

**Meeting Rules
For the
Colorado and Lavaca Rivers and Matagorda and Lavaca Bays
Basin and Bay Area Stakeholder Committee (BBASC)
February 2010 (as amended June 2012)**

1. Meetings are Public.

While not subject to the requirements of the Open Meetings Act, the BBASC will conform to the intent of the Act to ensure adequate public notice, participation and transparency of the committee's actions. The meeting agenda for each meeting will be posted on the website maintained for the BBASC by the Texas Commission on Environmental Quality (TCEQ) at least 72 hours in advance of the meeting.

The meeting agenda packet along with presentation materials and meeting minutes (following approval by the BBASC) will also be posted on the website.

2. Administrative Support, Agendas and Record Keeping.

The TCEQ provides administrative support to the BBASC to include:

- Scheduling of meetings, arranging meeting locations, performing appropriate meeting support to conduct an efficient meeting at the location.
- Preparing and posting agendas, recording meetings and preparing minutes, distributing meeting agenda and support materials to BBASC members and interested parties and organizations who request notification of meetings.
- Maintaining website on which meeting notices and other material on the business of the BBASC will be posted.
- Providing guidance to the Chair, Vice Chair, and committee membership on agenda items.
- Managing all records on the business of the BBASC including agendas and minutes; contact databases of BBASC membership and designated alternates (see below); meeting attendance records and database of citizens and/or other interested parties and organizations that have expressed interest in the business of the BBASC.

As soon as the date, time and location of a meeting are set by the BBASC, TCEQ staff will send notification to BBASC members and place the meeting notification on the website. The meeting agenda will be prepared as a draft and distributed to the BBASC members at least five days prior to the meeting. At each meeting, the first item on the agenda will be to reach agreement on the agenda. Prior to adjourning each meeting, the Chair will provide an opportunity for committee members to request items for future consideration by the BBASC. Upon agreement of the

BBASC on the suggested agenda items, the Chair will coordinate with TCEQ staff to schedule the items to be placed on an upcoming meeting agenda.

3. Meeting schedule and location.

Regular meetings shall be held on dates and locations (although the precise location may need to be determined later) approved by the membership at the first meeting held in the calendar year, or as soon thereafter as possible. The BBASC may adjust the schedule as appropriate but will attempt to provide as much advance notice as possible. All reasonable attempts will be made to secure a meeting schedule that will accommodate the vast majority of the membership. Special meetings will be scheduled at the Chair's discretion or on request of three voting members. Should a special meeting be scheduled, the Chair should strive to provide the BBASC membership ten (10) working days notice.

The Chair has the discretion to change meeting locations and dates, with appropriate notice provided to the BBASC members. The BBASC members should be notified as soon as the change is known.

To facilitate the work of the BBASC, the Chair may appoint a subcommittee or work group of BBASC members or alternates to gather more information on a topic or to formulate recommendations for consideration by the full BBASC. TCEQ staff will inform the full BBASC membership of the meetings of a subcommittee or work group and attendance by all members is allowed. Subcommittees or work groups may meet in-person, by teleconference, or a combination of both and the quorum requirement is a simple majority.

The Chair will ask for volunteers from the BBASC to serve on the appointed subcommittee or work group without a limitation on the size of the work group. The Chair will appoint a member to serve as the chair of the subcommittee or work group. The chair of the subcommittee or work group shall work with TCEQ staff to ensure that the results of the discussions are accurately recorded and reflected in a report or meeting notes. The report or meeting notes shall be distributed to all members of the subcommittee or work group as soon after a meeting as possible for review and proposed modification. The report or meeting notes, as modified, must be distributed to the full BBASC prior to a BBASC meeting at which the report or meeting notes will be considered. For work group activities related solely to work plan implementation, pursuant to Section 11.0235 (p) of the Texas Water Code, in the event of specific inconsistencies between the provisions of the work plan and these rules, the provisions of the work plan related to work group activities shall control.

Unless specifically decided otherwise by the BBASC, subcommittees and work groups have no decision making authority and recommendations must be presented to the full BBASC for consideration. BBASC members, including those that may have

served on the subcommittee or work group, have no obligation to support the recommendations of the subcommittee or work group.

4. Public Participation in the Meetings.

The public will be allowed to speak at the beginning and end of each BBASC meeting when recognized by the Chair and, at the Chair's discretion, on specific agenda items. The Chair will have discretion to limit the duration of public comments.

