

BYLAWS OF THE GOVERNMENT RECORDS COUNCIL

We, the members of the Government Records Council, created pursuant to N.J.S.A. 47:1A-7 of the Right To Know Law, N.J.S.A. 47:1A-1 et seq., as amended by the Open Public Records Act (OPRA), hereby adopt the following Bylaws for operations, internal management and the conduct of the Council's affairs and business:

I. The Council

Section 1. Offices. The principal office of the GRC shall be located in the Department of Community Affairs Building, 101 South Broad Street, Trenton, New Jersey. Its mailing address is P.O. Box 819, Trenton, New Jersey 08625. The Council may have such offices at such other places within the State of New Jersey as the business of the Council may require or make desirable, as determined by the Council.

Section 2. Functions. N.J.S.A. 47:1A-7a and 7b, the functions of the Council are:

- Establish an informal mediation program to facilitate the resolution of disputes regarding access to government records as defined by OPRA;
- Receive, hear, review and adjudicate a complaint filed by any person concerning a denial of access to a government record by a records custodian;
- Issue advisory opinions, on its own initiative, as to whether a particular type of record is a government record which is accessible to the public;
- Prepare guidelines and an informational pamphlet for use by records custodians in complying with the law governing access to public records;
- Prepare an informational pamphlet explaining the public's right of access to government records and the methods for resolving disputes regarding access, which records custodians shall make available to persons requesting access to a government record;
- Prepare lists for use by records custodians of the types of records in the possession of public agencies which are government records;
- Make training opportunities available for records custodians and other public officers and employees which explain the law governing access to public records; and
- Operate an informational website and a toll-free helpline staffed by knowledgeable employees of the council during regular business hours which shall enable any person, including records custodians, to call for information regarding the law

governing access to public records and allow any person to request mediation or to file a complaint with the council when access has been denied.

- Employ an Executive Director and such professional and clerical staff as it deems necessary and call upon the Department of Community Affairs for such assistance as it deems necessary

Section 3. Seal. Reserved.

Section 4. Membership. Pursuant to N.J.S.A. 47:1A-7a, The Council shall consist of five members, the Commissioner of the Department of Community Affairs or the Commissioner's designee, the Commissioner of the Department of Education or the Commissioner's designee, and three public members who shall be appointed by the Governor with the advice and consent of the Senate. Of the three public members, no more than two shall be from the same political party. Designation of an individual to Council membership by a Commissioner and revocation of a designation shall be in writing, a copy of which shall be served upon each member of the Council and the Executive Director.

Section 5. Term of Office. The three public members of the Council shall serve during the terms of the appointing Governor and until the appointment of a successor. The Governor for cause may remove any member of the Council.

II. Officers

Section 1. Number. The officers of the Council shall be a Chair, Vice Chair and Secretary. The Council may also appoint such other officer(s) as it shall deem necessary who shall hold their offices for such terms determined by the Council and who shall exercise such powers and perform such duties as determined from time to time by the Council.

Section 2. Chair. Pursuant to N.J.S.A. 47:1A-7a, the members of the Council shall choose one of the public members to serve as the Council's Chair. The Chair shall:

- (a) Preside at all meetings of the Council;
- (b) Rule on all questions of order, subject to appeal to the Council;
- (c) Create Sub-committees in consultation with the Council;
- (d) Appoint Sub-committee members and designate the Chairs thereof as necessary;
- (e) Sign all resolutions adopted by the Council, and any other legal document or instrument authorized by the Council;
- (f) Submit such recommendations and information as shall be deemed necessary concerning the business, duties and offices of the Council;

- (g) Have such other duties and powers as conferred by these Bylaws, regulation, or any resolution adopted by the Council; and
- (h) Designate an acting Chair for the conduct of a meeting and signing of resolutions should both the Chair and Vice Chair be absent from a Council meeting.

Section 3. Vice Chair. The Vice Chair shall perform the duties of the Chair in the event that the Chair is unable to perform such duties by reason of illness, disability, absence, or when requested to perform such duties by the Chair. The Vice Chair shall perform such other duties as may from time to time be assigned by the Chair.

