DRPC Bylaws Meeting
Meeting of Wednesday Sept 29, 2026
@ 10:00 am
Virtually via Zoom
Anchor Location: DDDS Fox Run
2540 Wrangle Hill Rd
2nd Floor - Conference Room "B"
Bear, DE 19701

FINAL

Commission member(s) present: Lisa Furber, DRPC Chair; Mary Peterson, Kevin Andrews and Chris Marques, Esquire.

A quorum of subcommittee members was present.

Others Present: DRPC staff: Margaret Bailey, Ngozi Dom-Chima and Keyona Dale.

1. Welcome

Ms. Bailey, DRPC Executive Director, called the meeting to order at 9:59 a.m.

2. Approval of previous meeting minutes

   n/a

3. Discussion of:

   DRPC By-Laws

DRPC Subcommittee Proxies

Discussion occurred regarding whether subcommittee members should be permitted to have proxies serve or vote in their absence.

Ms. Peterson expressed concerns that a subcommittee member proxy may not have sufficient knowledge or history of the matters being discussed and, therefore, may not be able to effectively participate or provide meaningful input. The current bylaws were reviewed, and no provisions were found addressing the use of proxies on subcommittees.

A motion was made by Mr. Andrews and seconded by Ms. Peterson to not allow subcommittee members to have a proxy serve or vote in their absence.

Subcommittee members then discussed whether there should be revisions to the current DRPC proxy form for full commission monthly meetings. This form was last updated in November 2021. Commission members may not use a proxy to serve in their absence more than twice per calendar year.

Ms. Dom-Chima emailed a copy of the proxy form to subcommittee members.

A motion was made by Mr. Marques and seconded by Mr. Andrews to update the DRPC Proxy form relating to attendance and voting rights on behalf of a commission member.

DRPC Inactive Commission Members

The removal process for inactive commission members was also discussed. Ms. Peterson suggested that the proxy form be aligned with the DRPC statute. Mr. Marques referenced Section 3 of the DE Code, which states, "A member who is absent from 3 consecutive commission meetings or 4 out of 12 consecutive

meetings is deemed to have resigned, and the member's appointing authority may accept the member's resignation."

A motion was made by Mr. Marques and seconded by Mr. Andrews to incorporate language from DE Code into the proxy form relating to frequency of absenteeism. There were no objections.

Quorum

Subcommittee members discussed a quorum in terms of a full commission meeting and/or subcommittee meeting. The following ideas were suggested to help identify whether there is a quorum:

- Add a checkbox to the meeting agenda to identify members in attendance.
- Have Ms. Bailey open each meeting by stating the number of commission members and the number of members required for a quorum.
- Ms. Bailey mentioned she will begin implementing the suggestions on the November meeting agenda~~s~~.

No vote was necessary.

There was a discussion regarding Ms. Furber updating the meeting rules and including the changes in future meeting agendas.

DRPC Chair and Co-Chair Authority

Subcommittee members discussed whether language should be incorporated in the bylaws to allow DRPC chair and co-chair to speak on behalf of the commission, provided their comments are consistent with the C~~o~~mmission's mission.

Mr. Marques suggested moving the last sentence in the current bylaws, Article II, paragraph 5, bylaws, to the end of article III as a separate paragraph. A motion was made by Mr. Marques and seconded by Ms. Peterson. There were no objections.

Mr. Marquees offered to make changes to the bylaws draft and will circle back to the subcommittee with the updated document. Once subcommittee members agree, the draft will be presented to the full commission for consideration.

Executive Director Personnel Authority

The subcommittee discussed Ms. Bailey's authority over DRPC personnel, including hiring, firing, and disciplinary decisions. Subcommittee m~~e~~mbers agreed that Ms. Bailey should have full HR-related authority for DRPC staff.

Mr. Marques made a motion and was seconded by Ms. Peterson to add language to the bylaws draft to reflect this decision.

Mr. Marques offered to incorporate the changes and send them to the subcommittee for review. The revisions will be discussed at the next subcommittee meeting, potentially in December, before being shared with the full commission.

DRPC Chair and Co-Chair Elections

Mr. Marques suggested that any commission member who wishes to be considered for chair or co-chair position should declare their interest during the November 2026 full commission meeting.

DRPC Cochair

There was a suggestion to elect an interim co-chair in December 2026 or January 2027 to serve until the election in September 2027.

Ms. Dom-Chima asked about conflict of interest. Mr. Marques suggested that the Conflict-of-Interest Policy be sent to all subcommittee members. Ms. Bailey will send the policy via email. It was suggested that chair and co-chair candidates understand the time commitment, duties, and expectations of the role.

Mr. Marques also suggested a revision be made to the bylaws requiring commission members interested in serving, to declare their interest during the July meeting. That would include providing a copy of their qualifications, reasons for wanting to serve, and any potential conflicts of interest.

There was also a discussion whether a "rule book" would be helpful for the Commission. A motion was made by Mr. Marques and seconded by Ms. Peterson, to draft the provisions both as a bylaw and as a commission rule. All members agreed. Ms. Furber abstained.

DRPC Chair

Mr. Marques made a motion, seconded by Ms. Peterson, for the commission to grant a waiver, just this one time, to allow the current chairperson to remain in the chair position through September 2028. The waiver should be granted until a proper election is held. The reason for this suggestion is because the most recent bylaws were approved right before the September election, which did not provide commission members with enough time to prepare for an election process.

Ms. Furber did not express any objections and stated she is okay to remain as chair until September 2028 when a thorough election can take place. She also shared having different voices in leadership is good, and she wouldn't want to prevent other individuals from taking the role.

Ms. Bailey will add an election item to the October meeting agenda.

Mr. Marques made a motion and was seconded by Ms. Peterson to make the changes to the bylaw for anyone interested in the chair and co-chair positions, to declare their interest in the July meeting and how the voting process will work. All members agreed. Ms. Furber abstained.

Mr. Marques made a motion and was seconded by Ms. Peterson, for the "rule book" to carry as much weight as the bylaws. No objections.

4. Public Comment

No members of the public attended this subcommittee meeting and therefore no public comment was made.

5. Next DRPC By-Laws Meeting –The next DRPC Bylaws meeting will be held on October 20, 2026 @ 10:00 am. Information will be posted on the Delaware Public Meeting Calendar.

6. Adjournment

The meeting was adjourned at 11:47 a.m. by Margaret Bailey, DRPC Executive Director.

Attachments: 9/28/2026 meeting agenda
DRPC Bylaw s draft

Submitted by: K.D.