

Region 5: Neches Regional Flood Planning Group Meeting

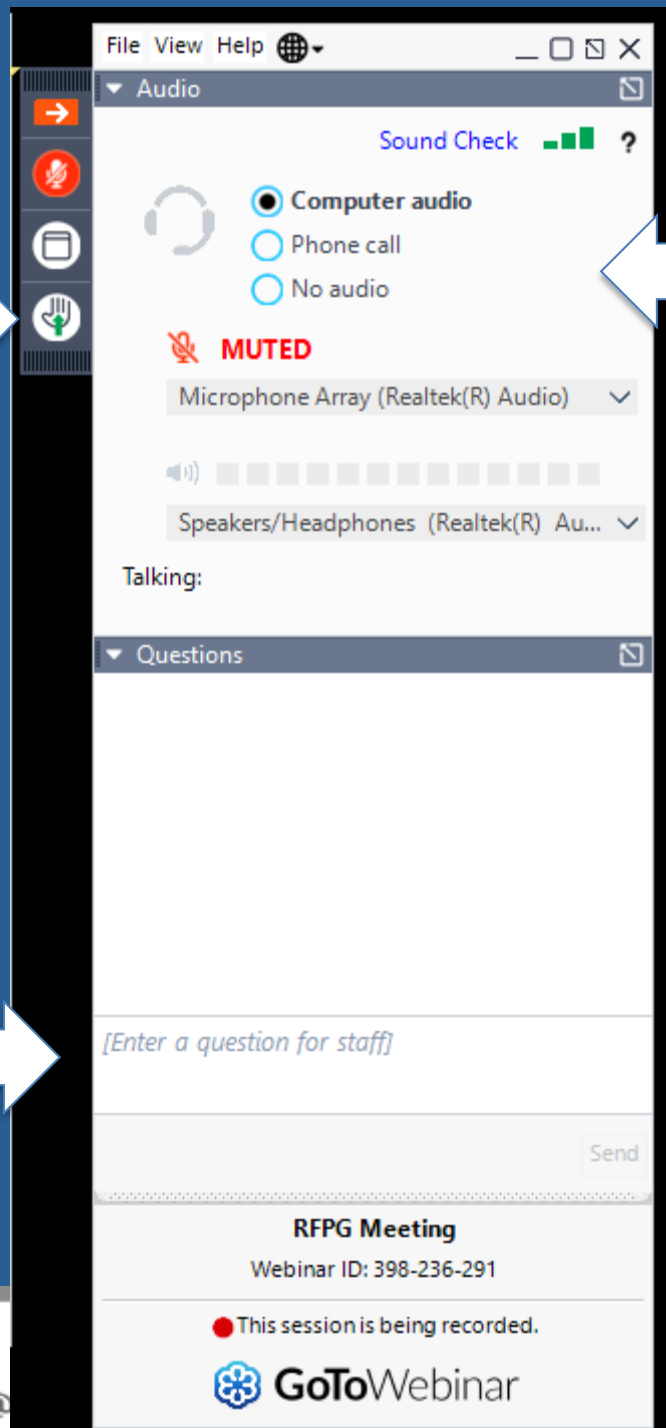
October 28th, 2020

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Raise your hand



For technical issues
ONLY, please type in
question and
press “send”



Choose the “Phone call”
option if you do not
want to use your
computer microphone
and speakers.



Agenda Item 1

Call to Order

Call to order

1. Attendance
2. Establish quorum



Texas Water Development Board

Peter M. Lake, Chairman
Kathleen Jackson, Board Member
Brooke T. Paup, Board Member

Summary agenda for 1st RFPG meetings

1. Call to Order
2. Welcome, Meeting Facilitation Information and Instructions
3. Member Introductions
4. Regional Flood Planning Overview Presentation
5. Discussion of group bylaws and consider adopting group bylaws
6. Consider nominating and electing regional flood planning group Chair or Interim Chair
7. Consider selecting a planning group sponsor to act on behalf of the regional flood planning group

Summary agenda for 1st RFPG meetings (continued)

