



COMMISSION RECOMMENDATION
Joint Sustainability Committee
Recommendation 20211206- 2B – JSC Bylaws Revision

The JSC recommends that Audit and Finance Committee ensure that:

- Article 3, Section C aligns with council terms and appointments
- Article 7 – Section F – consider whether or not a quorum can be defined by 50% + 1 of the appointment membership

Record of the vote: Motion to approve (Commissioner White), second (Commissioner DePalma). 7 approved, 0 opposed, 0 abstained. Commissioner Magid was off the dais.

Date of approval: December 6, 2021

Attest:

Zach Baumer, Liaison

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**BYLAWS OF THE
Joint Sustainability Committee**

ARTICLE 1. NAME.

The name of the board is Joint Sustainability Committee.

ARTICLE 2. PURPOSE AND DUTIES.

The purpose of the board is to advise the council on matters related to conservation and sustainability; and review City policies and procedures relevant to the Austin Community Climate Plan and the Austin Climate Equity Plan, including planning, implementation, community engagement, goal setting, and progress monitoring; promote close cooperation between the council, City management, City boards, commissions, committees, and taskforces, and individuals, institutions, and agencies concerned with the politics, procedures, and implementation of the Austin Community Climate Plan and the Austin Climate Equity Plan with the goal of coordinating all similar activities within the City and the community in order to secure the greatest public benefit; and forward to the city manager all advisory material that the joint committee provides to the council, the Office of Sustainability, City departments and offices, or City boards, commissions, committees, and task forces.

ARTICLE 3. MEMBERSHIP.

- (A) The board is composed of ~~eighteen~~thirteen members. Twelve members are each a representative of the Austin Travis County Food Policy Board , Community Development Commission, the Economic Prosperity Commission, the Electric Utility Commission, the Environmental Commission, the Parks and Recreation Board, the Planning Commission, the Resource Management Commission, the Urban Transportation Commission, the Water and Wastewater Commission, the Zero Waste Advisory Commission, and the Design Commission. To ensure adequate community stakeholder representation and improve racial diversity, the council committee assigned oversight of social service policies will nominate one individual to serve on the joint committee and the mayor will nominate five individuals to serve on the joint committee. A nomination to the joint committee under this subsection is subject to approval by a majority vote of the council. Council will consider the racial composition of the joint committee when making new appointments.
- (B) A member serves at the pleasure of the city council.
- ~~(C)~~ Board members serve for a term of four years beginning March 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.

1 (E) A board member who is absent for three consecutive regular meetings or one-third of all regular
2 meetings in a “rolling” twelve month timeframe automatically vacates the member’s position
3 subject to the holdover provisions in Section 2-1-27 of the City Code. This does not apply to an
4 absence due to illness or injury of the board member, an illness or injury of a board member’s
5 immediate family member, active military service, or the birth or adoption of the board member’s
6 child for 90 days after the event. The board member must notify the staff liaison of the reason for
7 the absence not later than the date of the next regular meeting of the board. Failure to notify the
8 liaison before the next regular meeting of the board will result in an unexcused absence.
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10 (F) At each meeting, each board member shall sign an attendance sheet which indicates that the
11 member does not have a conflict of interest with any item on that agenda, or identifies each agenda
12 item on which the member has a conflict of interest. Failure to sign the sheet results in the member
13 being counted as absent and his/her votes are not counted.
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15 (G) A member who seeks to resign from the board shall submit a written resignation to the chair of the
16 board, the staff liaison, or the city clerk’s office. If possible, the resignation should allow for a
17 thirty day notice so the city council can appoint a replacement.
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19 **ARTICLE 4. OFFICERS.**

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- 21 (A) The officers of the board shall consist of a chair and a vice-chair.
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- 23 (B) Officers shall be elected annually by a majority vote of the board at the first regular meeting after
24 April 1st. In the event a current officer becomes ineligible to serve as an officer, the board may hold
25 an emergency election as needed.
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- 27 (C) The term of office shall be one year, beginning May 1st and ending April 30th. An officer may
28 continue to serve until a successor is elected. A person may not serve as an officer in a designated
29 position of a board for more than four consecutive one-year terms. A person who has served as an
30 officer in a designated position of a board for four consecutive terms is not eligible for re-election
31 to that designated office until the expiration of two years after the last date of the person’s service in
32 that office. The board may override the term limit provision for an officer by an affirmative vote of
33 two-thirds of the authorized board members.
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- 35 (D) A member may not hold more than one office at a time.
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37 **ARTICLE 5. DUTIES OF OFFICERS.**

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- 40 (A) The chair shall preside at board meetings, appoint all committees, represent the board at ceremonial
41 functions and approve each final meeting agenda.
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- 43 (B) In the absence of the chair, the vice-chair shall perform all duties of the chair.
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45 **ARTICLE 6. AGENDAS.**

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

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11 **ARTICLE 7. MEETINGS.**
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- 13 (A) The board meetings shall comply with Texas Government Code Chapter 551 (Texas Open
14 Meetings Act).
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16 (B) Board meetings shall be governed by Robert's Rules of Order.
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18 (C) The board may not conduct a closed meeting without the approval of the city attorney.
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20 (D) The board shall meet ~~(select one of the following: monthly, quarterly.)~~ In November of each year,
21 the board shall adopt a schedule of the meetings for the upcoming year, including makeup meeting
22 dates for the holidays and cancelled meetings.
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24 (E) The chair may call a special meeting, and the chair shall call a special meeting if requested by three
25 or more members. The call shall state the purpose of the meeting. A board may not call a meeting
26 in addition to its regular scheduled meetings as identified in its adopted meeting schedule, more
27 often than once a quarter, unless the meeting is required to comply with a statutory deadline or a
28 deadline established by Council.
29
30 (F) ~~Seven-Ten~~ members constitute a quorum.
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32 (G) If a quorum for a meeting does not convene within one-half hour of the posted time for the meeting,
33 then the meeting may not be held.
34
35 (H) ~~If only a quorum is present at a meeting, a~~ board action is adopted by an affirmative vote of two-
36 thirds of the ~~members actually present~~ (43-18 member board, quorum is 10, 2/3 of 10 is =57
37 votes). ~~If more than a quorum is present at a meeting, a board action must be adopted by an~~
38 affirmative vote of the number of members necessary to provide a quorum as if the full membership
39 was present (143-18 members = 7810 votes).
40
41 (I) The chair has the same voting privilege as any other member.
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43 (J) The board shall allow citizens to address the board on agenda items and during a period of time set
44 aside for citizen communications. The chair may limit a speaker to three minutes.
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- (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 *Office of Sustainability* 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.

COMMITTEES

- (A) The _____ *(Name of the board)* Joint Sustainability Committee ~~will have~~ may have no committees.
- ~~(A)~~ (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 *Office of Sustainability*.
- (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

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- (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~~ is not guaranteed 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 Joint Sustainability Committee at their meeting held on _____ *(insert – month date, year)*.

(Signature of Executive or Staff Liaison)

(Insert – Title -- Executive or Staff Liaison)