

# **REGION C WATER PLANNING GROUP**

## **BYLAWS**

**ADOPTED APRIL 14, 1998**  
**AMENDED DECEMBER 4, 2000**  
**AMENDED JUNE 23, 2003**  
**AMENDED OCTOBER 6, 2003**  
**AMENDED APRIL 9, 2007**  
**AMENDED OCTOBER 25, 2011**  
**AMENDED DECEMBER 3, 2012**

### **ARTICLE I. ORGANIZATION**

The official name of this organization shall be "Region C Water Planning Group" hereafter referred to as RCWPG. The RCWPG was certified as representative of the Region C Area by the Initial Planning Body and the Texas Water Development Board on March 31, 1998.

### **ARTICLE II. PURPOSE**

The purpose of the RCWPG shall be to provide comprehensive regional water planning and to carry out the related responsibilities placed on Regional Water Planning Groups by state law, the Texas Water Code, and the TWDB Rules and Guidelines.

### **ARTICLE III. ADMINISTRATION**

The principal administrative office of the RCWPG shall be the business offices of the North Texas Municipal Water District. The Administrative Officer for purposes of the Texas Open Records Act shall be named by the RCWPG by consensus or with not less than two-thirds (2/3) favorable vote of the members present at a properly posted meeting with the item posted in accordance with the RCWPG rules.

### **ARTICLE IV. OFFICERS**

The RCWPG shall elect from the voting membership a Chairman, Vice-Chairman, and Secretary for one-year terms with no limit on the terms a member may serve in any position. No two voting members representing the same interest group shall serve as officers at the same time. The officers shall be elected by a two-thirds (2/3) majority vote of the members present at a properly posted meeting. Officers shall be elected as soon as possible after the approval of the Bylaws with the officers serving until January 2000 after which time officers will serve for one year on a calendar year basis.

The duties of the Chairman shall be to perform the duties as Executive Officer of the RCWPG and to preside at all meetings. If the Chair is unable to carry out his or her duties, the Vice-Chair shall assume the duties of the Chair. The Secretary will work with the Administrator to ensure that all notices are properly posted and that adequate minutes

of all meetings are prepared and submitted to the RCWPG for approval. The Secretary shall assume the duties of the Chairman at any properly posted meeting in the absence of the Chairman and Vice-Chairman.

**ARTICLE V. EXECUTIVE COMMITTEE**

An Executive Committee may be appointed by the RCWPG. The Executive Committee would be composed of the Chairman, Vice-Chairman, Secretary, and two members at large. No two voting members representing the same interest group shall serve on the Executive Committee at the same time. The Executive Committee would perform duties as requested in a written resolution approved by two-thirds (2/3) of the voting members present at a properly posted meeting.

**ARTICLE VI. VOTING MEMBERSHIP**

*Section 1. Composition*

The RCWPG as certified is composed of twenty-two (22) members representing twelve (12) special interest classifications in accordance with the TWDB Rules and shown below. The terms of all initial voting members shall expire November 1, 2001. Upon the expiration of the initial terms, all voting members shall draw lots for additional terms of five (5) years or two (2) years such that half the voting members terms shall expire in two additional years and the other half in five (5) additional years. Thereafter, all terms are for five (5) years. On the expiration of terms, vacancies would be declared in the appropriate classifications with nominations and selection to fill the vacancies in accordance with Section 2 of Article VI of these Bylaws.

<b>Interest Classification</b>	<b>Number of Members on RCWPG</b>
Agriculture	1
Counties	1
Electric Generating Utilities	1
Environment	2
Groundwater Management Areas	3*
Industry	1
Municipalities	4
Public	2
River Authority	1
Small Business	1
Water Districts	3
Water Utilities	2
<b>Total</b>	<b>22</b>

\*One member from each of the three GMAs located in Region C.

*Section 2. Selection of Members*

After a vacancy occurs of a voting member, the RCWPG shall have an agenda item on the next available publicly posted meeting notice declaring the vacancy and considering nominations from the public and the membership. If no nominations are forthcoming, the Chairman shall appoint a nominating committee to provide nominations at the next regular meeting of the RCWPG. Members' terms whose have expired shall continue to serve on the RCWPG until such time the vacancy created by the expired term has been filled. Selection of any voting member must be approved by two-thirds (2/3) of the voting members present at a properly posted meeting. This rule shall apply to all members except those who represent Groundwater Management Areas.

### *Section 3. Additional Members*

The voting members of the RCWPG may from time to time elect additional members when two-thirds (2/3) of the voting members present at a properly posted meeting agree that a special interest category needs additional representation or that representation is necessary from an additional special interest category in the region.

### *Section 4. Attendance*

All voting members shall make a good faith effort to attend all RCWPG meetings. Three consecutive unexcused absences or absence from at least half of the sum of all the meetings held in any one calendar year shall serve as grounds for removal. The Chairman shall excuse an absence if it is made known to the Chairman prior to the beginning of the meeting that the absence is due to personal illness, family emergency, jury or military duty, other responsible duties that appear in the judgment of the Chairman to be reasonable or if a designated alternate attends the meeting in place of the member.