8. Consider additional, region-specific public notice requirements, if any, that might be necessary to ensure adequate public notice in the region per 31 Texas Administrative Code §361.12(3).
9. Consider authorizing the RFPG sponsor to apply for grant funds and enter into a contract with the TWDB on behalf of the RFPG
10. Discussion of necessary additional voting and non-voting positions that may be needed to ensure adequate representation from the interest in the region
11. Receive general public comments (Public comments limited to 3 minutes per speaker)
12. Consider date and agenda items for next meeting
13. Adjourn

Agenda Item 2

Welcome,
Meeting Facilitation
Information and
Instructions

Agenda Item 3

Member Introductions

Member Introductions:

Initial Voting Members - 12

Brent Heironimus, *Agricultural Interests*

Jeff Branick, *Counties*

Liv Haselbach, *Electric Generating Utilities*

Ellen Buchanan, *Environmental Interests*

Phil Kelley, *Flood Districts*

Steve Moon, *Industries*

Kyle Kingma, *Municipalities*

John Beard, Jr., *Public*

Scott Hall, *River Authorities*

Stan Mathews, *Small Businesses*

Joseph G. Majdalani, *Water Districts*

Robb Starr, *Water Utilities*

Initial Non-Voting Members - 7

Colleen Jones Ph.D., *GLO*

Jonathan Walling, *TCEQ*

Manuel Martinez, *TDA*

Natalie Johnson, *TDEM*

Bregan Brown, *TPWD*

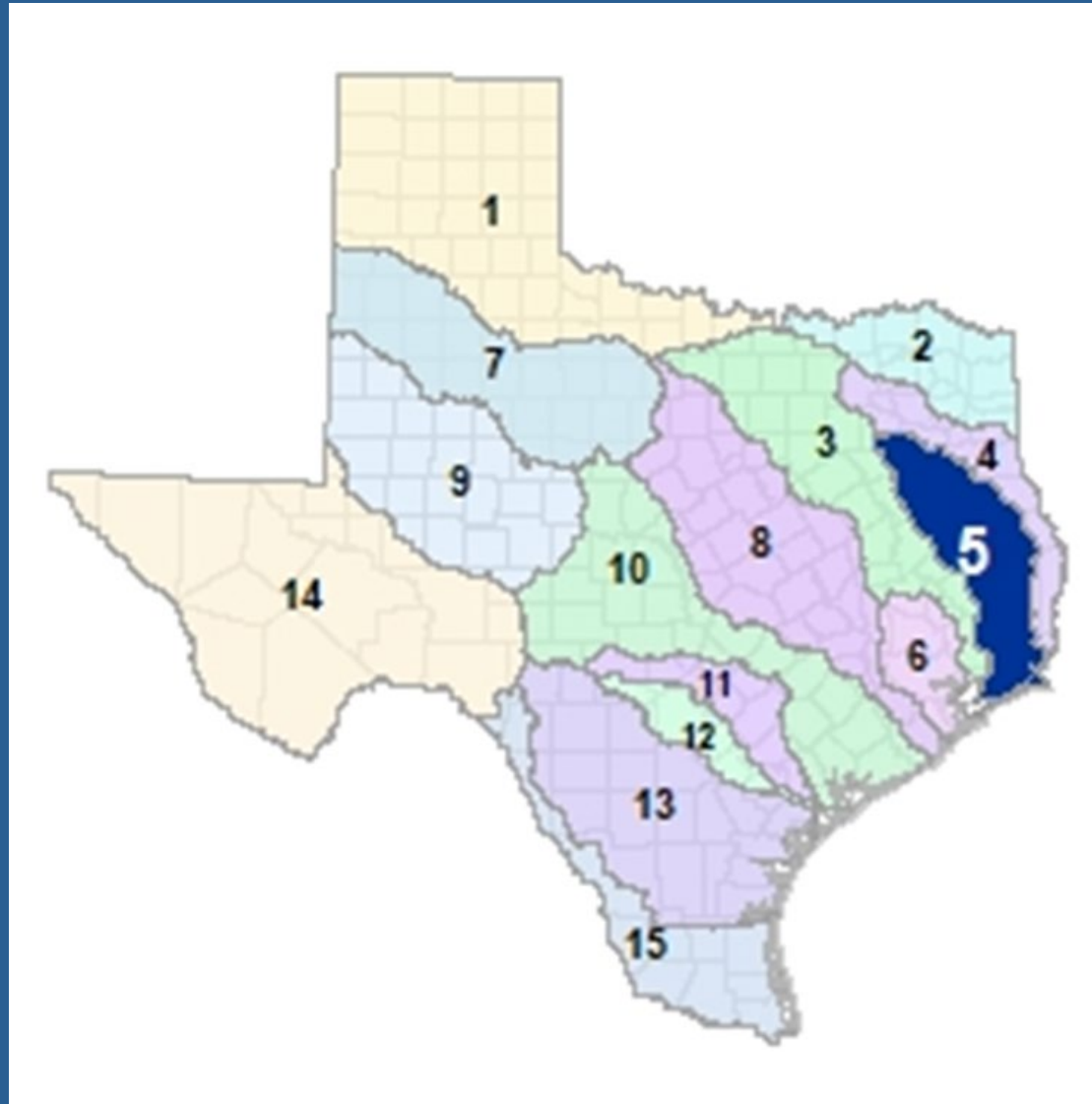
Trey Watson, *TSSWCB*

Richard Bagans, *TWDB*

Agenda Item 4

Regional Flood Planning Overview Presentation

Region 5 Neches



Region 5 Neches

Total Counties (Full): 5
Total Counties (Partial): 19

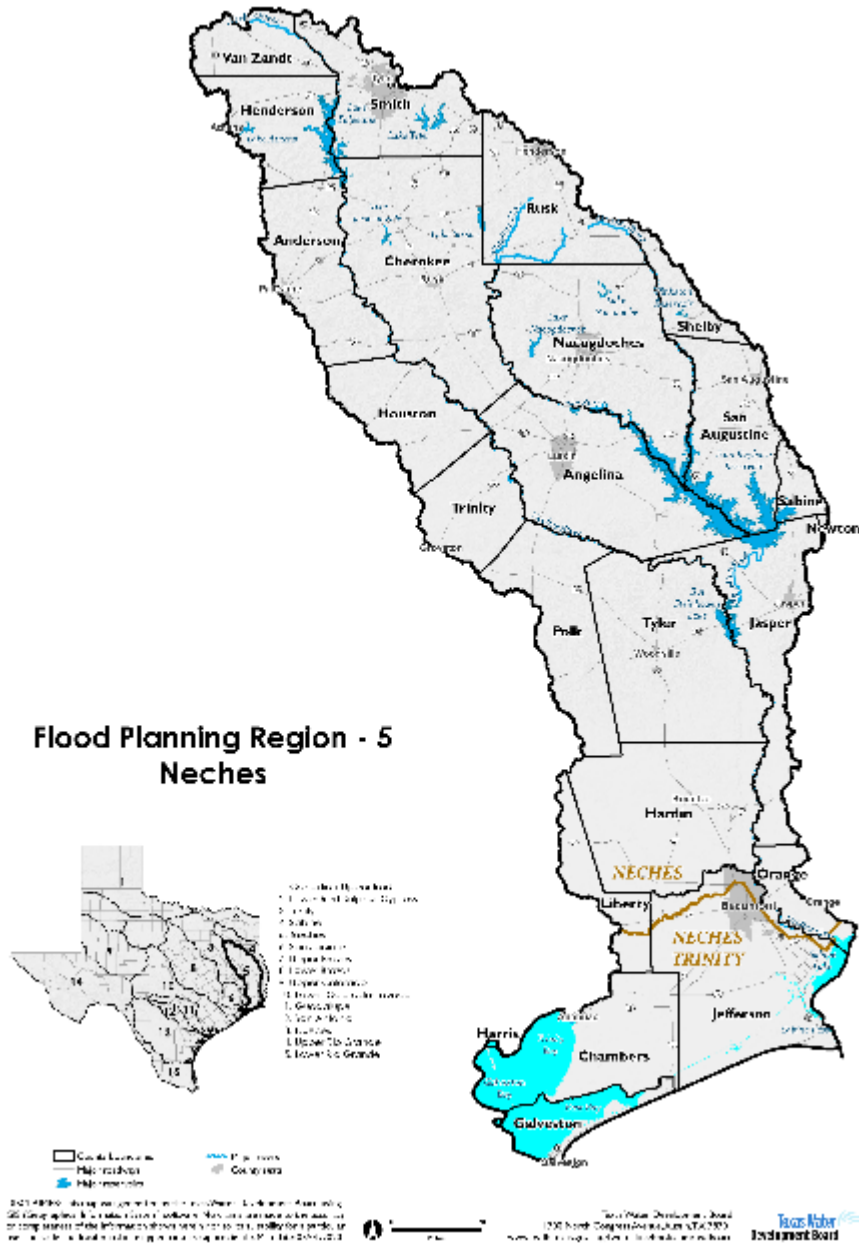
