

# Bylaws

---

## **Region H Water Planning Group**

Originally adopted – May 1998

Amended – October 2007

Amended – February 2017

# Table of Contents

ARTICLE I. NAMES.....	1
Section 1. Organization.....	1
Section 2. Regional Water Planning Area.....	1
ARTICLE II. ESTABLISHMENT AND PURPOSE.....	1
ARTICLE III. PRINCIPAL ADMINISTRATIVE OFFICE .....	1
ARTICLE IV. RESPONSIBILITIES .....	1
ARTICLE V. VOTING MEMBERSHIP .....	2
Section 1. Composition .....	2
Section 2. Terms of Office .....	2
Section 3. Conditions of Membership.....	2
Section 4. Selection of Members.....	3
Section 5. Attendance .....	4
Section 6. Code of Conduct .....	4
Section 7. Removal of Voting Members .....	4
ARTICLE VI. NON-VOTING MEMBERSHIP .....	5
Section 1. Mandatory Members .....	6
Section 2. Discretionary Members .....	7
Section 3. Code of Conduct .....	7
ARTICLE VII. DESIGNATED ALTERNATES.....	7
ARTICLE VIII. OFFICERS.....	8
Section 1. Officers, Restrictions, and Terms of Office.....	8
Section 2. Selection.....	8
Section 3. Removal of Officers .....	8
Section 4. Vacancies of Officers .....	9
Section 5. Duties of Each Officer.....	9
Section 6. Executive Committee .....	10
Section 7. Designated Alternates .....	10
ARTICLE IX. MEETINGS.....	10
Section 1. Open Meetings and Notice.....	10
Section 2. Regular Meetings .....	11
Section 3. Called (Special) Meetings .....	11
Section 4. Agenda .....	11
Section 5. Quorum .....	11
Section 6. Applicability of Robert’s Rules of Order .....	12
Section 7. Public Hearings/Meetings Required by Law .....	12
Section 8. Minutes .....	12

ARTICLE X. MAKING DECISIONS .....	13
Section 1. Applicability; No Written Proxies.....	13
Section 2. Decision-Making Process.....	13
Section 3. Final Adoption of Regional Water Plan; Amendments .....	14
ARTICLE XI. BOOKS AND RECORDS .....	14
Section 1. Required Documents and Retainment.....	14
Section 2. Inspection and Copying.....	14
Section 3. Availability of Reports .....	14
ARTICLE XII. SUBREGIONAL WATER PLANNING GROUPS .....	14
Section 1. Establishment .....	14
Section 2. Membership .....	15
Section 3. Officers .....	15
Section 4. Meetings.....	15
Section 5. Books and Records.....	15
Section 6. Code of Conduct .....	16
ARTICLE XIII. COMMITTEES .....	16
Section 1. Establishment .....	16
Section 2. Membership .....	16
Section 3. Officers .....	16
Section 4. Meetings.....	16
Section 5. Books and Records.....	17
Section 6. Code of Conduct .....	17
ARTICLE XIV. COMPENSATION.....	17
ARTICLE XV. COST ALLOCATION .....	17
ARTICLE XVI. CONTRACTUAL SERVICES .....	17
ARTICLE XVII. ADOPTING AND AMENDING THE BYLAWS.....	18

## **ARTICLE I. NAMES**

### **Section 1. Organization**

The official name of this organization shall be the “Region H Water Planning Group” (hereinafter “Region H WPG”).

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

The official name of the regional water planning area designated as “Region H” 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 “Region H Water Planning Area” (hereinafter “Region H WPA”).

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

The Region H WPG was established by appointment of an initial coordinating body by the TWDB on February 19, 1998, and one subsequent additional appointment by the initial coordinating body. The purpose of the Region H WPG 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 Region H WPA.

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

The principal administrative office of the Region H WPG and the administrative officer for purposes of the Texas Open Records Act shall be designated by the voting members by motion or resolution and may be changed from time to time as necessary. The Chair of the Region H WPG shall insure that the mailing address and physical address of the principal office and administrative officer are provided to all members of the Region H WPG and the Executive Administrator of the TWDB.

