

# Lavaca Regional Water Planning Group Bylaws

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## **ARTICLE I. NAMES**

### **Section 1. Organization**

The official name of this organization shall be the "Lavaca Regional Water Planning Group" (hereinafter "Lavaca RWPG").

### **Section 2. Regional Water Planning Area**

The official name of the regional water planning area designated as Region P by the Texas Water Development Board (hereinafter TWDB) in accordance with 31 Texas Administrative Code (hereinafter TAC) Chapter 357 on February 19, 1998, shall be the Lavaca Regional Water Planning Group.

## **ARTICLE II. ESTABLISHMENT AND PURPOSE**

The Lavaca RWPG was established by appointment of an initial coordinating body by the TWDB on February 19, 1998, and any subsequent additional appointments by the initial coordinating body. The purpose of the Lavaca RWPG shall be to provide comprehensive regional water planning and to carry out the related responsibilities placed on regional water planning groups by state law, including Texas Water Code Chapter 16 and TWDB rules, including 31 TAC Chapters 355, 357, and 358, in and for the Lavaca RWPG.

## **ARTICLE III. PRINCIPAL ADMINISTRATIVE OFFICE**

The principal administrative office of the Lavaca RWPG shall be the principal business offices of the Lavaca-Navidad River Authority. The administrative officer of the Lavaca RWPG for purposes of the Texas Open Records Act shall be the General Manager of the Lavaca-Navidad River Authority. The Chair of the Lavaca RWPG shall insure that the mailing address and physical address of the principal office and administrative officer are provided to all members of the Lavaca RWPG and the Executive Administrator of the TWDB.

## **ARTICLE IV. RESPONSIBILITIES**

The Lavaca RWPG shall have the responsibility for performing the functions defined in Texas Water Code, Chapter 16 and in 31 TAC Chapters 355, 357, and 358 related to regional water planning groups. Foremost among those responsibilities shall be the development of a regional water plan for the Lavaca RWPG that identifies both short and long-term water supply needs and recommends water management strategies for addressing them.

# ARTICLE V.VOTING MEMBERSHIP

## Section 1. Composition

The initial voting members of the Lavaca RWPG shall include the initial coordinating body appointed by the TWDB on February 19, 1998, plus the additional voting members appointed by the initial coordinating body to ensure adequate representation of the interests comprising the Lavaca RWPG stated in Texas Water Code §16.053(c), if present, and other interests determined by the Lavaca RWPG. Thereafter, the voting membership of the Lavaca RWPG shall include persons added or removed as provided under this Article and any 31 TAC §357.4(g)(4) member selected for voting membership under Article VI.

**Comment [W1]:** This reference to the water code directly addresses GCD representation "In addition, the groundwater conservation districts located in each management area, as defined by Section 36.001, located in the regional water planning area shall appoint one representative of a groundwater conservation district located in the management area and in the regional water planning area to serve on the regional water planning group."

## Section 2. Terms of Office

Following the initial two year term of membership ending on September 30, 2001, members may commit to serve additional terms. Members will notify the Chairman and Secretary of the Lavaca RWPG within thirty days prior to the expiration of their term if they do or do not plan to continue serving as a member.

**Comment [W2]:** Many planning groups have chosen to stagger their membership terms of office after that point (typically by drawing straws for 1, 2, and 3 year terms, and then following five year terms after that point.

## Section 3. Conditions of Membership

In order to be eligible for voting membership on the Lavaca RWPG, a person must represent the interest for which a member is sought, be willing to participate in the regional water planning process, and abide by these bylaws.

## Section 4. Selection of Members

No later than thirty calendar days prior to the expiration of a voting member's term, or within forty-five calendar days of the removal of a voting member, the Executive Committee shall recommend a nominee to the voting membership as a whole, giving strong consideration to a consensus nominee from those individuals and entities that collectively represent that interest. The Executive Committee may consider any person who meets the conditions of membership as a nominee. The voting membership as a whole shall not be bound by the recommendation of the Executive Committee and may consider any person who meets the conditions of membership as a nominee.

The voting members shall attempt to make a decision for a successor by consensus of at least two-thirds of the voting members. If efforts to reach consensus fail, the Chair shall call for a vote on a nominee. An affirmative vote of two-thirds of the total voting membership of the Lavaca RWPG shall be required to appoint a nominee as a new voting member. If voting fails to select a new voting member, the voting members shall consider other nominations until a new member can be selected by consensus or affirmative vote of two-thirds of the voting membership.