2020 Population: 962,875

Land Area: 11,452 sq mi

Stream Miles: 9,673

NFIP Claims (1975 – 2019):
\$1,908,581,588

Texas Shoreline: 99.2 miles



Flood Planning Region - 5
Neches

Facilitation of first meetings

- Virtual GoToWebinars run by TWDB
- Modest, mostly organizational agenda
- 3-hour meeting window
- Facilitated by TWDB utilizing Robert's rule of Order until Chair selected

Three key decisions...

Key first meeting items:

- ✓ Adoption of RFPG bylaws (by 2/3rds vote)
- ✓ Election of Chair or interim Chair
- ✓ Designation of sponsor political subdivision

Officer general responsibilities

- Model By-Law Officers
 - Chair, Vice Chair, Secretary, Executive Committee
- **Chair (1st Meeting Agenda Item)**
 - ✓ The Chair shall be the executive officer of the Model RFPG.
 - ✓ The Chair will preside at all meetings of the Model RFPG.
- **Vice Chair**
 - The Vice Chair shall assist the Chair in the discharge of his/her duties
 - If the Chair is unable to carry out his/her duties, the Vice Chair shall assume the duties of the Chair.
- **Secretary**
 - The Secretary shall maintain the minutes and take attendance of the Model RFPG meetings.
- **Executive Committee**
 - The Executive Committee shall be composed of five Model RFPG members, including the Chair, Vice Chair, Secretary, and two members- at-large.

Planning group sponsor responsibilities

- apply for grant funding TWDB on behalf of the RFPG
- enter into and managing a contract with the TWDB
- procure and manage technical consultant(s)
- serve as the RFPG's administrative agent by organizing RFPG meetings, public notices, agendas, meeting presentations, handouts, and meeting minutes; and