## **ARTICLE IV. RESPONSIBILITIES**

The Region H WPG 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 Region H WPA. Foremost

among those responsibilities shall be the development of a regional water plan for the Region H WPA 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 Region H WPG shall include the initial coordinating body appointed by the TWDB on February 19, 1998, plus the additional voting member appointed by the initial coordinating body to ensure adequate representation of the interests comprising the Region H WPA stated in Texas Water Code §16.053(c), if present, and other interests determined by the initial coordinating body. Thereafter, the voting membership of the Region H WPG shall include persons added or removed as provided under this Article. The voting membership of the Region H WPG shall not exceed 26 members.

### **Section 2. Terms of Office**

The initial terms of all initial voting members shall expire on September 1, 2001. Upon the expiration of the initial terms, all voting members shall draw lots for additional terms of five years or two years, such that half of the voting members' terms will expire in two additional years and the other half in five additional years. If there is an odd number of voting members at the time that lots are drawn, one more than half shall draw lots for the two-year terms.

Except for the initial terms of the initial voting members and the two-year terms described above, all subsequent terms of office for voting members shall be five years, the goal of staggering the terms of office having been accomplished. There are no limits to the number of terms a member may serve.

Upon the expiration of a member's term, a majority vote of the total voting membership shall be required for the member to continue to serve for a subsequent term. If a member fails to be affirmed for a subsequent term, then the voting members shall initiate procedures to appoint a successor utilizing the process set forth under Sections 7 and 4 of this Article.

### **Section 3. Conditions of Membership**

In order to be eligible for voting membership on the Region H WPG, 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**

Within forty-five calendar days of the removal of a voting member, the Nominating Committee shall solicit nominations for a successor. Members of the Region H WPG may also submit nominations to the Nominating Committee.

The Nominating Committee shall receive and process the nominations and 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 Nominating 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 Nominating Committee and may consider any person who meets the conditions of membership as a nominee.

An affirmative vote of two-thirds of the total voting membership of the Region H WPG shall be required to appoint a nominee as a new voting member. If voting fails to select a new voting member after no more than three votes regarding that nominee, the voting members shall consider other nominations until a new member can be selected by an affirmative vote of two-thirds of the total voting membership.

In addition to selecting new voting members to fill vacancies caused by removal, the voting members may add members to ensure adequate representation of the interests comprising the Region H WPA 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 a majority vote of the total 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 Nominating Committee and other voting members shall strive to achieve a representative diversity within the region.

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.

Because initial members continue to serve for additional terms of either two or 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 Region H WPG meetings and hearings. Records of attendance shall be kept by the Secretary at all Region H WPG meetings and hearings and presented as part of the minutes. Voting members must attend at least one-half of the sum of all meetings and hearings during the preceding twelve months. Voting members of the Region H WPG that have not met the attendance requirement shall be considered to have excessive absences and shall be subject to removal from membership under Section 7 of this Article.

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

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

- (a) No member or designated alternate of the Region H WPG shall 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 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 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) resignation;
- (2) inability to serve due to poor health or death;
- (3) change in status so that the member no longer represents the interest he or she was selected to represent;
- (4) excessive absenteeism as defined under Section 5 of this Article;

- (5) failure to abide by the code of conduct provisions set forth under Section 6 of this Article;
- (6) falsifying documents;
- (7) violation of these bylaws as determined by the voting members; or
- (8) the voting member's designated alternate engages in any acts described in subdivisions (5), (6), or (7) of this subsection.

(b) **Process for Removal of 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 that events have occurred constituting a ground for removal under subsection (a) of this section shall report such information to the Chair. The Chair, upon discovering or receiving such information, shall contact that member to verify the events that have occurred or the acts that have been alleged. The member shall respond to the Chair within fifteen calendar days from the date of receipt of the Chair's request. The Chair may require any information or response to be in writing. If the Chair believes that a ground for removal may exist or if the member fails to make a timely response to the Chair's request, then the Chair shall confer with the Executive Committee regarding the matter, and the Executive Committee may vote to place an item on the next subsequent agenda addressing the possible removal of the member. If the Chair does not believe that a ground for removal exists and indicates that he or she will not place an item on the next agenda addressing the possible removal, then if five voting members request its inclusion on the agenda in writing, the Chair shall place an item on the next subsequent meeting agenda addressing the possible removal of the member.

