#1222-01: DELEGATION OF AUTHORITY TO ADOPT AND AMEND ADMINISTRATIVE POLICIES

The Gateway Development Commission (the “Commission”) is a public authority and government sponsored authority created through the enactment of parallel legislation by the States of New York and New Jersey codified as the Gateway Development Commission Act (2019 N.Y. Sess. Laws Ch. 108 and 2019 N.J. Sess. Law Serv. Ch. 195) (collectively, the “GDC Act”).

Section 4.10 of the Commission’s Bylaws provide that “[t]he Commission shall adopt such rules, regulations, guidelines and policies as required by the GDC Act.”

The GDC Act references a series of required bylaws, rules and regulations and policies that the Commission must adopt. These statutorily required policies were all adopted via Resolutions of the Commission’s Board of Commissioners (the “Board”) approved at Board Meetings on March 5th, July 12th and November 16th, 2021. The Act specifically referenced the adoption of “a code of conduct applicable to commissioners, officers, employees, and vendors and other contractors with the Commission that shall, at minimum, include applicable standards established by law in each state”, which was adopted by the Commission on November 16, 2021.

Section 3.01 of the Bylaws of the Commission adopted March 5, 2021 (and amended on July 12, 2021), provides that the Chief Executive Officer (“CEO”) has the following duties with respect to policies:

The Chief Executive Officer shall manage the operations of the Commission in accordance with the Commission’s policies as established by the Board and these Bylaws. The Chief Executive Officer may prepare proposals for presentation to the Board that carry out approved policies and may propose policies to the Board for adoption.

Section 3.06 of the Bylaws provides that “the Board may delegate in whole or in part any power, authority, discretion or obligation to any Officer, in each case to the extent to which the Board deems appropriate.”

It is the intention of the Board that as the Commission prepares to directly employ individuals, it is necessary to delegate to the CEO the authority to administratively adopt or revise internal policies, which together with the previously adopted policies referenced above, will dictate the administration of the Commission’s daily operations, including human resources and other operational policies.

Pursuant to the foregoing report, the following resolution was adopted, with Commissioners [INSERT NAMES HERE] voting in favor, and Commissioners [INSERT NAMES HERE] voting against:
RESOLVED, in accordance with Section 3.06 of the Commission’s Bylaws and until the termination of this delegation by subsequent resolution of the Board, the Commission hereby delegates to the office of the CEO, or his or her designee, the power to administratively adopt any new or revised internal policies to the extent necessary for the efficient administration of the Commission’s daily business and/or to comply with any changes in Federal or State laws.