

TEMPLATE FOR STANDARD CITY BOARD BYLAWS

(Instructions for completion of the bylaws are contained in red, italicized parentheses.)

Delete the parentheses from final version. The parts in green are additions that need to be added to the bylaws.)

Remember, they are not approved until reviewed by the Council Audit and Finance Committee and then approved by the board.

BYLAWS OF THE

(Board Name)

ARTICLE 1. NAME.

The name of the board is _____ *(board name as it appears in the Municipal Code).*

ARTICLE 2. PURPOSE AND DUTIES.

The purpose of the board is _____. *(Insert the information directly from the City Code.)*

ARTICLE 3. MEMBERSHIP.

(A) The board is composed of ~~seven~~eleven members appointed by the city council. *(If the council has approved a board with more or fewer than seven members, the number must be changed to indicate that. If some members are appointed by other entities, modify this paragraph to state the total number of members and then specify the number appointed by each entity. For example: "The board is composed of nine members. ~~Seven~~ members are appointed by the city council. Two members are appointed by the Travis County commissioner's court.")*

(B) A member serves at the pleasure of the city council. *(If some members are appointed by other entities, then modify this to say "A member serves at the pleasure of the _____ (appointing body)." If members can only be removed for cause, delete or modify this paragraph.*

(C) Board members serve for a term of ~~four~~three years beginning ~~March~~August 1st on the year of appointment. *(If council has approved terms of a different length, modify this accordingly.)*

(D) An individual board member may not act in an official capacity except through the action of the board.

(E) A board member who is absent for three consecutive regular meetings or one-third of all regular meetings in a "rolling" twelve month timeframe automatically vacates the member's position

subject to the holdover provisions in Section 2-1-27 of the City Code. This does not apply to an absence due to illness or injury of the board member, an illness or injury of a board member's immediate family member, active military service, or the birth or adoption of the board member's child for 90 days after the event. The board member must notify the staff liaison of the reason for the absence not later than the date of the next regular meeting of the board. Failure to notify the liaison before the next regular meeting of the board will result in an unexcused absence. (For boards that meet quarterly, two absences in a twelve month timeframe violates the attendance policy and should be reported to the City Clerk.)

- (F) At each meeting, each board member shall sign an attendance sheet which indicates that the member does not have a conflict of interest with any item on that agenda, or identifies each agenda item on which the member has a conflict of interest. Failure to sign the sheet results in the member being counted as absent and his/her votes are not counted.
- (G) A member who seeks to resign from the board shall submit a written resignation to the chair of the board, the staff liaison, or the city clerk's office. If possible, the resignation should allow for a thirty day notice so the city council can appoint a replacement.

ARTICLE 4. OFFICERS.

- (A) The officers of the board shall consist of a chair and a vice-chair. *(If additional officers are desired, amend this list and add the duties in Article 5)*
- (B) Officers shall be elected annually by a majority vote of the board at the first regular meeting after ~~October-April~~ 1st. In the event a current officer becomes ineligible to serve as an officer, the board may hold an emergency election as needed.
- (C) The term of office shall be one year, beginning ~~November 1st~~ May 1st and ending ~~October 31st~~ April 30th. An officer may continue to serve until a successor is elected. A person may not serve as an officer in a designated position of a board for more than ~~three-four~~ consecutive one-year terms. A person who has served as an officer in a designated position of a board for ~~three-four~~ consecutive terms is not eligible for re-election to that designated office until the expiration of two years after the last date of the person's service in that office. The board may override the term limit provision for an officer by an affirmative vote of two-thirds of the authorized board members.
- (D) A member may not hold more than one office at a time.

ARTICLE 5. DUTIES OF OFFICERS.

- (A) The chair shall preside at board meetings, appoint all committees, represent the board at ceremonial functions and approve each final meeting agenda.
- (B) In the absence of the chair, the vice-chair shall perform all duties of the chair.
- (C) If other officers are added in Article 4, a brief description of their duties is required here.*

ARTICLE 6. AGENDAS.

- (A) Two or more board members may place an item on the agenda by oral or written request to the staff liaison at least five days before the meeting. After first consulting with and receiving input from the staff liaison, the chair shall approve each final meeting agenda.
- (B) The board liaison shall submit the meeting agenda through the online agenda posting system for each meeting not less than 72 hours before the meeting.
- (C) Posting of the agenda must comply with Texas Government Code Chapter 551 (Texas Open Meetings Act).

ARTICLE 7. MEETINGS.