At the meeting, all discussion and debate with regard to the possible removal shall take place in a closed, executive session, but the final vote on removal shall take place in an open meeting. During the executive session, the Chair shall lay out all of the correspondence and information that has been received related to the possible removal, and the member subject to the possible removal may present evidence refuting or verifying the information presented. The voting members may remove the member by a two-thirds vote of the total voting membership. The member subject to the removal action shall not participate in the removal vote, 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 Region H WPG shall add the non-voting members from the Texas Water Development Board, the Texas Parks and Wildlife Department, and each adjacent regional water planning group as 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 a two-thirds vote of the total voting membership that a particular designee is hindering the regional water planning efforts of the Region H WPG, 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 Region H WPG shall add at least one non-voting member from another region representing entities that supply or receive 1,000 acre-feet or more per year as set forth in 31 TAC §357.4(g)(4). Within thirty calendar days of adoption of these bylaws, or within forty-five calendar days of the removal of a 31 TAC §357.4(g)(4) member, the Nominating Committee shall solicit nominations for persons to serve as a 31 TAC §357.4(g)(4) member. Members of the Region H WPG may also submit nominations to the Nominating Committee.

The Nominating Committee shall receive and process the nominations and 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 the interest as described in 31 TAC §357.4(g)(4). The Nominating 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 Nominating Committee and may consider any person who meets the conditions of membership as a nominee.

An affirmative vote of two-thirds of the total voting membership of the Region H WPG 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 after no more than three votes regarding that nominee, the voting members shall consider other nominations until a 31 TAC §357.4(g)(4) member can be selected by a two-thirds vote of the total voting membership.

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 affirmative vote of two-thirds of the total voting membership.

## **Section 2. Discretionary Members**

The voting members of the Region H WPG may add or remove as a non-voting member an entity set forth in 31 TAC §357.4(h) by a two-thirds vote of the total 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 total voting membership that a particular designee is hindering the regional water planning efforts of the Region H WPG 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 shall designate an alternate to represent him/her when he/she is unable to attend a meeting or hearing. Each member must notify the Chair in writing of the name and address of the member's designated alternate at least forty-eight hours prior to the first 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 Region H WPG 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 Region H WPG 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 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. No two voting members representing the same interest shall serve as officers at the same time. 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 a majority vote of the total voting membership.

(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 sent to all members of the Region H WPG by the current Secretary thirty calendar days prior to the meeting. The Nominating Committee shall solicit nominations for officers and shall recommend nominees to the voting membership. Nominations may also be made from the floor by voting members. The voting members shall select officers from among the nominees by a majority vote of the total voting membership.

### 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 two-thirds vote of the total voting membership. 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. Such request must include a copy of any documents or written information that the requesting members intend to present at the removal meeting.

The Chair or Secretary receiving the request shall notify the officer in writing that he or she shall be the subject of a removal action at the next scheduled meeting

and shall include a copy of any documents or written information submitted by the requestors.

At the meeting, all discussion and debate with regard to the possible removal shall take place in a closed, executive session, but the final vote on removal shall take place in an open meeting. During the executive session, the presiding officer shall lay out all of the correspondence and information that has been received related to the possible removal, and the member subject to the possible removal may present evidence refuting or verifying the information presented. 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 the removal vote, nor shall his or her membership count as part of the total membership for purposes of calculating a two-thirds vote. 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 scheduled meeting after the event causing the vacancy. The Nominating Committee shall solicit nominations for a replacement officer and shall recommend a nominee to the voting membership. Nominations may also be made from the floor by voting members. The voting members shall select a replacement officer from among the nominees by a majority vote of the total voting membership. 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 Region H WPG. The Chair will preside at all meetings of the Region H WPG 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 Region H WPG 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 Region H WPG meetings. The minutes and attendance shall be kept as part of the Region H WPG official records. The Secretary shall insure 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 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.