At the initial meeting, the voting members may add additional voting and non voting group members by not less than two-thirds consensus vote. In addition to selecting new voting members to fill vacancies caused by removal or the expiration of a term, the voting members may add members to ensure adequate

representation of the interests comprising the Lavaca RWPG by generally utilizing the selection process set forth in this section. If such a new member is added, the existing voting members shall determine by consensus, but not less than agreement of two-thirds of the voting membership, the exact applicability of the membership term provisions and restrictions to the new member at the time of the new members selection.

In both the consideration of nominees and the selection of new voting members, the Executive Committee and other voting members shall strive to achieve geographic, ethnic, and gender diversity.

Outgoing voting members shall be given the opportunity to participate fully in the selection process for their successors and shall serve until their successors take office. However, no member shall participate in a vote in which he or she is a nominee.

Because initial members continue to serve for additional terms of five years at the end of their initial terms as set forth under Section 2 of this Article, this Section 4 shall not apply to the regular expiration of the initial terms of the initial members; however, this section shall apply to the selection of a successor for a removed voting member during the initial terms.

## **Section 5. Attendance**

All members shall make a good faith effort to attend all Lavaca RWPG meetings and hearings. Records of attendance shall be kept by the Secretary at all Lavaca RWPG meetings and hearings and presented as part of the minutes. Voting members of the Lavaca RWPG that have recorded absences from three consecutive meetings and/or hearings, or at least one-half of the sum of all meetings and hearings in the preceding twelve months, may be subject to removal from membership under Section 7 of this Article. The Chair shall excuse an absence if it is made known to the Chair prior to the beginning of the meeting or hearing that the absence is related to one of the following with supporting documentation made available to the Chair: personal illness, family emergency, or jury or military duty. An excused absence will not be recorded as an absence. Under Article VII, Designated Alternates, a member may designate an alternate to attend in his or her absence.

## **Section 6. Code of Conduct**

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

- (a) No member of the Lavaca RWPG shall:
  - (1) 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  
(2) 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;
  - ii) the member's family;
  - iii) the member'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.
- (3) Participate in any deliberation, decision, or vote that would constitute a conflict of interest under federal, state, or local law.

(b) Potential conflicts of interest shall be clearly stated by the voting member prior to any deliberation or action on an agenda item with which the voting member 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 therefor shall be noted in the minutes.

## **Section 7. Removal of Voting Members**

(a) Grounds for Removal of Voting Members. The following shall constitute grounds for removal of a voting member:

- (1) engaging in excessive absenteeism as defined under Section 5 of this Article;
- (2) death;
- (3) resignation;
- (4) failure to abide by the code of conduct provisions set forth under Section 6 of this Article;
- (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.

(b) Process for Removing Voting Members. Voting members may be removed at any time for any of the grounds for removal of voting members set forth in subsection (a) of this section. Any member with knowledge or suspicion that a voting member has engaged in acts or that events have occurred constituting a ground for removal under subsection (a) of this section shall report such information or suspicion to the Chair. The Chair, upon discovering or receiving such information, shall make a written request to that member for an explanation as to why he or she should not be removed from voting membership. The

member shall make written response to the Chair within fifteen calendar days from the date of receipt of the Chair's request. Within five calendar days of receipt of the member's response, the Chair shall forward copies of the response to the voting members. If the Chair continues to suspect that a ground for removal may exist, if the member fails to make a timely response to the Chair's request, or if a voting member requests its inclusion on the agenda after reviewing the written response from the accused member, the Chair shall place an item on the next subsequent meeting agenda calling for the removal of the member. At the meeting, the member subject to the possible removal action may present evidence of why he or she should not be removed. The voting members may remove the member by consensus, but not less than agreement of two-thirds of the voting membership. The member subject to the removal action shall not participate in any way in the removal decision, nor shall his or her membership count as part of the total voting membership for purposes of calculating a two-thirds vote.

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

### **Section 1. Mandatory Members**

(a) The voting members of the Lavaca RWPG shall add the non-voting members set forth in 31 TAC §357.4(g) (1)-(g)(3) and accept the designees appointed by the entities set forth therein. Such designees shall have no terms of office and shall serve until replaced by the designating entity. However, if the voting members decide by consensus, but not less than agreement of two-thirds of the voting membership, that a particular designee is hindering the regional water planning efforts of the Lavaca RWPG, the Chair shall make a written request within ten calendar days to the entity requesting the designation of another person to serve as the entity's designee.

