

**Delaware Center for the Inland Bays
Citizens' Advisory Committee
Operating Rules**

I. Responsibilities

The Citizen Advisory Committee (CAC) of the Center for the Inland Bays (CIB) shall be responsible for providing objective watershed stakeholder concerns, advice and guidance to the Board of Directors of the CIB (Board) on matters of developing public understanding, interest, and participation in the implementation of the Comprehensive Conservation and Management Plan for the Delaware's Inland Bays (CCMP). Additionally, the CAC shall advise the Board on issues relating to public education about the Inland Bays and the Watershed and the application of the CCMP.

II. Roles

The CAC shall work under the authority of the Board and is subject to the bylaws of the CIB. The CAC serves as the watershed stakeholders' advisor to the Board on all matters of concern to the citizens and users of the land and water of the Inland Bays and Watershed. The CAC shall carefully consider all issues of Citizen concern brought to its attention. Such issues will be reviewed and compared to the CCMP. If found comparable to an item in the CCMP a resolution shall be formulated, with consensus of the membership, and taken to the Board at the next scheduled Board meeting. If an issue is found not to be in the CCMP a resolution, with consensus of the membership, will be taken to the Board for consideration for action in relation to one or more of the CCMP Action Plans. If the issue is one that requires or is believed to require scientific review and or study, it will be formally sent to the Scientific and Technical Committee (STAC) of the CIB. All issues will be considered bases for further education of watershed stakeholders.

III. CAC Membership

A. Appointment and Terms of Office

Membership in the CAC shall be by appointment. Citizens interested in being nominated and appointed shall submit a completed application to the Executive Director (ED) of the Center for the Inland Bays for consideration. To be eligible to serve as a voting member of CAC, a member must be a resident of the Inland Bays Watershed. All members will have one vote and a simple majority of those present at a formally announced meeting will be considered a consensus

The ED will forward applications to the Executive Committee for review and selection. The Executive Committee will forward their recommendations to the full Board for approval. Membership of CAC will be limited to 24 members and each member will be encouraged to have an alternate. The CAC Chair shall recognize such proxies prior to

undertaking business at any meeting. Proxy members shall have the voting rights of the absent member. The CAC may request an increase to the membership by a resolution to the Board submitting the name(s) of the new member(s) and approved by two thirds of the current membership.

Membership from government entities, such as the Inland Bays or DNREC, is encouraged. However, such members must indicate at the beginning of a meeting if their attendance is an official capacity and that they will abstain from voting. All individuals with a vested interest in the watershed and a property owner or resident in the watershed will be considered for CAC membership. Members will be encouraged to represent a public or private group, or commercial interest in the watershed. Some suggested public, private, and commercial group with interests in the Inland Bays Watershed are listed below.

- Cape Henlopen H.S.
- Citizens-at-large
- Citizen's Monitoring Program
- Delaware Audubon Society
- Delaware Farm Bureau
- Delaware Marine Trade Assoc.
- Delaware Mobile Surf Fisherman
- Delaware Nature Society
- Delaware State Grange
- Delaware Wildlife Federation
- Delmarva Poultry Industry
- Homebuilders Assoc. of Lower DE
- Yacht Clubs & Boating Associations
- Sierra Club
- Indian River H.S.
- Sussex Central H.S.
- Sussex Central RURITAN
- Sussex County Board of Realtors
- Sussex County Developers
- Sussex County Farm Bureau
- Sussex County Assoc. of Towns
- U of D Cooperative Extension System
- U of D Sea Grant Program
- Surf Riders Foundation
- DE Technical & Community College
- U.S. Coast Guard Auxiliary

A member may resign from the CAC at any time by submitting a written letter to the CAC Chair, and the Executive Director of the CIB. It shall be the responsibility of Members to keep their membership current. It shall be the responsibility of the CAC Chair and the Executive Director of the CIB to solicit membership from public or private groups, or commercial organizations with interest in the watershed.

The Officers shall consist of a Chair, Vice Chair and Secretary. The Chair will be elected from the CAC membership by eligible voting members and approved by the Board of Directors. Other officers and subcommittee chairs shall be elected by the membership and approved by the Chair. Term of office shall be two years or at the pleasure of the Board.

The Chair shall establish the agenda, convene, and maintain the order of the meetings of the CAC. The Vice-Chair shall conduct CAC meetings in the Chair's absence. Only the CAC Chair and Vice-Chair shall speak on behalf of the CAC at public meetings outside of the CIB. Individual members of the CAC may speak at such meetings and may identify themselves as members of the CAC as long as they indicate that their

statements and opinions are their own and do not necessarily reflect the views of the entire CAC, STAC, the CIB, or its Board.