## **Section 6. Executive Committee**

The Executive Committee shall be composed of five Region H WPG members, including the Chair, Vice Chair, Secretary, and two members-at-large. No two voting members representing the same interest shall serve as members of the Executive Committee at the same time. The two 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 Region H WPG may delegate any purely administrative decisions to the Executive Committee unless provided otherwise in these bylaws. The Chair of the Region H WPG shall serve as Chair of the Executive Committee.

## **Section 7. Designated Alternates**

A designated alternate of a member serving as an officer shall not serve in the member's capacity as an officer in lieu of the member. 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 shall serve for the officer. In the event that the Chair has failed to designate a member, then the voting members shall select a member to serve for the officer.

# **ARTICLE IX. MEETINGS**

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

All meetings of the Region H WPG and any subregional water planning groups it has created, 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 Region H WPG 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 Region H WPG. It shall be the practice of the Region H WPG to provide an opportunity for public comment near both the beginning and end of each regular meeting.

## **Section 2. Regular Meetings**

The Region H WPG will generally hold at least one regular meeting in each calendar quarter, however, meetings may be scheduled less frequently if appropriate. The Secretary shall insure that an advance notice and an agenda for regular meetings is provided to the full membership of the Region H WPG at least ten 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 3. Called (Special) Meetings**

The Chair or a majority of the voting members of the Region H WPG may call special meetings of the Region H WPG. The Secretary shall insure that advance notice and an agenda for the called meeting is provided to the full membership of the Region H WPG 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 Region H WPG shall insure 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 Region H WPG. 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 Region H WPG.

## Section 5. Quorum

A quorum of the Region H WPG shall be a simple majority of the voting members or their designated alternates excluding vacancies. At least a quorum shall be necessary to conduct any business of the Region H WPG.

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

Except as otherwise provided in these bylaws, meetings of the Region H WPG 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 Region H WPG.

## Section 7. Public Hearings/Meetings Required by Law

The Region H WPG 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 relevant state law and/or TWDB rules. Notification requirements may be different than those specified in Section 1 of this Article and are specifically delineated in Texas Water Code §16.053 and/or 31 TAC §357.12.

## Section 8. Minutes

(a) The Secretary shall insure that minutes of all meetings of the Region H WPG are prepared. The minutes shall:

- (1) state the subject of each deliberation;
- (2) indicate each vote, order, decision, or other action taken;
- (3) 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;
- (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 insure that true copies of the minutes are provided to the full membership as soon as possible following the meeting, but no later than ten calendar days prior to the next regular meeting of the Region H WPG.

## **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 Region H WPG, 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 Region H WPG, its committees, or its subregional water planning groups. However, designated alternates shall be allowed to participate in decision making as set forth in these bylaws. 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 or are represented by their designated alternates.

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

(a) Use of Consensus. The Region H WPG 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 agreement of not less than a majority of the total voting membership, unless otherwise specified in these bylaws.

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

The voting members of the Region H WPG shall finally adopt the regional water plan for the Region H WPA, and any amendments thereto, by a two-thirds vote of the total voting membership.

## **ARTICLE XI. BOOKS AND RECORDS**

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

Records of the Region H WPG shall be kept at the principal administrative office of the Region H WPG for a period of time equal to the retention period required of a local government entity subject to the Local Government Records Act.

### **Section 2. Inspection and Copying**

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

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

All reports, planning documents, and work products resulting from projects partially 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 Region H WPA, in accordance with state law.

## **ARTICLE XII. SUBREGIONAL WATER PLANNING GROUPS**

## **Section 1. Establishment**

The Region H WPG may by motion establish subregional water planning groups to assist and advise the Region H WPG in the development of the regional water plan. Subregional water planning groups may be formed to address specific issues assigned by the Region H WPG and may have a specified term of membership.