(b) The voting members of the Lavaca RWPG shall add at least one non-voting member as set forth in 31 TAC §357.4(g)(4). Any entity eligible for membership as a non-voting member shall under this section be contacted and requested to designate that entity's non-voting nominee.

Once selected, a 31 TAC §357.4(g)(4) non-voting member shall have no term of office and shall serve until removed by the voting members by consensus, but not less than agreement of two-thirds of the voting membership.

### **Section 2. Discretionary Members**

The voting members of the Lavaca RWPG may add or remove as a non-voting member an entity set forth in 31 TAC §357.4(h) by two-thirds vote of the voting membership. If an entity is added, the Chair shall make a written request within ten calendar days to the entity requesting the designation of a person to serve as the entity's designee. Such designees shall have no terms of office and shall serve until replaced by the designating entity or until the entity is removed as a non-

voting member. However, if the voting members determine by a two-thirds vote of the voting membership that a particular designee is hindering the regional water planning efforts of the Lavaca RWPG and that the entity should remain as a non-voting member, the Chair shall make a written request within ten calendar days to the entity requesting the designation of another person to serve as the entity's designee.

### **Section 3. Code of Conduct**

All non-voting members shall comply with the code of conduct provisions under Section 6 of Article V of these bylaws.

## **ARTICLE VII. DESIGNATED ALTERNATES**

Each member may designate an alternate to represent him/her when he/she is unable to attend a meeting or hearing. Alternates selection will be approved by the members by virtue of consensus. A member desiring to appoint an alternate will provide a general written bio to the Chair, showing the alternates connection with the interest group being presented.

Each member must notify the Chair in writing of the name and address of the member's designated alternate at least twenty-four hours prior to the meeting or hearing at which the designated alternate will appear on behalf of the member. If the member fails to provide such notice, the Chair may forbid the participation of the designated alternate at the meeting or hearing. The Chair shall not recognize the designation of more than one alternate per member at any given time. The Chair shall not recognize more than two alternate designations of any kind per member per calendar year unless the RWPG expressly decides to waive this provision.

The designated alternate shall enjoy the same voting privileges, or lack thereof, and shall be bound by the same duties, terms, and conditions as the member they represent, except as otherwise provided in these bylaws. However, a designated alternate for a voting member who serves as an officer shall not be allowed to serve in the capacity as an officer in the member's absence.

The Chair shall provide each member with a current list of all members and their designated alternates.

## **ARTICLE VIII. OFFICERS**

### **Section 1. Officers, Restrictions, and Terms of Office**

Voting members of the Lavaca RWPG shall select from the voting membership a Chair, Vice Chair, and Secretary to serve as officers. Each officer shall serve a term of one calendar year. However, the terms of the initial officers selected

**Comment [W3]:** Should the RWPG wish to allow designated alternates or proxy us, some recommended language is provided below.

under Section 2 of this Article shall expire when the regular officers take office as provided under this Article. Except as provided under Section 4 of this Article, an officer shall serve until his or her successor takes office. Elections shall be held annually, with no restrictions on the number of consecutive terms an individual may serve as an officer other than those that apply because of his or her status as a voting member under these bylaws.

## **Section 2. Selection**

(a) Initial Officers. Within fourteen days after the adoption of these bylaws, the voting members shall select initial officers. Nominations shall be made from the floor by voting members. The voting members shall select officers from among the nominees by consensus, but not less than agreement of two-thirds of the voting members present.

(b) Regular Officers. Regular officers shall be selected at the first meeting of each calendar year after the calendar year in which these bylaws were adopted. Written notice of the meeting to select officers shall be provided to all members of the Lavaca RWPG by the current Secretary at least five calendar days prior to the meeting. Nominations shall be made from the floor by voting members. The voting members shall select officers from among the nominees by consensus, but not less than agreement of two-thirds of the voting members present.

## **Section 3. Removal of Officers**

Any officer may be removed from office for any of the grounds for removal of voting members set forth under Article V of these bylaws, or for repeated failure to carry out the duties of the office, by a consensus, but not less than agreement of two-thirds of the voting members present. Removal of an officer shall be set as an agenda item at the next scheduled meeting upon written request signed by five voting members to the Chair or Secretary. The Chair or Secretary receiving the request shall notify the officer in writing that he or she shall be subject to a removal action at the next scheduled meeting. At the meeting, the officer subject to the possible removal action may present evidence of why he or she should not be removed. If the Chair is the subject of the possible removal action, the Vice-Chair shall preside over the meeting during the agenda item concerning the Chair's removal. The officer subject to the removal action shall not participate in any way in the removal decision, nor shall his or her membership count as part of the total membership for purposes of calculating a two-thirds vote. The notice of the meeting shall be posted in accordance with the Open Meetings Act and shall state that the issue of possibly removing the officer will be on the agenda. Any vacancy caused by the removal shall be filled as provided under Section 4 of this Article.

