

Plateau Water Planning Group Bylaws

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7 August, 2000

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Table of Contents

ARTICLE 1.	NAMES.....	1
Section 1.1	Organization.....	1
Section 1.2	Regional Water Planning Area.....	1
ARTICLE 2.	ESTABLISHMENT AND PURPOSE.....	1
ARTICLE 3.	PRINCIPAL ADMINISTRATIVE OFFICE.....	1
ARTICLE 4.	RESPONSIBILITIES.....	1
ARTICLE 5.	VOTING MEMBERSHIP	2
Section 5.1	Composition	2
Section 5.2	Terms of Office	2
Section 5.3	Conditions of Membership.....	2
Section 5.4	Selection of Members.....	2
Section 5.5	Attendance	3
Section 5.6	Code of Conduct	4
Section 5.7	Removal of Voting Members	5
ARTICLE 6.	NON-VOTING MEMBERSHIP.....	5
Section 6.1	Mandatory Members	5
Section 6.2	Code of Conduct	6
ARTICLE 7.	OFFICERS	6
Section 7.1	Officers, Restrictions, and Terms of Office.....	6
Section 7.2	Selection of Regular Officers	7
Section 7.3	Removal of Officers	7
Section 7.4	Vacancies of Officers	7
Section 7.5	Duties of Each Officer.....	8
ARTICLE 8.	MEETINGS	8
Section 8.1	Open Meetings and Notice	8
Section 8.2	Regular Meetings	9
Section 8.3	Called (Special) Meetings	9
Section 8.4	Agenda	9
Section 8.5	Quorum	9
Section 8.6	Applicability of Robert's Rules of Order	9
Section 8.7	Public Hearings/Meetings Required By Law	9
Section 8.8	Minutes	10
ARTICLE 9.	MAKING DECISIONS.....	10
Section 9.1	Applicability; No Written Proxies.....	10
Section 9.2	Decision-Making Process.....	10
Section 9.3	Alternative Dispute Resolution	10
Section 9.4	Final Adoption of Regional Water Plan; Amendments	11
ARTICLE 10.	BOOKS AND RECORDS	11
Section 10.1	Required Documents and Retainment.....	11
Section 10.2	Inspection and Copying.....	11

Section 10.3	Availability of Reports	11
ARTICLE 11.	WORKGROUPS OR COMMITTEES	12
ARTICLE 12.	FISCAL YEAR AND BUDGET.....	12
Section 12.1	Fiscal Year	12
Section 12.2	Budget.....	12
ARTICLE 13.	COST ALLOCATION.....	12
ARTICLE 14.	CONTRACTUAL SERVICES	12
ARTICLE 16.	ADOPTING AND AMENDING THE BYLAWS.....	13
ARTICLE 17.	RESOLUTION ADOPTING AMENDED BYLAWS.....	14

ARTICLE 1. NAMES

Section 1.1 Organization

The official name of this organization shall be the "Plateau Water Planning Group" (hereinafter "PWPG").

Section 1.2 Regional Water Planning Area

The official name of the regional water planning area designated as "Region 'J'" 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 "Plateau Water Planning Group" (hereinafter "PWPG").

ARTICLE 2. ESTABLISHMENT AND PURPOSE

The PWPG 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 PWPG 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 PWPG.

ARTICLE 3. PRINCIPAL ADMINISTRATIVE OFFICE

The principal administrative office of the PWPG shall be designated by a vote of the PWPG. The administrative officer of the PWPG for purposes of the Texas Open Records Act shall be the manager of the principal administrative office. The Chair of the PWPG shall insure that the mailing address and physical address of the principal administrative office and administrative officer are provided to all members of the PWPG and the Executive Administrator of the TWDB.

ARTICLE 4. RESPONSIBILITIES

The PWPG 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 for the PWPG. Foremost among those responsibilities shall be the development of a regional water plan for the PWPG that identifies both short and long-term water supply needs and recommends water management strategies for addressing them.

ARTICLE 5. VOTING MEMBERSHIP

Section 5.1 Composition

The initial voting members of the PWPG 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 PWPG stated in Texas Water Code §16.053(c), if present, and other interests determined by the PWPG. Thereafter, the voting membership of the PWPG 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 5.

Section 5.2 Terms of Office

Outgoing voting members shall be given the opportunity to fully participate in the selection process for their successors and shall serve until their successors take office. Terms of office for voting members shall be five years.

Section 5.3 Conditions of Membership

In order to be eligible for voting membership on the PWPG, 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 5.4 Selection of Members

(5.4.1) Not later than thirty calendar days prior to the expiration of a voting member's term, or after the removal or resignation of a voting member the PWPG shall:

- (a) Announce such vacancy at the next regular or special called meeting;
- (b) Send written notice to each county and municipal government within the PWPG advising of such vacancy; and
- (c) Request the TWDB post such vacancy on the TWDB web page.