IV. Meetings/Attendance

A. Frequency of Meetings

The CAC will hold regular meetings on a date and time announced. As a minimum, the CAC shall meet four times each year, preferably prior to scheduled Board meetings. The Chairman, prior to the adjournment of any regular meeting, will make notification of the next regular meeting. The Executive Director or the CAC Chair shall notify CAC members of the next regular meeting date through written or electronic notice transmitted at least 14 days prior to the meeting date. The Chairman, at the request of one-fifth (1/5) of the CAC membership, may call special meetings.

B. Public Attendance

All regular business meetings shall be open to the public, and all regular business meeting announcements shall be posted in advance by the Executive Director. Visitors are welcome to attend and listen, and shall be allowed to participate in discussions at the discretion of the CAC Chair. Visitors may raise watershed-related questions, but not vote.

C. Committee Member Attendance

CAC members are encouraged to attend all meetings of the CAC. On the recommendation of the CAC Chair, the Executive Director of the CIB shall remove a member who has not attended at least 2 out of 3 consecutive meetings, from the membership roll.

V. Meeting Procedures

A. Parliamentary Procedures

The CAC Chair or Vice-Chair shall call the meeting to order promptly at the appointed time. All meetings of the CAC shall utilize parliamentary procedures. To the extent that disputes arise, Robert's Rule of Order, (Revised), shall be consulted.

B. Quorum

A quorum must be present for voting to occur at a CAC meeting. A minimum of one-third (1/3) of the total number of members shall constitute a quorum of the CAC.

C. Voting

Each member of the CAC shall have one vote. Majority vote of those present in person or by proxy shall constitute consensus and rule. When deemed necessary by the CAC Chair, voting may be extended to include mail, E-mail and/or facsimile, by simultaneous notification of all members. No votes may be taken at a meeting on any action item that does not appear on the official agenda sent to members prior to the meeting. From time to time an action item may arise in new business that requires immediate action. In that

case a motion to consider the item shall be proposed; if seconded and approved by a majority of the members present, the new action item will be motioned.

D. Agenda Development/Approval for Regular Business Meetings

The CAC Chair shall develop the agenda. CAC members, members of the Board, and the Executive Director with items for inclusion on the agenda are encouraged to provide these to the CAC Chair or Secretary at least two weeks in advance of the meeting. However any member may propose additional agenda item(s) to be included under "New Business" to the CAC Chair prior to or at the beginning of a meeting. The agenda and supporting materials for CAC action shall be made available to interested individuals at least ten days prior to the scheduled meeting and at the meeting.

E. Minutes

Brief minutes of all meetings, summarizing the topics discussed and including a record of meeting attendance, shall be taken by the Secretary or his/her designee and shall be maintained on file by the Secretary or the Executive Director.

F. Adoption/Amendment of the Operating Rules

Proposed amendments to the operating rules shall be made by the placement of the proposed amendment on the agenda of any regular meeting of the CAC where it shall be discussed and voted upon. With a 2/3 majority of all members, the CAC Chair, together with the substance of the discussion and the results of the CAC vote, shall forward amendment resolutions to the Board for their information and consideration at the next meeting of the Board.

VI. Miscellaneous

A. Liability Disclaimer

To the extent permitted by the law of the State of Delaware, Federal regulation, and the bylaws of the CIB, neither the CAC nor any of its members individually, shall be liable for the negligent acts or omissions of an employee, agent or representative selected with reasonable care, nor for anything the CAC may do or refrain from doing in good faith, including the following: errors in judgement, acts done or committed on advice of counsel, or mistakes of fact or law.

B. Conflict of Interest

No member of the CAC (or staff representative or proxy) shall participate in any decision or vote, which would constitute a conflict of interest under federal or state law. Any potential conflicts of interest shall be clearly stated by the member (or staff representative or proxy) prior to any discussion on the agenda item with which the member (or staff representative or proxy) is in conflict. Any member (or staff representative or proxy) in potential conflict may supply information at the request of a Presiding Officer during discussion on the issue.

C. Media Relationships

The CIB depends upon public support and enthusiasm generated by the program for implementation of the CCMP and improved estuary management. To this end, active media participation in all aspects of the CIB shall be invited and encouraged. The Executive Director shall serve as the primary media contact for the CAC.

D. Subcommittees

The CAC Chair may create subcommittees as directed by the membership to accomplish the objectives of the CAC. Such committees shall be appointed for a specific purpose and for a specified time. The Subcommittee Chair will be selected by the CAC Chair and must be a member of the CAC. The membership of subcommittees is not limited. However, a majority of the subcommittee members shall be CAC members. Subcommittee reports, to be presented by the Subcommittee Chair, shall be called for at each regular meeting for the period that the subcommittee is active.

Approved by the Citizens' Advisory Committee on June 18, 2004.

Respectfully Submitted by,

_____ Dated _____
Buzz Henifin, Chair, Citizens' Advisory Committee

Approved by the Board of Directors of the Delaware Center for the Inland Bays on December 17, 2004.

_____ Dated _____
Richard Eakle, Chair, Board of Directors