## **Section 4. Vacancies of Officers**

Whenever an officer vacancy exists because of death, resignation, or removal, the vacancy shall be filled at the next meeting of the Lavaca RWPG. Nominations shall be made from the floor by voting members. The voting members shall select

a replacement officer from among the nominees by consensus, but not less than agreement of two-thirds of the voting members present. The next highest ranking officer shall serve in the vacant position until a successor takes office, unless the office of the Secretary becomes vacant, in which case the Chair shall appoint a willing voting member to serve as Secretary until the successor to the Secretary takes office. The person selected to fill a vacancy for an officer shall serve for the unexpired term of his or her predecessor in office.

## **Section 5. Duties of Each Officer**

(a) Chair. The Chair shall be the executive officer of the Lavaca RWPG. The Chair will preside at all meetings of the Lavaca RWPG and perform all duties provided by these bylaws. If the Chair is unable to carry out his/her duties, the Vice Chair shall assume the duties of the Chair.

(b) Vice Chair. The Vice Chair shall assist the Chair in the discharge of his/her duties and, in the absence of the Chair, shall assume the Chair's full responsibilities and duties. In the event the Chair is unable to carry out his/her duties, the Vice Chair shall serve as Chair until the Lavaca RWPG elects a new Chair under Section 4 of this Article. The Vice-Chair shall perform other duties as assigned by the Chair, or these bylaws.

(c) Secretary. The Secretary shall maintain the minutes and take attendance of the Lavaca RWPG meetings. The minutes and attendance shall be kept as part of the Lavaca RWPG official records. The Secretary 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. The Secretary shall perform other duties as assigned by the Chair or these bylaws. If the both the Chair and Vice Chair are unable to carry out the duties of the Chair, the Secretary shall assume the duties of the Chair.

(d) All officers shall retain voting status in the Group.

## **Section 6. Executive Committee**

The Executive Committee shall be composed of seven Lavaca RWPG members, including the Chair, Vice Chair, Secretary, and four members-at-large. The four members-at-large shall be selected annually in the same manner and with the same terms as set forth for the selection of officers under this Article. Members-at-large shall be removed and their vacancies filled in the manner prescribed for officers under this Article.

The Executive Committee shall be responsible for carrying out the duties imposed on it in these bylaws. The voting members of the Lavaca RWPG may delegate any administrative decisions to the Executive Committee unless provided otherwise in these bylaws.

All meetings of the Executive Committee shall comply with the provisions related

to meetings generally as set forth in Article IX of these bylaws.

### **Section 7. Absence of Officers**

When an officer is absent or otherwise unable to serve, the next highest ranking officer shall serve for the officer. If no lower ranking officer exists or can serve, then a member designated by the Chair or acting Chair shall serve for the officer. A designated alternate of a member serving as an officer (which includes Executive Committee members) shall not serve in the member's capacity as an officer in lieu of members.

## **ARTICLE IX. MEETINGS**

### **Section 1. Open Meetings and Notice**

All meetings of the Lavaca RWPG, its committees and/or sub-groups, shall be posted and open to the public in the manner of a governmental body under the Texas Open Meetings Act and as set forth in TWDB rules. All actions of the Lavaca RWPG shall be deliberated and undertaken in open meeting, unless otherwise authorized by the Texas Open Meetings Act. The time and place of meetings shall be set to facilitate, to the greatest extent possible, the participation of the public in the regional water planning process. Materials presented or discussed shall be made available for public inspection prior to and following any meeting of Lavaca RWPG.

## **Section 2. Regular Meetings**

The Secretary shall ensure that an advance notice and an agenda for regular meetings will be provided to the full membership of the Lavaca RWPG at least five calendar days in advance 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 Chair. An agenda item of each meeting shall be to determine the next meeting date.

## **Section 3. Called (Special) Meetings**

The Chair or one-third of the voting members of the Lavaca RWPG may call special meetings of the Lavaca RWPG. The Secretary shall ensure that advance notice and an agenda for the called meeting is provided to the full membership of the Lavaca RWPG at least five calendar days in advance 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 Chair.