Section 4. Secretary. The Secretary shall:

- (a) Cause copies to be made of all minutes, resolutions and other records and documents of the Council and give certification under personal oath or affirmation or the seal of the Council, if any, to the effect that such copies are true copies and that all persons dealing with the Council may rely on such certification; and
- (b) Sign all resolutions authorized and adopted by the Council.

Section 5. Executive Director. The Executive Director shall have all the powers delegated in accordance with these Bylaws and actions of the Council. The Executive Director shall, subject to the provisions of these Bylaws and any regulations, be generally in administrative charge of all activities of the Council. The Executive Director shall designate an Assistant Director to act in the event the Executive Director is unable to perform such duties by reason of illness or absence or other disability. In the event the position of Executive Director becomes vacant, the Council shall designate an Acting Director to fill the office until such time as the Council acts to appoint an Executive Director. In addition, the Executive Director shall:

- (a) Perform such other duties as are incidental to the office as may be assigned from time to time by the Council;
- (b) Have the power to appoint, promote, remove, discipline and supervise employees in accordance with the personnel policies of the New Jersey Department of Personnel;
- (c) Administer the affairs of the Council for the efficient, orderly and economical administration of all the administrative and executive affairs of the Council, including setting the agenda for the Council's meetings and arranging for adequate public notice of the meeting as defined under the Open Public Meeting Act ("OPMA"), P.L. 1975 c. 231;

- (d) Contract for and purchase goods and services in an amount not to exceed that which has been delegated to state agencies pursuant to N.J.S.A. 52:25-23 and approve payments;
- (e) From time to time, report to the Council all contracts, purchase orders and change orders entered into pursuant to these Bylaws and appropriate financial information; but the failure of the Executive Director to report same shall not affect the validity of any action taken by the Executive Director with respect thereto;
- (f) Delegate to any member of the staff or agent of the Council any duty or authority, in whole or in part, conferred by these Bylaws, regulations or any resolution adopted by the Council, such delegation to be made in writing;
- (g) Formulate, with the approval of the Council, methods for resolving disputes regarding access to government records under OPRA;
- (h) Supervise a program whereby requesters and records custodians seeking to avoid litigation concerning OPRA record requests are afforded access to professional mediation dispute resolution at no charge;
- (i) Review all Complaints alleging denial of access to a government record requested under OPRA which have not been settled or mediated successfully and submit recommendations thereon to the Council in accordance with the procedures established by the Council for processing such applications;
- (j) Maintain, operate and supervise the Council's website and post thereon all advisory opinions approved by the Council and other relevant material;
- (k) Formulate, with the approval of the Council or appointed sub-committee thereof: guidelines to comply with OPRA for use by records custodians; lists of records to be considered "public records" for purposes of OPRA; informational pamphlets explaining the public's right to access government records, methods for resolving disputes regarding access, and other documents as determined necessary; and post all of the foregoing on the Council's website;
- (l) Establish and maintain a toll-free help-line and staff it with employees of the Council who are properly trained which shall enable any person, including records custodians, to call for information regarding the law governing access to public records
- (m) Attend all meetings of the Council, record all notes and keep a record of the proceedings at all meetings of the Council in a minute book or resolution book or both, which shall be open to inspection during normal business hours by any member of the Council or members of the public;

- (n) Maintain records of the Council's transactions, communications and proceedings, which shall be open to inspection during normal business hours by any member of the Council;
- (o) Keep in safe custody the seal of the Council, if any, and affix such seal to all papers authorized to be executed by the Council requiring a seal to be affixed; and
- (p) Arrange for training of Council staff and arrange for training and educational opportunities about OPRA for records custodians and the public.

Section 6. Selection of Officers. The Chair of the Council shall be elected by majority vote of the Council. The Executive Director shall not be a member of the Council and shall serve at the pleasure of the Council. The Executive Director shall hold office for such term or period of time and at such salary as the Council, in consultation with the Commissioner of the Department of Community Affairs, shall determine.