5. Officers.

A Chair will be elected by the BBASC to preside over the meetings and perform other tasks assigned in these Rules. A Vice Chair will be elected by the BBASC to act in the absence of the Chair. Each officer shall serve a term of one year and until his/her successor takes office with no restrictions on the number of consecutive terms an individual may serve. Officers will be elected at the last meeting of each calendar year and shall take office immediately upon election. Although officers have certain special responsibilities to the BBASC, an officer is expected fully to represent the interest group he or she was appointed to represent consistent with meeting those special responsibilities, including through advocating for a position and exercising the right to vote.

6. Quorum.

Except for the limited circumstances in which a lower quorum requirement is set out below in this section, a quorum of the BBASC is defined as a 2/3rd majority of the full membership of which at least 51% must be appointed members rather than alternates. [With a full membership of 21 members, a quorum requires at least 14 members and alternates with at least 11 actual members participating.] Members or alternates may participate by teleconference if facilities are available to allow all of the participants, whether participating in person or by phone, to hear one another.

For BBASC activities related solely to the development or implementation of the work plan, pursuant to Section 11.0235 (p) of the Texas Water Code, a quorum is defined as a simple majority of the full membership with no limitation on the number of alternates allowed to participate. In addition, BBASC action that only involves approval of a work group recommendation related to the work plan may be taken through a meeting conducted via email. To the extent possible, regular notice requirements will apply for meetings conducted by email.

For meetings conducted via email, a participant may be counted as present only if that participant sends an email to the full BBASC indicating his or her participation in the

meeting during the period, which may not exceed 72 hours in duration, established by the Chair as constituting the meeting period. During the meeting period, each BBASC member must receive an email or emails explaining the work group recommendation being considered for approval and must be copied on emails from meeting participants discussing the recommendation or casting votes. The relaxed quorum requirement does not apply for the adoption of recommendations on revisions to environmental flow standards. For action taken via email vote, at the next regular meeting the BBASC will receive a report on the action taken.

If a quorum of the BBASC is not in attendance, the Chair may ask those in attendance if they wish to proceed with items on the agenda, such as informational briefings, but no discussions to reach consensus on an issue or votes can be taken without the presence of a quorum.

7. Attendance and Alternates.

Each required interest group/stakeholder should be represented by one of the following:

- The designated member appointed by the Environmental Flows Advisory Group,
- A member appointed by the BBASC to fill a vacancy in a stakeholder group in accordance with SB3, or
- A designated alternate.

Each member may designate a standing alternate to represent the same interest group as the member, and the proposed designation shall be submitted to the BBASC for approval prior to the alternate's participation at a meeting. Alternates may participate in meetings and vote in the member's absence and are to be counted in determining the existence of consensus, vote totals, and the existence of a quorum. Each BBASC member is charged with ensuring that his or her designated alternate is kept informed of relevant issues and comes to a meeting prepared to participate effectively in the business of the BBASC. Although no specific limit is established, members are expected to attempt to select alternates who will continue to serve in that capacity for the duration of the process. TCEQ staff will distribute all meeting agenda and packet materials to all identified standing alternates.

If a BBASC member is unable to attend a meeting or expects to leave before the meeting ends, the member is requested to inform the Chair and the TCEQ staff as far in advance as possible. The member is also required to notify his/her designated alternate to ensure representation at the meeting. A BBASC member who is unable to attend a meeting or a specific agenda discussion may submit written comments to be shared, solely for informational purposes, at the meeting.

In the case of excessive absences, which ordinarily shall mean absences from 3 regularly scheduled meetings by a member without an alternate being present, a member shall be deemed to have resigned from the BBASC. After two such absences,

the Chair shall send the member a letter warning the member of the potential for a deemed resignation and alerting him or her of the opportunity to request special consideration.

In the case of a resignation, whether deemed or affirmatively stated, or other vacancy the BBASC will solicit nominations to fill the vacant slot and will follow the decision process set out in Section 9 in filling the vacancy. The BBASC retains the authority, pursuant to the voting process set out in Section 10, to overrule a deemed resignation. During the period between the determination of a vacancy and the filling of the vacant slot, determinations of quorum and voting percentages shall be adjusted to account for the reduced size of the full membership.

8. Communication with stakeholder group represented by BBASC member.

It is at the sole discretion of each BBASC member to determine the method, frequency and level of communication with other interested parties or organizations within the member’s respective interest group/stakeholder category.