- (A) The board meetings shall comply with Texas Government Code Chapter 551 (Texas Open Meetings Act).
- (B) Board meetings shall be governed by Robert's Rules of Order.
- (C) The board may not conduct a closed meeting without the approval of the city attorney.
- (D) The board shall meet (select one of the following: monthly, quarterly, or when the board is legally required to meet in order to comply with a legal deadline.) In November of each year, the board shall adopt a schedule of the meetings for the upcoming year, including makeup meeting dates for the holidays and cancelled meetings. (The meeting schedule must be filed with the City Clerk to be posted online.)
- (E) The chair may call a special meeting, and the chair shall call a special meeting if requested by three or more members. The call shall state the purpose of the meeting. A board may not call a meeting in addition to its regular scheduled meetings as identified in its adopted meeting schedule, more often than once a quarter, unless the meeting is required to comply with a statutory deadline or a deadline established by Council.
- (F) ~~Four~~Six members constitute a quorum. *(For a board with more or fewer than seven members, the number should be changed to equal a majority of the members.)*
- (G) If a quorum for a meeting does not convene within one-half hour of the posted time for the meeting, then the meeting may not be held.
- (H) To be effective, a board action must be adopted by an affirmative vote of the number of members necessary to provide a quorum.
(For boards with 13 members (Early Childhood Council and Sustainable Food Policy Board) or 16~~5~~ members {Community Development Commission and Downtown Commission}, the following language applies to an affirmative vote.)
- (H) If only a quorum is present at a meeting, a board action is adopted by an affirmative vote of two-thirds of the quorum (13 member board = 5 votes; 15 member board = 6 votes). If more than a quorum is present at a meeting, a board action must be adopted by an affirmative vote of the

number of members necessary to provide a quorum (13 member board = 7 votes; 15 member board = 8 votes).

- (I) The chair has the same voting privilege as any other member.
- (J) The board shall allow citizens to address the board on agenda items and during a period of time set aside for citizen communications. The chair may limit a speaker to three minutes.
- (K) The staff liaison shall prepare the board minutes. The minutes of each board meeting must include the vote of each member on each item before the board and indicate whether a member is absent or failed to vote on an item.
- (L) The city clerk shall retain agendas, approved minutes, internal review reports and bylaws. The _____ (*liaison's department name*) shall retain all other board documents. The documents are public records under Texas Local Government Code Chapter 552 (Texas Public Information Act).
- (M) The chair shall adjourn a meeting not later than 10 p.m., unless the board votes to continue the meeting.
- (N) Each person and board member attending a board meeting should observe decorum pursuant to Section 2-1-48 of the City Code.
- (O) A member of the public may not address a board at a meeting on an item posted as a briefing.

ARTICLE 8. COMMITTEES/WORKING GROUPS.

*(The board may establish committees or working groups from its members, as needed, to conduct their business. Each committee should be named and their responsibilities described in this article. A **committee** is one that would meet regularly, at least quarterly, provide an annual report to the board, be supported by staff and comply with Open Meetings Law. A **working group** is created for a specific purpose and is dissolved once that purpose has been accomplished. It is any group that is not a committee. It is not supported by staff and does not comply with the Open Meetings Law. Working groups do not need to be identified in the bylaws.)*

COMMITTEES

- (A) The _____ (*Name of the board*) shall have the following committees:
(*Name and describe the duties of each Committee.*)

If the board does not have any committees, use the following language):

- (A) The _____ (*Name of the board*) will have no committees.
- (B) Each committee must be established by an affirmative vote of the board. A committee cannot meet until its creation is approved by the Council Audit and Finance Committee. Each committee shall consist of at least three board members appointed by the chair. A staff member shall be assigned to each committee by the director of the _____ (*department name*).

- (C) The board chair shall appoint a board member as the committee chair, with the member's consent.
- (D) A majority of the total number of appointed committee members constitutes a quorum.
- (E) Each committee shall meet on a regularly scheduled basis at least quarterly.
- (F) Each committee shall make an annual report to the board at the January board meeting.
- (G) Committee meetings must be posted in accordance with Texas Government Code Chapter 551 (Texas Open Meetings Act).
- (H) At each committee meeting, a committee member shall sign in on a sheet provided and shall indicate that the member has no conflict of interest with any item on the committee meeting agenda, or identify each agenda item on which the member has a conflict of interest.

WORKING GROUPS

- (A) The board can determine the size of a working group but the number of board members serving on the working group must be less than a quorum of the board.
- (B) A working group may designate a chair, with the member's consent, but is not required to do so.
- (C) Quorum requirements do not apply to working groups.
- (D) Staff support will not be provided for working groups.
- (E) Working groups are not required to post their meetings in accordance with the Texas Government Code Chapter 551 (Texas Open Meetings Act).

ARTICLE 9. PARLIAMENTARY AUTHORITY.

The rules contained in the current edition of Robert's Rules of Order shall govern the board in all cases to which they are applicable, except when inconsistent with these bylaws or with special rules of procedure which the board or city council may adopt.