## **Section 4. Agenda**

The Secretary of the Lavaca RWPG shall ensure that an agenda is prepared and distributed for all meetings, in accordance with Sections 2 and 3 of this Article. Items shall be placed on the agenda by the request of the Chair or by the request of at least three voting members of the Lavaca RWPG. Consideration for approval of the previous meeting's minutes and receiving public comment, as applicable, shall always be among the first items on the agenda. Copies of the agenda and supporting information shall be made available for public inspection prior to and following any meeting of the Lavaca RWPG.

## **Section 5. Quorum**

A quorum of the Lavaca RWPG shall be a simple majority of the voting members excluding vacancies. At least a quorum shall be necessary to conduct any business of the Lavaca RWPG.

## **Section 6. Applicability of Robert's Rules of Order**

Except as otherwise provided in these bylaws, meetings of the Lavaca RWPG 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 appeal of an action or a decision of the Lavaca RWPG.

## **Section 7. Public Hearings/Meetings Required By Law**

The Lavaca RWPG shall post notice and conduct public hearings and public meetings that are specifically required by statute and/or TWDB rule, including those set forth for preplanning, draft regional water plan presentation, adoption of amendments to the regional water plan, and final regional water plan adoption, in accordance with the requirements of the relevant state law and/or TWDB rules.

## **Section 8. Minutes**

(a) The Secretary shall ensure that minutes of all meetings of the Lavaca RWPG are prepared. The minutes shall:

- (1) indicate those 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;
- (2) state the subject of each deliberation;
- (3) indicate each vote, order, decision, or other action taken;
- (4) represent an accurate summary of the meeting's record; and state any other information required by these bylaws to be included in the minutes.

(b) The Secretary shall ensure that true copies of the minutes are provided to the full membership as soon as possible following the meeting, but no later than five calendar days prior to the next regular meeting of the Lavaca RWPG.

# **ARTICLE X.MAKING DECISIONS**

## **Section 1. Applicability; No Written Proxies**

(a) Unless the method for making a particular decision is set forth in these bylaws, the Lavaca RWPG, its committees, and subgroups shall make all decisions utilizing the process set forth in Section 2 of this Article.

(b) Written proxies shall not be allowed in any decision-making by the Lavaca RWPG, its committees, or its subgroups. Because it is important in achieving consensus for all members to participate actively, keep up-to-date on the progress of the group, and develop a common base of information, members shall in good faith attempt to minimize the number of times they are absent from meetings.

## **Section 2. Decision-Making Process**

(a) Use of Consensus. The Lavaca RWPG 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 all 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.

(b) Failure to Reach Consensus. If after good faith negotiations it appears likely to the Chair that the voting members will be unable to reach consensus, the Chair shall entertain a motion to put the issue to a vote to be conclusively decided by a majority of the voting members.

## **Section 3. Final Adoption of Regional Water Plan; Amendments**

The voting members of the Lavaca RWPG shall finally adopt the regional water plan for the Lavaca RWPG, and any amendments thereto by consensus, but not less than agreement of two-thirds of the voting membership.

# **ARTICLE XI. BOOKS AND RECORDS**

## **Section 1. Required Documents And Retainment**

Records of the Lavaca RWPG, including: a current membership list with addresses, affiliations, and phone numbers, if not unlisted; the current roster of officers; a copy of the written record of designation of the political subdivision(s) as representative(s) of the Lavaca RWPG; minutes; agendas; notices; contracts, subcontracts, annual financial statements, and any and all financial records and supporting information; bylaws; records of public hearing; correspondence; memoranda; phone logs; committee or subgroup recommendations or findings; draft and final plans; studies; data of any sort; computer records or models;

executive summaries; other work products; and any other pertinent information of a public nature shall be kept at the principal office of the Lavaca RWPG for a period of at least five years.

### **Section 2. Inspection And Copying**

Records of the Lavaca RWPG shall be available for inspection and copying at the principal place of business of the representative political subdivision during normal business hours. Procedures and fees for copying and inspection shall be the same as those used by the political subdivision housing the principal office of the Lavaca RWPG for inspection and copying of its own public records.

### **Section 3. Availability of Reports**

All reports, planning documents, and work products resulting from projects funded by the TWDB shall be made available to the TWDB, the Texas Parks and Wildlife Department, and the Texas Natural Resource Conservation Commission or their successor agencies. At least one copy of the approved regional water plan shall be placed in the county clerk's office for each county and in at least one public library of each county having land within the Lavaca RWPG, in accordance with state law.