Section 7. Vacancies. Any vacancies occurring among the members of the Council by reason of death, resignation, disqualification, incapacity to serve, removal from office in accordance with law, or otherwise, shall be filled in the same manner in which the original appointment was made. No vacancy in the membership of the Council shall impair the right of a duly constituted quorum to exercise all the rights and perform all the duties of the Council.

Section 8. Expenses. Pursuant to N.J.S.A. 47:1A-7a, each public member of the Council shall be entitled to seek reimbursement from the Council for all actual, reasonable and necessary out-of-pocket expenses incurred in the performance of Council duties, pursuant to policies established by the Council, and may also receive such per diem payment as may be provided in the annual appropriations act.

III. Council Proceedings

Section 1. General Powers. The Council pursuant to OPRA shall manage the property affairs and business of the Council, these bylaws and any other rule or regulation established by the Council.

Section 2. Regular Meetings. Regular monthly meetings of the Council shall be held at a time and place to the designated by the Council. Adequate notice, as defined under the Open Public Meeting Act ("OPMA"), P.L. 1975 c. 231, shall be given by the Executive Director. Regular monthly meeting may be cancelled pursuant to OPMA at the discretion of the Chair.

Section 3. December Meeting. The Council shall at its regularly scheduled December meeting:

- (a) Establish a meeting schedule for the following year and adopt the annual notice of meetings required by the OPMA;

- (b) Elect a Chair, [and] Vice Chair and Secretary, the Chair appointing any Council Subcommittee Chairs and membership deemed necessary; and
- (c) Adopt a budget for the fiscal year beginning July 1. If, for reasons beyond the Council's control this is not possible, the Council shall announce its schedule for anticipated adoption of the budget.

Section 4. Special Meetings. The Chair may call special meetings of the Council at any time. The Chair may fix any time and place as the time and place for holding any special meeting. The Executive Director shall be informed of the call of such special meeting sufficiently in advance to arrange for adequate public notice of the meeting as defined under the OPMA.

Section 5. Emergency Meetings. The Chair may call emergency meetings at any time in accordance with the OPMA.

Section 6. Quorum. Three members shall constitute a quorum. If a quorum is not present at any meeting of the Council, a majority of the Council members present may agree to meet another time and place. Notice of any such adjourned meeting shall be given in accordance with the requirements of the OPMA.

Section 7. Manner of Acting. On any question presented, the Executive Director shall record the number of members present. Actions may be taken and motions and resolutions adopted by the Council upon the affirmative vote of three or more members.

Section 8. Minutes of Meetings. The minutes of each meeting shall reflect the presence of each member in attendance and shall be adopted by Council at the following regularly scheduled meeting of the Council.

Section 9. Order of Business. Except as otherwise directed by the Chair, the order of business at regular meetings shall be:

- (a) Reading of the "Open Public Meetings Act" statement;
- (b) Pledge of Allegiance;
- (c) Roll call;
- (d) Approval of minutes of previous meetings;
- (e) Reports;
- (f) Communications;
- (g) Public Comment (excluding pending GRC Complaints);
- (h) Unfinished Business;
- (i) New Business;
- (j) Public Comment (excluding pending GRC Complaints);
- (i) (k) Adjournment.

The Council reserves the right to enter into closed session and act accordingly pursuant to OPMA at any time during a public meeting as may be determined necessary.

Section 10. Policy on Public Comment. It is the policy of the Council to provide citizens an opportunity to present suggestions, views and comments relevant to the Council's functions, responsibilities, or proposed actions for a reasonable period of time during each meeting to the extent the agenda of the Council permits it. The Council may, at the commencement of each meeting, impose reasonable, uniform time limits on all members of the public wishing to present such suggestions, views and comments.

V. Amendments and Suspensions

The provisions of these Bylaws may be amended or suspended, in whole or in part, by a resolution duly adopted at any Council meeting. No amendment, repeal or addition to these Bylaws may be considered unless notice describing the proposed amendment or suspension is given in writing and mailed or delivered personally to each member of the Council at least 14 days in advance of the meeting at which the motion to adopt the amendment, repeal or addition will be presented.

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