(5.4.2) The above notifications shall state:

- (a) Where nominations should be sent;
- (b) What the deadline for submitting nominations shall be;

- (c) Identify the particular interest for which nominations are sought;
and
- (d) State the conditions of membership.

(5.4.3) The deadline for submitting nominations shall not be less than twenty calendar days after the last of the above three notifications have been completed.

(5.4.4) All nominations shall be forwarded to the Chair. The Chair shall place an item on the agenda of the next meeting after nominations are submitted. The voting membership shall not be bound by nomination and may consider any person who meets the conditions of membership as a nominee.

(5.4.5) In both the consideration of nominees and the selection of new voting members and the PWPG shall maintain the same geographic representation within the region and must select an individual that represents the particular interest that was vacated.

(5.4.6) 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 PWPG by generally utilizing the selection process set forth in this section, with the exception of the ninety and forty-five day posting deadlines which shall not apply. If such a new member is added, the existing voting members shall determine the exact applicability of the membership term provisions and restrictions to the new member at the time of the new members selection.

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

Section 5.5 Attendance

(5.5.1) All members shall make a good faith effort to attend all PWPG meetings and hearings. Records of attendance shall be kept by the Secretary at all PWPG meetings and hearings and presented as part of the minutes.

(5.5.2) Voting members of the PWPG that have recorded absences from three consecutive meetings and/or hearings, or at least one-half of the sum of all meetings and/or hearings in the preceding twelve months, shall be considered to have engaged in excessive absenteeism and shall be subject to removal from membership under Section 5.7 of this Article.

(5.5.3) Designated Alternates – Each member may designate an alternate to represent him or her when he or she is unable to attend a meeting or hearing. Each member must notify the Chair in writing of the name and address of the Designated

Alternate at least 48 hours prior to the first meeting or hearing at which the Designated Alternate will appear on behalf of the member. The Chair may waive the 48 hour written requirement. The Chair shall not recognize more than two Designated Alternates per member per calendar year unless the Planning Group expressly waives this provision. The Designated Alternate shall enjoy the same voting privileges, and shall be bound by the same duties, terms and conditions, as the member they represent, except as may be otherwise provided in these bylaws. However, a Designated Alternate for a voting member who serves as an officer or member of the Executive Committee shall not be allowed to serve as an officer or voting member of the Executive Committee in the member's absence but may represent the member at the meeting of the Executive Committee.

Section 5.6 Code of Conduct

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

(5.6.1) No member of the PWPG 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 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:
 - (1) The member;
 - (2) The member's family;
 - (3) The member's business partner(s); or
 - (4) A person or organization that employs, or is about to employ, any of the persons listed in (1)-(3), above.
- (c) Participate in any deliberation, decision or vote that would constitute a conflict of interest under federal, state or local law.

(5.6.2) 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 therefore shall be noted in the minutes.

Section 5.7 Removal of Voting Members

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

- (a) Engaging in excessive absenteeism as defined under Section 5.5 of this Article;
- (b) Resignation;
- (c) Failure to abide by the code of conduct provisions set forth under Section 6 of this Article;
- (d) Appointment of a successor by the voting members upon expiration of the member's term;
- (e) Change in status so that the member no longer represents the interest he or she was selected to represent;
- (f) Falsifying documents; and
- (g) Any other serious violation of these bylaws as may be determined by the voting members.

(5.7.2) Process for Removing Voting Members. Any member with knowledge that a voting member has engaged in acts or that events have occurred constituting a ground for removal under subsection (5.7.1) of this section shall report such information to the Chair or if the infraction involves the Chair then the reports shall be made to the Vice-Chair. The Chair, or Vice-Chair, upon discovering or receiving such information shall provide written notice to that member of such allegation and shall place the item on the agenda of the next regular meeting for consideration of removal of such member by the PWPG. Written notice shall be provided not less than ten days prior to the next regular scheduled meeting. 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. 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 vote.

ARTICLE 6. NON-VOTING MEMBERSHIP

Section 6.1 Mandatory Members

(6.1.1) The voting members of the PWPG shall add the non-voting members set forth in 31 TAC §357.4(g)(1)-(g)(5) 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. The voting members of the PWPG shall add at least one non-voting member as set forth in 31 TAC §357.4(g)(4). Within ninety days of

the Chair receiving written notice of a vacancy in this non-voting member the PWPG shall:

- (a) Announce such vacancy at a regular or special called meeting;
- (b) Send written notice to each county and municipal government within the PWPG advising of such vacancy;
- (c) Request the TWDB post such vacancy on the TWDB web page; and
- (d) Request notice of such vacancy be placed in the Water Master mail out.