ARTICLE 10. AMENDMENT OF BYLAWS.

A bylaw amendment is not effective unless approved by the Council Audit and Finance Committee.

The bylaws were approved by the _____ (*insert - board name*) at their meeting held on _____ (*insert - month date, year*).

(*Signature of Staff Liaison*)

**BYLAWS OF THE
RESOURCE MANAGEMENT COMMISSION**

ARTICLE 1. NAME.

The name of the board is the Resource Management Commission.

ARTICLE 2. PURPOSE AND DUTIES.

The purpose of the commission is to:

- (A) Maintain an overview of all programs, studies and proposals concerning the efficient use of energy, alternate energy technologies, renewable energy resources, including solar and wind, and the conservation of energy, excluding the use of conventional coal, nuclear, natural gas, or petroleum technologies.
- (B) Serve as a liaison with other city commissions and commissions, including the Electric Utility Commission.
- (C) Receive citizen input on alternate energy technologies, renewable energy sources, and on energy conservation.
- (D) Review and analyze:
 - (1) energy conservation technologies and renewable energy sources as to their short-term and long-term feasibility in the city;
 - (2) energy conservation policies, alternate energy technologies, and renewable energy projects in other cities and states;
 - (3) water conservation policies, alternate technologies, and water conservation projects in other cities and states; and
 - (4) the City Code to identify potential amendments that encourage the use of alternate energy technologies and renewable energy sources, and the conservation of energy.
- (E) Advise the city council:
 - (1) in the developing and reviewing city plans and programs in the area of alternate energy technologies, renewable energy sources, and energy conservation.
 - (2) as to available funding from private and public sources which are available to the city for alternate energy technologies and renewable energy, and for the conservation of energy;
 - (3) on energy conservation, on alternate energy technologies, and on renewable energy sources and report to city council on the status of its activities at least annually;

(4) in developing and reviewing city plans and programs that encourage water conservation as it relates to water consumption from the tap to customer and within structures or building; and

(5) regarding appropriate City Code amendments that encourage the use of alternate energy technologies and renewable energy sources, and the conservation of energy.

(F) Encourage:

(1) the conservation of energy, the use of alternate energy technologies and renewable energy sources in City-owned facilities; and

(2) the private and public sectors to develop and to use alternate energy technologies and renewable energy sources, and to conserve energy.

ARTICLE 3. MEMBERSHIP.

(A) The board is composed of seven members appointed by the city council

(B) A member serves at the pleasure of the city council.

(C) Board members serve for a term of three years beginning August 1st on the year of appointment.

(D) An individual board member may not act in an official capacity except through the action of the board.

(E) A board member who is absent for three consecutive regular meetings or one-third of all regular meetings in a "rolling" twelve month timeframe automatically vacates the member's position subject to the holdover provisions in Section 2-1-27 of the City Code. This does not apply to an absence due to illness or injury of the board member, an illness or injury of a board member's immediate family member, or the birth or adoption of the board member's child for 90 days after the event. The board member must notify the staff liaison of the reason for the absence not later than the date of the next regular meeting of the board. Failure to notify the liaison before the next regular meeting of the board will result in an unexcused absence.

(F) At each meeting, each board member shall sign an attendance sheet which indicates that the member does not have a conflict of interest with any item on that agenda, or identifies each agenda item on which the member has a conflict of interest. Failure to sign the sheet results in the member being counted as absent and his/her votes are not counted.

(G) A member who seeks to resign from the board shall submit a written resignation to the chair of the board, the staff liaison, or the city clerk's office. If possible, the resignation should allow for a thirty day notice so the city council can appoint a replacement.

ARTICLE 4. OFFICERS.

- (A) The officers of the board shall consist of a chair and a vice-chair.
- (B) Officers shall be elected annually by a majority vote of the board at the first regular meeting after October 1st. In the event a current officer becomes ineligible to serve as an officer, the board may hold an emergency election as needed.
- (C) The term of office shall be one year, beginning November 1st and ending October 31st. An officer may continue to serve until a successor is elected. A person may not serve as an officer in a designated position of a board for more than three consecutive one-year terms. A person who has served as an officer in a designated position of a board for three consecutive terms is not eligible for re-election to that designated office until the expiration of two years after the last date of the person's service in that office. The board may override the term limit provision for an officer by an affirmative vote of two-thirds of the authorized board members.
- (D) A member may not hold more than one office at a time.

ARTICLE 5. DUTIES OF OFFICERS.

- (A) The chair shall preside at board meetings, appoint all committees, represent the board at ceremonial functions and approve each final meeting agenda.
- (B) In the absence of the chair, the vice-chair shall perform all duties of the chair.

ARTICLE 6. AGENDAS.

