

STUDY COMMISSION ON REGION C WATER SUPPLY

BYLAWS

ADOPTED JULY 29, 2008

ARTICLE I. ORGANIZATION

The official name of this organization, as approved in the Senate Bill-3 (SB-3) legislation during the 80th legislative session, shall be the "Study Commission on Region C Water Supply" hereafter referred to as the "Study Commission".

ARTICLE II. PURPOSE

The purpose of the "Study Commission" shall be to carry out the related responsibilities placed on the "Study Commission" by SB-3, Section 4.04.

ARTICLE III. ADMINISTRATION

The "Study Commission" shall by resolution, identify the activities and costs for which the Administrative Officer is authorized to make application and contract for an unsolicited research grant from the Texas Water Development Board (TWDB) under 31 Texas Administrative Code, Chapter 355, Subchapters A and C. The resolution must specify activities identified at Section 4.04(e) and (h) of Senate Bill 3, 80th Legislature.

The Administrative Officer for the "Study Commission" and purposes of the Texas Public Information Act shall be James (Jim) M. Parks with the North Texas Municipal Water District. The Northeast Texas Municipal District (NETMWD) shall assist the Administrative Officer in administrative duties when requested by the "Study Commission". The principal administrative office of the "Study Commission" shall be the business office of the North Texas Municipal Water District. The contact information for the "Study Commission" shall be:

North Texas Municipal Water District
505 E. Brown Street
P.O Box 2408
Wylie, TX 75098
Telephone: 972.442.5405
Fax: 972.295.6440

The Administrative Officer shall ensure that all notices are properly posted as provided in the Bylaws, as required by law, and as required by the Texas Open Meetings Act.

ARTICLE IV. OFFICERS

The “Study Commission” shall elect from the voting membership Co-Presiding Officers and a Secretary for one-year terms with no limit on the terms a member may serve in any position. The officers shall be elected by a simple majority vote of the members present at a properly posted meeting.

Co-Presiding Officers’ Duties

The duties of the Co-Presiding Officers shall be to perform the duties as Executive Officers of the “Study Commission” and to preside at all meetings. The Co-Presiding Officers may establish and appoint committees as necessary, or desirable, to assist in conducting the business of the “Study Commission”. If a Co-Presiding Officer is unable to carry out his/her duties, the Secretary shall assume the duties of the Co-Presiding Officer until another Co-Presiding Officer can be elected.

Secretary Duties

The Secretary shall take the minutes and attendance at the “Study Commission” meeting. The minutes and attendance shall be kept as part of the “Study Commission” official records. The Secretary shall perform other duties as assigned by the Co-Presiding Officers or these Bylaws. If a Co-Presiding Officer is unable to carry out his/her duties, the Secretary shall assume the duties of the Co-Presiding Officer until another Co-Presiding Officer can be elected.

Administrative Officer Duties

The Administrative Officer, as directed by the “Study Commission” or authorized in the Bylaws, shall:

- (1) act on behalf of the “Study Commission” to make applications and contract for unsolicited research grants from the TWDB (Article III);
- (2) ensure that all “Study Commission” notices are properly posted (Article III);
- (3) receive the information from the Regional Water Planning Group related to the appointment of a new member (Article IV, Section 2);
- (4) ensure that an agenda is prepared and distributed for all meetings of the “Study Commission” (Article VII, Section 3);
- (5) maintain all books and records of the “Study Commission” (Article VII, Section 5);
- (6) make all “Study Commission” records available for public inspection (Article VII, Section 6); and
- (7) perform other duties as assigned by the Co-Presiding Officers or “Study Commission”.

ARTICLE V. VOTING MEMBERSHIP

Section 1. Composition

As prescribed in SB-3, Section 4.04 (a)

- (1) three members appointed by the Region C Regional Water Planning Group; and
- (2) three members appointed by the Region D Regional Water Planning Group

Section 2. Selection of Members

After a “Study Commission” vacancy occurs of a member, the Regional Water Planning Group, from which the vacancy occurred, shall appoint a new member within sixty (60) days. The Regional Water Planning Group shall then provide the member’s name and contact information to the “Study Commission” Administrative Officer.