(6.1.2) The Executive Committee shall receive and process the nominations and, after the deadline for submitting nominations, shall recommend a nominee to the voting membership as a whole, giving strong consideration to a nominee from those individuals and entities that collectively represent the interest as described in 31 TAC §357.4(g)(4). The Executive Committee shall not be bound by the nominations received and 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.

(6.1.3) The voting members shall attempt to make a decision, by vote, for a new member. An affirmative vote of the membership of the PWPG shall be required to appoint a nominee as a non-voting 31 TAC §357.4(g)(4) member. If voting fails to select a member, the voting members shall consider other nominations until a 31 TAC §357.4(g)(4) member can be selected by affirmative vote. 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.

Section 6.2 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 7. OFFICERS

Section 7.1 Officers, Restrictions, and Terms of Office

Voting members of the PWPG shall select from the voting membership a Chair, Vice Chair and Secretary to serve as officers. Each officer shall serve a term of two calendar years. Except as provided under Section 7.4 of this Article, an officer shall serve until his or her successor takes office.

Section 7.2 Selection of Regular Officers

- (7.2.1) Regular officers should be selected at the first meeting of each calendar year.
- (7.2.2) Nominations shall be made from the floor by voting members.

Section 7.3 Removal of Officers

- (7.3.1) Any officer may be removed from office for any of the grounds for removal of voting members set forth under Article 5 of these bylaws, or for repeated failure to carry out the duties of the office.
- (7.3.2) Removal of an officer shall be set as an agenda item at the next scheduled meeting upon written request to the chair, or Vice Chair if the Chair is the subject of the possible removal action, by a voting member.
- (7.3.3) The Chair shall notify the officer in writing that he or she shall be subject to a removal action at the next scheduled meeting.
- (7.3.4) 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 vote.
- (7.3.5) 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.
- (7.3.6) Any vacancy caused by the removal shall be filled as provided under Section 7.4 of this Article.

Section 7.4 Vacancies of Officers

- (7.4.1) Whenever an officer vacancy exists because of death, resignation or removal, the vacancy shall be filled at the next regularly scheduled meeting.
- (7.4.2) Nominations shall be made from the floor by voting members.
- (7.4.3) The voting members shall select a replacement officer from among the nominees.

(7.4.4) 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.

(7.4.5) The person selected to fill a vacancy for an officer shall serve for the unexpired term of his or her predecessor in office.

Section 7.5 Duties of Each Officer

(7.5.1) Chair. The Chair shall be the executive officer of the PWPG. The Chair will preside at all meetings of the PWPG 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.

(7.5.2) 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 PWPG 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.

(7.5.3) Secretary. The Secretary shall maintain the minutes and take attendance of the PWPG meetings. The minutes and attendance shall be kept as part of the PWPG official records. The Secretary shall insure that all notices are properly posted as provided in the bylaws, as required by law. The Secretary shall perform other duties as assigned by the Chair or these bylaws. If 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.

ARTICLE 8. MEETINGS

Section 8.1 Open Meetings and Notice

All meetings of the PWPG, 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 PWPG 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. Copies of all materials presented or discussed shall be made available for public inspection prior to and following any meeting of the PWPG.

Section 8.2 Regular Meetings

The Secretary shall insure that an advance notice and an agenda for meetings will be provided to the full membership of the PWPG at least seven 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 8.3 Called (Special) Meetings

The Chair or any two voting members of the PWPG may call special meetings of the PWPG. The Secretary shall insure that advance notice and an agenda for the called meeting is provided to the full membership of the PWPG at least three 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 8.4 Agenda

The Secretary of the PWPG shall insure that an agenda is posted and distributed for all meetings, in accordance with Sections 8.2 and 8.3 of this Article. The agenda shall be prepared by the Chair. Items shall be placed on the agenda by the Chair or by the request of any voting member of the PWPG. Consideration for approval of the previous meeting's minutes, as applicable, shall always be among the first items on the agenda. Copies of the agenda and all supporting information shall be made available for public inspection prior to and following any meeting of the PWPG.

Section 8.5 Quorum

A quorum of the PWPG shall be a simple majority of the voting members excluding vacancies.

Section 8.6 Applicability of Robert's Rules of Order

Except as otherwise provided in these bylaws, meetings of the PWPG shall be conducted under the provisions of the most current edition of "*Robert's Rules of Order*".

Section 8.7 Public Hearings/Meetings Required By Law

The PWPG 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. Notification requirements

may be different than those specified in Section 8.1 of this Article and are specifically delineated in Texas Water Code §16.053 and/or 31 TAC §357.12.

Section 8.8 Minutes

(8.8.1) The Secretary shall insure that minutes of all meetings of the PWPG are prepared. The minutes shall:

- (a) State the subject of each deliberation;
- (b) Indicate each vote, order, decision, or other action taken;
- (c) 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;
- (d) Represent an accurate summary of the meeting's record; and
- (e) State any other information required by these bylaws to be included in the minutes.