9. Term for and Replacement of Members (in accordance with provisions of SB3):

Members of a basin and bay area stakeholders committee serve five-year terms expiring March 1. If a vacancy occurs on a committee, the remaining members of the committee by majority vote shall appoint a member to represent the relevant interest group for the remainder of the unexpired term.

10. Voting.

The BBASC shall attempt to make decisions based on consensus. Consensus is a decision built by identifying and exploring all members’ interests and by assembling a package of agreement which satisfies these interests to the greatest extent possible. A consensus is reached when all members participating in a meeting at which there is a quorum 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 a consensus involves the development of alternatives and the assessment of the impacts of those alternatives, with full opportunity for each member to voice his or her perspective. Achieving consensus requires serious treatment of every group member's considered opinion. The process of achieving consensus is called *consensus decision-making* and has the components as shown in

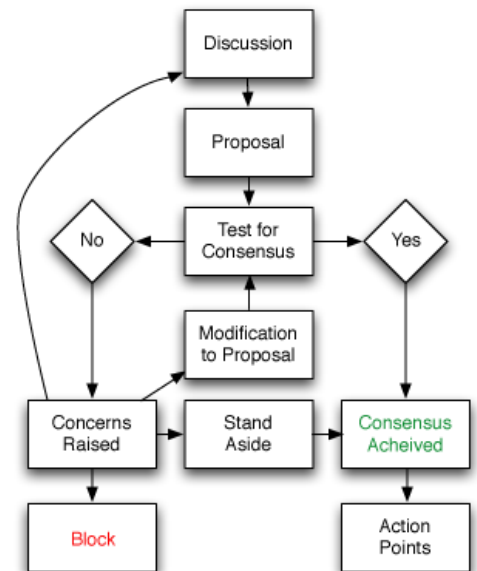


Figure 1. Flowchart of consensus decision-making process

Figure 1: discussion of the item; formation of a proposal; call for consensus; identification and addressing of concerns; and modification of the proposal.

Consensus does not necessarily mean unanimity. Some members may strongly endorse a particular solution or decision while others may accept it as a workable agreement. A BBASC member can participate in the consensus without embracing each element of the agreement, or necessarily having each of his/her interests satisfied to the fullest extent. In a consensus agreement, the members recognize that, given the combination of gains and 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.

Decisions in the Absence of Consensus.

If it appears to the Chair that consensus can not be reached, then the Chair may entertain a motion to have the BBASC suspend the attempt to reach consensus on the proposal under consideration by the BBASC. The vote to end the consensus process must receive an affirmative vote of 75% of the full membership of the BBASC. The Chair shall only call for the vote if 75% of the membership is in attendance at the meeting. If the vote to end the consensus process is approved, then the Chair will entertain motions on the specific proposal to be placed for a vote by the BBASC. Discussion and action on each motion would be facilitated in accordance with parliamentary procedure. For a motion to be approved, it must receive an affirmative vote of 75% of the full BBASC membership. A proposal supported by at least 75% of the full BBASC membership, but not achieving consensus, will be considered to be a recommendation of the BBASC. However, the absence of consensus will be clearly noted with the resulting vote totals reported. Dissenting members will be offered the option of submitting a minority report to be included with the recommendation.

For decisions on the development or implementation of the work plan, the vote to suspend the attempt to reach consensus and the vote on a substantive motion may be approved by an affirmative vote of a simple majority of the full BBASC membership. A proposal that relates solely to the development or implementation of the work plan and that receives the affirmative vote of at least 51% of the full BBASC membership will be considered to be the recommendation of the BBASC. This relaxed vote requirement does not apply for the adoption of recommendations on revisions to environmental flow standards.

Each member has the responsibility clearly to articulate his or her concerns and to attempt to understand and accommodate, within reason, the perspectives of other members. The Chair, or a facilitator if there is one, will work with the members in an attempt to arrive at a consensus and to assess when reasonable attempts to achieve consensus have been exhausted.

11. Conduct of Meetings.

To the extent not inconsistent with other aspects of these rules, the most current edition of Robert's Rules of Order will be used for guidance in the parliamentary procedure for the conduct of the meetings.

12. Amendment of Meeting Rules.

These Rules may be amended by an affirmative vote of 75% of the full membership of the BBASC at a properly called and posted meeting. The agenda shall include a caption regarding the proposed section of the meeting rules proposed for amendment.

Formally adopted and made effective on February 24, 2010, with amendments formally adopted and made effective on June 7, 2012.