### *Section 5. Designated Alternates*

Each member shall designate an alternate to represent them when the member is unable to attend a meeting. Alternate should be designated in writing to the Chairman prior to the first meeting the designated alternate will appear on behalf of the member. The Chairman shall not recognize the designation of more than one (1) alternate per member at any given time nor recognize more than two (2) alternate designations per member per calendar year. The designated alternate shall have the same voting privileges and duties as the member except that an alternate may not serve as an officer.

### *Section 6. Removal of Voting Member*

Grounds for removal of voting members shall be:

- 1) Engaging in excessive absenteeism as defined under Section 4 of this Article;
- 2) Death;
- 3) Resignation;
- 4) Failure to abide by the code of conduct provisions set forth under Article X;
- 5) Appointment of a successor by the voting members upon expiration of the member's term;

- 6) Change in status so that the member no longer represents the interest he or she was selected to represent;
- 7) Falsifying documents;
- 8) Any other serious violation of these Bylaws as may be determined by the voting members;
- 9) The voting member's designated alternate engages in any acts described in subdivisions (4), (7), or (8) of this subsection; or,
- 10) Conduct which hinders the regional planning efforts of RCWPG.

The Chairman or any three (3) voting members may bring a charge against another voting member for violation of these Bylaws. The Chairman, upon receiving the information, will request in writing the accused member to respond to the charges. The matter would then be referred to the RCWPG at a regular meeting. The removal of any member shall require a two-thirds (2/3) vote of the total voting membership. Any vacancies created by the removal of a voting member would be filled in accordance with the selection process (Article VI, Section 2).

## **ARTICLE VII. NON-VOTING MEMBERSHIP**

### *Section 1. Mandatory Members*

The RCWPG shall appoint a staff member of the TWDB to be designated by the Executive Administrator, a staff member of the Texas Parks and Wildlife Department designated by its Executive Director, a staff member of the Texas Department of Agriculture designated by its Commissioner, a member of each adjacent regional water planning group as designated by the adjoining group, and a representative with each entity with headquarters located in another regional water planning area in which holds surface water rights authorizing a diversion of 1,000 acre feet a year or more in the regional water planning area or which supplies water under contract in the amount of 1,000 acre feet a year or more to entities in the regional water planning area or which receives water under contract in the amount of 1,000 acre feet a year or more to entities in the regional water planning area or which receives water under contract in the amount of 1,000 acre feet a year or more from the regional water planning area. These non-voting members shall serve with an indefinite term of membership and may be removed for the same reasons and with the same process as voting members.

### *Section 2. Planning Groups*

The RCWPG may join with adjacent regions to form voluntary associations composed of representatives of one or more planning regions. The inter-regional planning committees may coordinate inter-regional issues that will benefit each region and may conduct joint studies of issues affecting their regions. These associations may develop written agreements, which shall be binding after approval by each regional water planning group involved.

## **ARTICLE VIII. MEETINGS**

All meetings and hearings of the RCWPG and/or subgroups shall be posted and open to the public in the manner of a governing body under the Texas Open Meetings Act. The

schedule for regular meetings shall be adopted from time to time by the RCWPG at a regular posted meeting by a majority of the members present. All members shall receive an advance notice and agenda at least 72 hours prior to the meeting. No action may be taken on any item that does not appear as an action item on the agenda. Notice is acceptable by first class U.S. mail, facsimile, or electronic media. Special meetings may be called by the Chairman or a majority of the voting members of the RCWPG.

## **ARTICLE IX. MEETING RULES**

### *Section 1. Quorum*

A quorum of the RCWPG shall be a simple majority of the voting members or their designated alternates excluding vacancies. A quorum shall be necessary to conduct any business.

### *Section 2. Robert's Rules of Order*

Except as otherwise provided in these Bylaws, meetings of the RCWPG shall be conducted under the provisions of the most current edition of Robert's Rules of Order. However, failure to follow such rules shall not constitute grounds for an appeal of an action or a decision of the RCWPG.

### *Section 3. Minutes*

Written minutes of all meetings shall be prepared and submitted to the appropriate group for approval. The minutes shall include subject of each deliberation, the action taken, and should represent an accurate summary of the meeting. A tape recording of the entire meeting can be substituted for written minutes.

### *Section 4. Records*

All books and records of the RCWPG shall be maintained by the Administrator in accordance with law for a governmental agency for a period of at least five (5) years.

### *Section 5. Copying*

All information under the Open Records Act shall be available for public inspection during the normal business hours of the Administrator. The procedures and fees for copying and inspection shall be the same as those used by the Administrator for its own public records.

### *Section 6. Availability of Reports*

All reports, planning documents, and work product resulting from the products funded by the TWDB shall be made available to the TWDB, the Texas Parks and Wildlife Department, and the Texas Commission on Environmental Quality, or their successor agencies. At least one (1) copy of the approved Regional Water Plan shall be placed in the County Clerk's Office for each county in at least one (1) public library of each county having land within the RCWPG area in accordance with state law, and on the RCWPG website.