Section 3. Attendance

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

Section 4. Designated Alternates

Each member shall designate an alternate to represent them when the member is unable to attend a meeting. The alternate shall be from the respective Region, Region C or Region D, and shall be designated in writing to the Co-Presiding Officers prior to the first meeting the designated alternate will appear on behalf of the member. The Co-Presiding Officers 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 5. Removal of Voting Member

Grounds for removal of members shall be:

- (1) Excessive absenteeism as defined under Section 3 of this Article;
- (2) Death;
- (3) Resignation;

- (4) Appointment of a successor by the Regional Water Planning Group;
- (5) Failure to abide by the code of conduct provisions set forth under Article VIII;
- (6) Falsifying documents;
- (7) Any other serious violation of these Bylaws as may be determined by the members;
- (8) The member's designated alternate engages in any acts described in subdivisions (4), (6), or (7) of this subsection; or,
- (9) Conduct which hinders the efforts of "Study Commission".

A Co-Presiding Officer or any four (4) members may bring a charge against another member for violation of these Bylaws. The Co-Presiding Officers, upon receiving the information, will request, in writing, the accused member to respond to the charges. The matter would then be referred to the "Study Commission" at a regular meeting. The removal of any member shall require four (4) votes of the total membership. Any vacancies created by the removal of a member would be filled in accordance with the selection process (Article V, Section 2).

ARTICLE VI. MEETINGS

Section 1. Notice

All meetings and hearings of the "Study Commission" and/or subgroups shall be posted and open to the public in the manner of a governing body under the Texas Public Information Act. All meetings and hearings of the "Study Commission" and/or subgroups shall be posted:

- (1) On the Secretary of State's website;
- (2) On the TWDB's website;
- (3) On the Region C website;
- (4) In all sixteen (16) counties in Region C; and
- (5) In all nineteen (19) counties in Region D.

All members shall receive an advance meeting notice and agenda at least one (1) week 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 either Co-Presiding Officer or a majority of the members of the "Study Commission".

Section 2. Frequency

At least one regular meeting of the "Study Commission" shall be held in each calendar quarter. The Administrative Officer of the "Study Commission" shall ensure that an advance notice and an agenda for the meetings are provided to the full membership of the "Study Commission" at least one (1) week in advance of the meeting by First Class U.S. Mail, facsimile, or electronic mail. Supporting information and member-

requested materials shall be distributed to the full membership with the notice and agenda, or at the meeting, as deemed appropriate by the Co-Presiding Officers.

Section 3. Location

The meeting locations will alternate between Region C and Region D. During the legislative session, meetings may need to be scheduled in Austin to accommodate legislators serving on the “Study Commission”.

Section 4. Public Participation

All meetings and hearings of the “Study Commission” and/or subgroups shall provide an opportunity for public participation. Public comments will be accepted:

- (1) On all Action Items on the posted agenda for each meeting; and
- (2) During the open microphone session at each meeting.

Speakers on both the Action Items and open microphone session will be allowed three (3) minutes per item or session.

ARTICLE VII. MEETING RULES

Section 1. Quorum

A quorum of the “Study Commission” shall be four (4) members or their designated alternates with a minimum of two (2) members from Region C and two (2) members from Region D. 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 “Study Commission” 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 “Study Commission”.

Section 3. Agenda

The Administrative Officer shall ensure that an agenda is prepared and distributed for all meetings of the “Study Commission”. Items shall be placed on the agenda at the request of the Co-Presiding Officers or at the request of at least three (3) members of the “Study Commission”. Consideration of approval of the previous meeting’s minutes shall always be among the first items on the agenda. Copies of the agenda and all supporting material shall be made available for public review prior to and following any meeting of the “Study Commission”.

Section 4. Minutes

The Secretary of the "Study Commission" shall ensure that minutes of all meetings of the "Study Commission" are prepared and distributed. The minutes shall:

- (1) State the subject of each deliberation;
- (2) Indicate each vote, order, decision, or other action taken;
- (3) Indicate those "Study Commission" members in attendance, noting the presence of a quorum, and noting the presence of those members of the public who participate in the course of the meeting,
- (4) Represent an accurate summary of the meeting's record; and,
- (5) State any other information required by these Bylaws to be included in the minutes.