## **Section 2. Membership**

Membership in subregional water planning groups shall generally follow the requirements and procedures of Article V of these bylaws; membership of subregional water planning groups 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. Appointments to subregional water planning groups shall be made by a two-thirds vote of the total voting membership. The terms of office for all members of subregional water planning groups shall be either upon the expiration of the term, if any, specified by the Region H WPG in the establishing motion for the subregional water planning group, or upon the expiration of the persons membership in the Region H WPG.

## **Section 3. Officers**

The Chair, Vice Chair, and Secretary of a subregional water planning group shall be selected from the duly-elected members of the respective subregional water planning group and shall be elected to their respective offices by a majority vote of the total membership of the subregional water planning group. Additional subregional water planning group offices with associated responsibilities may be created as necessary by the members of the subregional water planning group. The additional officers shall be elected by a majority affirmative vote of the total membership of the subregional water planning group.

## **Section 4. Meetings**

Requirements and procedures for subregional water planning group meetings shall follow those established in Article IX of these bylaws, including requirements for notice. Subregional water planning groups may adopt their own rules of procedure if authorized by the Region H WPG and if the rules are not in conflict with state law, TWDB rules, or these bylaws.

## **Section 5. Books and Records**

Requirements and procedures for subregional water planning group books and records shall follow those established for the Region H WPG in Article XI of these bylaws.

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

Members of a subregional water planning group are subject to the requirements of Article V, Section 6 of these bylaws.

# **ARTICLE XIII. COMMITTEES**

## **Section 1. Establishment**

The Region H WPG may establish committees to address issues deemed appropriate by the Region H WPG. Committees may be formed to address specific issues assigned by the Region H WPG and may have a specified term of membership.

## **Section 2. Membership**

Membership in committees shall be determined by the Chair of the Region H WPG. Committees may include both voting and nonvoting members of the Region H WPG, but in no case shall a committee contain more than half of the voting members. The terms of committee membership for all members of committees shall expire either upon the expiration of the term of the committee, if any, specified by the Chair of the Region H WPG, upon the expiration of the persons membership in the Region H WPG, or upon the dissolution of the committee by the Chair of the Region H WPG.

## **Section 3. Officers**

A Chair for each committee shall be chosen from its membership by the Chair of the Region H WPG.

## **Section 4. Meetings**

Committees shall post notice of meetings at the principal administrative office of the Region H WPG unless a quorum of the voting members of the Region H WPG will be present at the meeting, in which case the committee must post notice in accordance with the Texas Open Meetings Act and as set forth in TWDB rules.

In order to determine ahead of time whether full posting will be required for a committee meeting, any members of the Region H WPG that are not members of a particular committee but are intending to attend the meetings of that committee, must notify the committee Chair at least a week in advance of any meetings that they plan to attend. In order to make the regional planning process as transparent to the public as possible, the Chair of each Region H committee that meets on a subject pertaining to the substantive development of the regional plan is encouraged to exceed the requirements of the Texas Open Meetings Act by holding all committee meetings open to the public.

## **Section 5. Books and Records**

Requirements and procedures for committee books and records shall follow those established for the Region H WPG in Article XI of these bylaws.

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

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

# **ARTICLE XIV. COMPENSATION**

Members of the Region H WPG are not to be compensated for their expenses by the State of Texas or by the political subdivision designated by the Region H WPG to make application for grant funding. All travel expenses will be documented by the members and submitted to the political subdivision designated by the Region H WPG to apply to TWDB for funding. The political subdivision contracting with the TWDB for the Region H WPG 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 XV. COST ALLOCATION**

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

# **ARTICLE XVI. CONTRACTUAL SERVICES**

The voting members of the Region H WPG shall make all decisions related to final approval of persons or entities selected to provide contractual services for the

Region H WPG, including all services related to preparation, development, or revisions of the regional water plan for the Region H WPA. However, the voting members may delegate to the Executive Committee the authority to make purely 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 XVII. ADOPTING AND AMENDING THE BYLAWS**

These bylaws shall have full force and effect upon approval and adoption by the voting members of the Region H WPG, acting on behalf of the interests comprising the Region H WPA, 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 a two-thirds vote of the total voting membership.