## **ARTICLE X. CODE OF CONDUCT**

Members and designated alternates of the RCWPG shall ethically conduct the business of the RCWPG and shall avoid any form or appearance of a conflict of interest, real or apparent, by observing the following:

1. No member or designated alternate of the RCWPG shall:
  - a) Solicit or accept gratuities, favors, or anything of monetary value from suppliers or potential suppliers of services, materials, or equipment, including subcontractors under recipient contracts; or,
  - b) Participate in the selection, award, or administration of a procurement where the member or designated alternate has a financial or other substantive interest in the organization being considered for award. Such conflict may be due to any of the following having a financial or familial relationship with the organization:
    - i) the member or designated alternate;
    - ii) the member's or designated alternate's family;
    - iii) the member's or designated alternate's business partner(s); or
    - iv) a person or organization that employs, or is about to employ, any of the persons listed in (i)-(iii) above,
  - c) Participate in any deliberation, decision, or vote that would constitute a conflict of interest under federal, state, or local law.
2. Potential conflicts of interest shall be clearly stated by the voting member or designated alternate prior to any deliberation or action on an agenda item with which the voting member or designated alternate may be in conflict. Where the potential conflict is restricted to a divisible portion of an agenda item, the Chair may divide the agenda item into parts, at the Chair's discretion, for deliberation and voting purposes. An abstention from participation in deliberations, decisions, or voting and the reasons therefore shall be noted in the minutes.

## **ARTICLE XI. DECISION PROCESS**

### *Section 1. Proxies*

Proxies shall not be allowed in any decision making by the RCWPG, its committees, or its subgroups.

### *Section 2. Consensus*

. The RCWPG shall attempt to make decisions using a consensus decision-making process. Consensus is an agreement built by identifying and exploring all members' interests and by assembling a package agreement which satisfies these interests to the greatest extent possible. A consensus is reached when voting members agree that their major interests have been taken into consideration and addressed in a satisfactory manner so that they can support the decision of the group. The process of building consensus

involves the development of alternatives and the assessment of the impacts of those alternatives.

Consensus does not necessarily mean unanimity. Some members may strongly endorse a particular solution while others may accept it as a workable agreement. A member can participate in the consensus without embracing each element of the agreement with the same fervor as other members or necessarily having each of his or her interests satisfied to the fullest extent. In a consensus agreement, the members recognize that, given the combination of gains and trade-offs in the decision package and given the current circumstances and alternative options, the resulting agreement is the best one the voting members can make at this time.

### *Section 3. Voting*

If a consensus is not reached, the Chair shall entertain a motion to put the issue to be conclusively decided by agreement of not less than two-thirds (2/3) of the voting members present at a properly posted meeting, unless otherwise specified in this document.

### *Section 4. Alternative Resolution*

If a favorable vote cannot be achieved in accordance with Section 3 of this article, the Executive Committee, if one has been created, or the Chairman if an Executive Committee has not been created, shall review the decision and the previous actions of the RCWPG. If it is the conclusion of the Executive Committee or the Chairman, in absence of an Executive Committee, that further discussions cannot resolve the issue, then the matter would be dropped or the process initiated to provide additional information.

### *Section 5. Final Adoption of the Regional Water Plan; Amendments*

The voting members of the RCWPG shall adopt the Regional Water Plan for the Region C Water Planning Area and any amendments by agreement of two-thirds (2/3) of the total voting membership.

## **ARTICLE XII. COMMITTEES**

The RCWPG may by motion establish committees and subgroups to assist and advise the RCWPG in the development of the Regional Water Management Plan. The membership and composition of the committees and subgroups shall be in accordance with the resolution adopted by at least two-thirds (2/3) of the voting members present at a properly posted meeting. The RCWPG shall appoint a Chairman, Vice-Chairman, and Secretary of each committee or subgroup established. Members to committees and subgroups may be removed for the same reasons and process as voting members.

## **ARTICLE XIII. COMPENSATION**

Members of the RCWPG are not to be compensated for their expenses by the State of Texas. All travel expenses will be documented by the members and submitted to the

political subdivision designated by the RCWPG to apply to TWDB for funding. The political subdivision contracting with the TWDB for the RCWPG shall compile the travel information from the members, which will be counted as an in-kind expense at the state rate that is in effect at the time the travel occurred.

#### **ARTICLE XIV. AMENDING THE BYLAWS**

These Bylaws shall have full force and effect upon approval and adoption by the voting members. Amendments to these Bylaws must be approved by two-thirds (2/3) of the total voting membership.

These Bylaws approved by the Region C Water Planning Group in a posted meeting on this the 14th day of April, 1998, amended by the Region C Water Planning Group in a posted meeting on the 4<sup>th</sup> day of December, 2000, the 23<sup>rd</sup> day of June, 2003, the 6<sup>th</sup> day of October, 2003, the 9<sup>th</sup> day of April, 2007, ~~and~~ the 25<sup>th</sup> day of October, 2011, and the 3<sup>rd</sup> day of December 2012.

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JAMES (JIM) M. PARKS  
Chairman

ATTEST:

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RUSSELL LAUGHLIN  
Secretary