(8.8.2) The Secretary shall insure that true copies of the minutes are provided to the full membership as soon as possible following the meeting, but no later than three calendar days prior to the next meeting of the PWPG.

ARTICLE 9. MAKING DECISIONS

Section 9.1 Applicability; No Written Proxies

(9.1.1) Unless the method for making a particular decision is set forth in these bylaws, the PWPG, its committees, and subgroups shall make all decisions utilizing the process set forth in Section 9.2 of this Article.

(9.1.2) Written proxies shall not be allowed in any decision-making by the PWPG, its committees or its subgroups.

Section 9.2 Decision-Making Process

The PWPG shall make decisions using a two-thirds voting majority decision-making process. All decisions, motions or questions shall be decided based on a two-thirds voting majority based on those members present.

Section 9.3 Alternative Dispute Resolution

"Robert's Rules of Order" notwithstanding any three voting members may demand that the issue or vote in dispute may be scheduled for reconsideration at the next

PWPG meeting. The reconsideration vote on the item in dispute will be the final disposition of this matter.

Section 9.4 Final Adoption of Regional Water Plan; Amendments

The voting members of the PWPG shall finally adopt the regional water plan for the PWPG and any amendments thereto.

ARTICLE 10. BOOKS AND RECORDS

Section 10.1 Required Documents and Retainment

Records of the PWPG, including: a current membership list with addresses, affiliations and phone numbers, if not listed; the current roster of officers; a copy of the written record of designation of the political subdivision(s) as representative(s) of the PWPG; 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 administrative office of the PWPG for a period of at least five years.

Section 10.2 Inspection and Copying

Records of the PWPG shall be available for inspection and copying at the principal administrative office of the PWPG 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 administrative office of the PWPG for inspection and copying of its own public records.

Section 10.3 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, the Texas Department of Agriculture 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 PWPG, in accordance with state law.

ARTICLE 11. WORKGROUPS OR COMMITTEES

The PWPG Chair may appoint workgroups or committees, as needed, to serve in advisory capacities.

ARTICLE 12. FISCAL YEAR AND BUDGET

Section 12.1 Fiscal Year

The PWPG shall operate under a fiscal year beginning October 1st of each year and ending September 30th of the following year.

Section 12.2 Budget

The Chair shall see that an annual budget is prepared in accordance with applicable state and local laws by August 1st of each year with the assistance of the Finance and Executive Committees.

ARTICLE 13. COST ALLOCATION

The voting members of the PWPG shall develop and approve an equitable method or formula for the allocation of administrative costs.

ARTICLE 14. CONTRACTUAL SERVICES

The voting members of the PWPG shall make all decisions related to final approval of persons or entities selected by an eligible applicant to provide contractual services for the PWPG, including all services related to preparation, development, or revisions of the regional water plan for the PWPG. However, the voting members may delegate to the Executive Committee or a designated workgroup 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 15. ADOPTING AND AMENDING THE BYLAWS

These bylaws shall have full force and effect upon approval and adoption by the voting members of the PWPG, acting on behalf of the interests comprising the PWPG, 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 two-thirds of the voting membership.

**ARTICLE 16. RESOLUTION ADOPTING
AMENDED BYLAWS**

RESOLUTION

OF

PLATEAU WATER PLANNING GROUP

ADOPTING AMENDED BYLAWS

WHEREAS, bylaws have been adopted and amended governing the conduct of the internal affairs of the Plateau Water Planning Group (PWPG); and

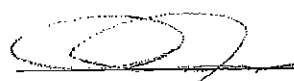
WHEREAS, the set of Bylaws, as amended, presented to this meeting are suitable for the purpose and their adoption is in the best interests of the Plateau Water Planning Group (PWPG); it is, therefore,

RESOLVED, that the voting members of the Plateau Water Planning Group (PWPG) unanimously approve and adopt the Bylaws, as amended, and presented to this meeting, a copy of which is attached to this Resolution.

IT IS FURTHER RESOLVED, that the Bylaws, as amended, be authenticated as such by the Secretary of the Plateau Water Planning Group (PWPG) and placed in the PWPG minutes, and that a full and true copy of the Bylaws, as amended, certified by the Secretary, be kept at the principal administrative office of the Plateau Water Planning Group (PWPG) for inspection by members or the public at all reasonable times during business hours.

IT IS FURTHER RESOLVED, that the Secretary of the Plateau Water Planning Group (PWPG) provide the Executive Administrator of the Texas Water Development Board with a certified copy of these Bylaws, as amended, in accordance with 31 TAC §357.4(k).

Amended and Adopted on this the 16th day of July, 2010.



Ronnie Pace
Secretary, Plateau Water Planning Group