Section 5. Records

All books and records of the "Study Commission" shall be maintained by the Administrative Officer in accordance with law for a governmental agency for a period of at least five (5) years. A duplicate set of "Study Commission" records will be retained for the Region D area by the Northeast Texas Municipal Water District. The contact information for the Northeast Texas Municipal Water District is:

Northeast Texas Municipal Water District
Attention: Walt Sears, General Manager
4180 FM 250
P.O. Box 955
Hughes Springs, TX 75656
Telephone: 903.639.7538
Fax: 903.639.2208

Section 6. Copying

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

Section 7. Availability of Reports

The "Study Commission" shall deliver a report to the Governor, Lieutenant Governor, and Speaker of the House of Representatives not later than December 1, 2010, that includes:

- (1) Any studies completed by the "Study Commission";
- (2) Any legislation proposed by the "Study Commission";
- (3) A recommendation as to whether Marvin Nichols should remain a designated reservoir site; and,

- (4) Other findings and recommendations of the “Study Commission”.

All reports, planning documents, and work product resulting from the “Study Commission” shall be made available to the TWDB.

ARTICLE VIII. CODE OF CONDUCT

Members and designated alternates of the “Study Commission” shall ethically conduct the business of the “Study Commission” 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 “Study Commission” 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 Co-Presiding Officers may divide the agenda item into parts, at the Co-Presiding Officer'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 IX. DECISION PROCESS

Section 1. Proxies

Proxies shall not be allowed in any decision-making by the “Study Commission”, its committees, or its subgroups.

Section 2. Consensus

Use of Consensus. The “Study Commission” shall attempt to make decisions using a consensus decision-making process. Consensus is an agreement on a decision 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/her interests satisfied to the fullest extent. In a consensus agreement, the members recognize that, given the combination of gains and tradeoffs 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 Co-Presiding Officers shall entertain a motion to put the issue to be conclusively decided by four (4) favorable votes at a properly posted meeting.

Section 4. Alternative Resolution

If a favorable vote cannot be achieved in accordance with Section 2 or Section 3 of this article, the Co-Presiding Officers shall review the decision and the previous actions of the “Study Commission”. If it is the conclusion of the Co-Presiding Officers 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 “Study Commission” Report

The members of the “Study Commission” shall adopt the Study Commission Report by four (4) favorable votes at a properly posted meeting. If individual members of the “Study Commission” desire, they may include a “minority report” in the Study Commission Report.

ARTICLE X. COMMITTEES

The “Study Commission” may, by motion, establish committees and subgroups to assist and advise the “Study Commission” in the development of the “Study Commission” Report. The membership and composition of the committees and subgroups shall be in accordance with the resolution adopted by a simple majority of the members present at

a properly posted meeting. The "Study Commission" shall appoint a Chairperson for each committee or subgroup established. Members to committees and subgroups may be removed for the same reasons and process as "Study Commission" members.

ARTICLE XI. COMPENSATION

As noted in SB-3, Section 4.04, (d), "Members of the study commission are not entitled to compensation for service on the study commission but may be reimbursed for travel expenses incurred while conducting the business of the study commission, as provided for in the General Appropriations Act."

ARTICLE XII. INFORMATION, DATA & STUDY INFORMATION

The "Study Commission" anticipates using available information that has been developed by a qualified professional related to water supply projects that may be accessible for use in Region C and Region D.

As noted in SB-3, Section 4.04, (f), "The study commission may not be assisted by any person that is a party to or is employed by a party to a contract to perform engineering work with respect to site selection, permitting, design, or construction of the proposed Marvin Nichols reservoir."

ARTICLE XIII. 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 a simple majority of the total membership.

These Bylaws were approved by the "Study Commission" in a posted meeting on this the 29th day of July 2008.

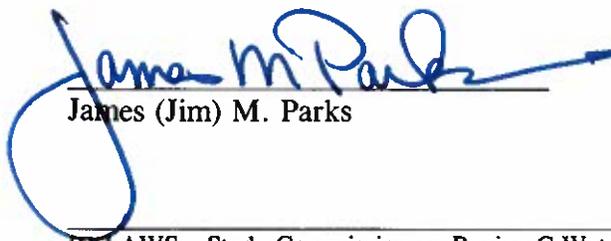
Region C Members



Senator Florence Shapiro

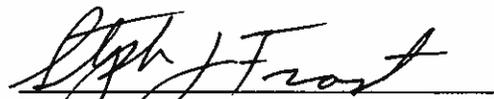


Representative Jodie Laubenber



James (Jim) M. Parks

Region D Members



Representative Stephen Frost



Thomas F. Duckert



Richard LeTourneau