeting and any other information required by statute or these bylaws.

ARTICLE XIV. BOARD REPRESENTATION: The Board shall act as a body in all matters, and only the chairperson or his or her designated spokesperson shall communicate with the Secretary or with third parties on behalf of the Board. Board members can meet with these parties with the intent of representing themselves.