- (A) Two or more board members may place an item on the agenda by oral or written request to the staff liaison at least five days before the meeting. After first consulting with and receiving input from the staff liaison, the chair shall approve the each final meeting agenda.
- (B) The board liaison shall submit the meeting agenda through the online agenda posting system for each meeting not less than 72 hours before the meeting.
- (C) Posting of the agenda must comply with Texas Government Code Chapter 551 (Texas Open Meetings Act).

ARTICLE 7. MEETINGS.

- (A) The board meetings shall comply with Texas Government Code Chapter 551 (Texas Open Meetings Act).
- (B) Board meetings shall be governed by Robert's Rules of Order.
- (C) The board may not conduct a closed meeting without the approval of the city attorney.

- (D) The board shall meet monthly. In November of each year, the board shall adopt a schedule of the meetings for the upcoming year, including makeup meeting dates for the holidays and cancelled meetings.
- (E) The chair may call a special meeting, and the chair shall call a special meeting if requested by three or more members. The call shall state the purpose of the meeting. A board may not call a meeting in addition to its regular scheduled meetings as identified in its adopted meeting schedule, more often than once a quarter, unless the meeting is required to comply with a statutory deadline or a deadline established by Council.
- (F) Four members constitute a quorum.
- (G) If a quorum for a meeting does not convene within one-half hour of the posted time for the meeting, then the meeting may not be held.
- (H) To be effective, a board action must be adopted by affirmative vote of the number of members necessary to provide a quorum.
- (I) The chair has the same voting privilege as any other member.
- (J) The board shall allow citizens to address the board on agenda items and during a period of time set aside for citizen communications. The chair may limit a speaker to three minutes.
- (K) The staff liaison shall prepare the board minutes. The minutes of each board meeting must include the vote of each member on each item before the board and indicate whether a member is absent or failed to vote on an item.
- (L) The city clerk shall retain agendas, approved minutes, internal review reports and bylaws. Austin Energy shall retain all other board documents. The documents are public records under Texas Local Government Code Chapter 552 (Texas Public Information Act).
- (M) The chair shall adjourn a meeting not later than 10 p.m., unless the board votes to continue the meeting.
- (N) Each person and board member attending a board meeting should observe decorum pursuant to Section 2-1-48 of the City Code.

ARTICLE 8. COMMITTEES/WORKING GROUPS.

COMMITTEES

- (A) The Resource Management Commission has no committees.
- (B) Each committee must be established by an affirmative vote of the board. A committee cannot meet until its creation is approved by the Council Audit and Finance Committee. Each committee shall consist of at least three board members appointed by the chair. A staff member shall be assigned to each committee by the director of Austin Energy.

- 1 (C) The board chair shall appoint a board member as the committee chair, with the member's consent.
2
3 (D) A majority of the total number of appointed committee members constitutes a quorum.
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5 (E) Each committee shall meet on a regularly scheduled basis at least quarterly.
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7 (F) Each committee shall make an annual report to the board at the January board meeting.
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9 (G) Committee meetings must be posted in accordance with Texas Government Code Chapter 551
10 (Texas Open Meetings Act).
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12 (H) At each committee meeting, a committee member shall sign in on a sheet provided and shall
13 indicate that the member has no conflict of interest with any item on the committee meeting agenda,
14 or identify each agenda item on which the member has a conflict of interest.
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16 WORKING GROUPS

- 17
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19 the working group must be less than a quorum of the board.
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21 (B) A working group may designate a chair, with the member's consent, but is not required to do so.
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23 (C) Quorum requirements do not apply to working groups.
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25 (D) Staff support will not be provided for working groups.
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27 (E) Working groups are not required to post their meetings in accordance with the Texas Government
28 Code Chapter 551 (Texas Open Meetings Act).
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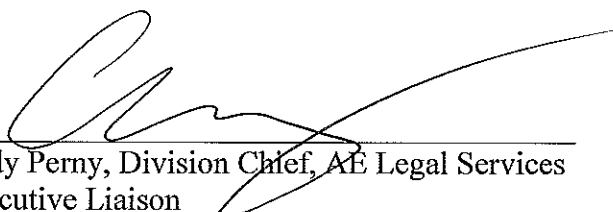
30 ARTICLE 9. PARLIAMENTARY AUTHORITY.

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33 cases to which they are applicable, except when inconsistent with these bylaws or with special rules of
34 procedure which the board or city council may adopt.
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36 ARTICLE 10. AMENDMENT OF BYLAWS.

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38 A bylaw amendment is not effective unless approved by the Council Audit and Finance Committee.
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40 The bylaws were approved by the Resource Management Commission at their meeting held on
41 January 18, 2011.
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47 Andy Perny, Division Chief, AE Legal Services
Executive Liaison

APPROVED 1/18/11