

## BYLAWS

### TEXAS WATER CONSERVATION ADVISORY COUNCIL

#### Presiding Officer

The council members shall elect one member as the presiding officer and one member as the vice presiding officer of the council to serve in that capacity until the person's term as a council member expires.

#### Nominations for Presiding Officers

The Council shall appoint a Nominating Committee with a minimum of three members to solicit nominees for presiding officers. The Nominating Committee shall solicit the interest of members of the Council to serve as the presiding and vice presiding officer. The Nominating Committee shall, at least one week prior to the meeting, distribute the proposed nominations to members through Council staff support. Additional nominations for any position may be made from the floor at the time of the meeting.

#### Election of Presiding Officers

An election shall occur before the presiding officers' terms expire, or upon the departure of the officer from the council. In the case of an officer vacancy, a special election shall be held.

The Nominating Committee shall present, at a minimum, one nominee for presiding officer and vice presiding officer. The officers shall be elected by a majority of voting members present at the scheduled meeting. Elections shall be held by secret ballot.

In the case there are more than two candidates running and none receive a majority of affirmative votes, a runoff election shall be held between the two candidates with the highest votes.

#### Other Officers

~~The council shall select one member to serve as a vice presiding officer in the absence of the presiding officer.~~ The council may also select members to serve as other officers if and when it decides such positions are necessary. Members elected to these officer positions will serve until their term as a council member expires.

#### Work Groups

From its own membership, the council may create work groups, each of which will focus their attention on the tasks around which the council has initially organized its work. Formation of these work groups is intended to provide a helpful focus on the council's duties and have the added benefit of achieving a voluntary division of labor based on individual member expertise and interest.

All work group discussions will be accessible to the general public. The Texas Water Development Board (TWDB) will facilitate on site facilities where necessary. ~~Only council members will openly speak or participate in work group sessions. A~~ Council members and alternates may invite an external participant to speak or participate in work group discussions.

#### Council Staff Support

TWDB shall provide any necessary staff support to assist the council in the performance of its duties.

#### Operational Approach

1. For organizational purposes, the council will hold at least one meeting per calendar year quarter. Consistent with Chapters 551 and 552 of the Texas Government Code and at a minimum, all meeting agendas of the full council will be posted on the TWDB's web site, be open to the public, and provide an opportunity for public comment. Full council meetings will be recorded and minutes and/or summaries of the meetings will be made available to the general public via the TWDB website. Chapter 2110, Texas Government Code, does not apply to the size, composition, or duration of the council.
2. Work group meetings or discussions, as needed, may be held in person, via teleconference, or via the Internet. All substantive decisions and/or recommendations made by the work groups are to be reported back to the full council membership for their consideration and final disposition.

#### Common Ground Rules for Meetings

1. Stay focused on task and adhere to any time limits.
2. Participate, share information, and invite questions.
3. Be specific (e.g. use examples).
4. Signal desire to speak and wait for turn.
5. Don't speak while others are speaking.
6. Agree on what important words mean.
7. Focus on interests, not positions.
8. Disagree and debate openly.
9. Respect those who disagree.
10. Listen actively.

#### Alternates for Members

Each member shall designate one alternate to represent them when the member is unable to attend a council meeting. A listing of these designated alternates will be provided to all council members. Each alternate is expected to maintain an up to date knowledge of council activities and be prepared to report on any activities assigned to the absent member. The alternate may participate in council discussions and may vote on any decision in place of the absent member.

## Decisions of the Council

A quorum is defined as at least 12 council members or designated alternates if member is not present. Votes will not take place at any meeting without a quorum present.

It is desirable for the council to reach decisions by consensus. However, if consensus does not appear possible the presiding officer may call for a vote. The vote will carry for a decision only by 16 council members or designated alternates voting favorably.

Agendas may have separate items for educational presentations, information gathering on specific issues, discussion on specific issues, and decision-making. Unless an early consensus arises during a discussion item, discussion may continue as long as the presiding officer considers consensus a possibility. However, if consensus does not appear possible, the council will be expected to reach a decision by two-thirds majority vote unless there is a consensus that more time is necessary or that the decision item should be moved to another agenda.

If the council reaches a decision in the absence of a consensus, the council will accept a minority position for the record.

At each full council meeting there will be a note taker present for recording decisions and votes. In instances where decisions are made without reaching consensus, the number of voting members or alternates present, the number of those voting in favor of a motion, and the result will be recorded.