## **ARTICLE XII.COMMITTEES**

### **Section 1. Establishment**

The Lavaca RWPG may by motion establish committees and subgroups to assist and advise the Lavaca RWPG in the development of the regional water management plan. The committee or subgroup may be formed to address specific issues assigned by the Lavaca RWPG and may have a specified term of membership.

### **Section 2. Membership**

Membership in the committees and subgroups shall generally follow the requirements and procedures of Article V of these bylaws; membership of the committees and subgroups should be inclusive, rather than exclusive in nature; the interests identified in the initial coordinating body will be invited to participate, as well as other interests that have been identified. Appointment to committees or subgroups shall be made by consensus, but not less than agreement of two-thirds of the voting membership. The terms of office for all members of committees and subgroups shall be one year or the expiration of their term of office, or upon mutual agreement of the committee member, the committee, and the Chair.

### **Section 3. Officers**

At the first Committee meeting following the first Group meeting each year, the Chair, Vice-chair, and Secretary of a committee or subgroup established by the Lavaca RWPG shall be selected from the duly-elected members of the respective committee or subgroup. The Chair, Vice Chair, and Secretary of the committee or

subgroup established by the Lavaca RWPG shall be elected to their respective offices by a majority affirmative vote of the members of the committee or subgroup. Additional committee or subgroup officers with associated responsibilities may be created as necessary by a majority affirmative vote of the members of the committee or subgroup. The additional officers shall be elected by a majority affirmative vote of the members of the committee or subgroup.

#### **Section 4. Meetings**

Requirements and procedures for committee or subgroup meetings shall follow those established in Article IX of these bylaws, including requirements for notice.

Committees or subgroups may adopt their own rules of procedure, if authorized by the Lavaca RWPG and the rules are not in conflict with state law, TWDB rules, or these bylaws.

#### **Section 5. Books And Records**

Requirements and procedures for committee or subgroup books and records shall follow those established for the Lavaca RWPG in Article XI of these bylaws.

#### **Section 6. Code of Conduct**

Members of a committee or subgroup are subject to the requirements of Article V, Section 6 of these bylaws.

### **ARTICLE XIII.COMPENSATION**

Members of the Lavaca RWPG 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 Lavaca RWPG to apply to TWDB for funding. The political subdivision contracting with the TWDB for the Lavaca RWPG 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.COST ALLOCATION**

The voting members of the Lavaca RWPG shall develop and approve an equitable method or formula for the allocation of costs associated with the local match for state funding.

### **ARTICLE XV.CONTRACTUAL SERVICES**

The voting members of the Lavaca RWPG shall make all decisions related to final approval of persons or entities selected by an eligible applicant to provide contractual services for the Lavaca RWPG, including all services related to preparation, development, or revisions of the regional water plan for the Lavaca RWPG. However, the voting members may delegate to the Executive Committee the authority to make all administrative decisions concerning amendments to

TWDB Research and Planning Fund grant contracts for services related to regional water planning, except those decisions concerning amendments related to scopes of work and budgets.

## **ARTICLE XVI.ADOPTING AND AMENDING THE BYLAWS**

These bylaws shall have full force and effect upon approval and adoption by the voting members of the Lavaca RWPG, acting on behalf of the interests comprising the Lavaca RWPG, and upon submission to the TWDB in compliance with 31 TAC §357.4. The voting members shall adopt these bylaws and any amendments thereto by consensus, but not less than agreement of two-thirds of the voting membership.

## **ARTICLE XVII.RESOLUTION ADOPTING BYLAWS**

WHEREAS, no bylaws have been adopted governing the conduct of the internal affairs of the Lavaca RWPG; and

WHEREAS, the set of bylaws presented to this meeting are suitable for the purpose and their adoption is in the best interests of the Lavaca RWPG; it is, therefore,

RESOLVED, that the members of the Lavaca RWPG this 14<sup>th</sup> day of May, 2012, approve and adopt the bylaws presented to this meeting of members as the bylaws of the Lavaca RWPG; and it is

FURTHER RESOLVED, that the bylaws be authenticated as such by the Secretary of the Lavaca RWPG and placed in its minute book, and that a full and true copy of the bylaws, certified by the Secretary, be kept at the principal office of the Lavaca RWPG for inspection by members or the public at all reasonable times during business hours.

May 14, 2012

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Patrick Brzozowski, Secretary