- deliver the first regional flood plan no later than January 10, 2023.

Hierarchy of requirements:

Statute (e.g., from Senate Bill 8)

Agency/admin. rules (e.g., §361.11)

Grant Contract & Scope of Work

Guidance documents

Regional Flood Plan Components

- Identify specific flood risk
- Existing Condition Flood Risk Analyses
- Future Condition Flood Risk Analyses

Flood Hazard Analysis

Determines location, magnitude, and frequency of flooding

Flood Exposure Analysis

Identifies who and what might be harmed within the region

Flood Risk

Vulnerability Analysis

Susceptibility, critical facilities, resilience

Risk = Hazard x Exposure x Vulnerability

Regional Flood Plan Components (continued)

- Set flood risk management goals
- Identify and recommend Flood Management Evaluations (FMEs)
- Identify and recommend Flood Management Strategies (FMSs)
- Identify and recommend Flood Mitigation Projects (FMPs)
 - ✓ Structural and non-structural
 - ✓ Permittable, constructible and implementable
- Focus on both:
 1. Reducing existing flood risks to life and property
 2. Floodplain management in general to avoid increasing flood risk in the future by keeping future populations out of the way of flood flows

TWDB technical & financial support

- Convene & facilitate first RFBG meetings
- Serve as a non-voting member at meetings as resource
- Appropriations provided through regional flood planning grant contracts
- Guidance documents for developing plans
- Organize regular conf calls with chairs
- Support to sponsor political subdivisions
- Training and other general support

General RFPG Responsibilities

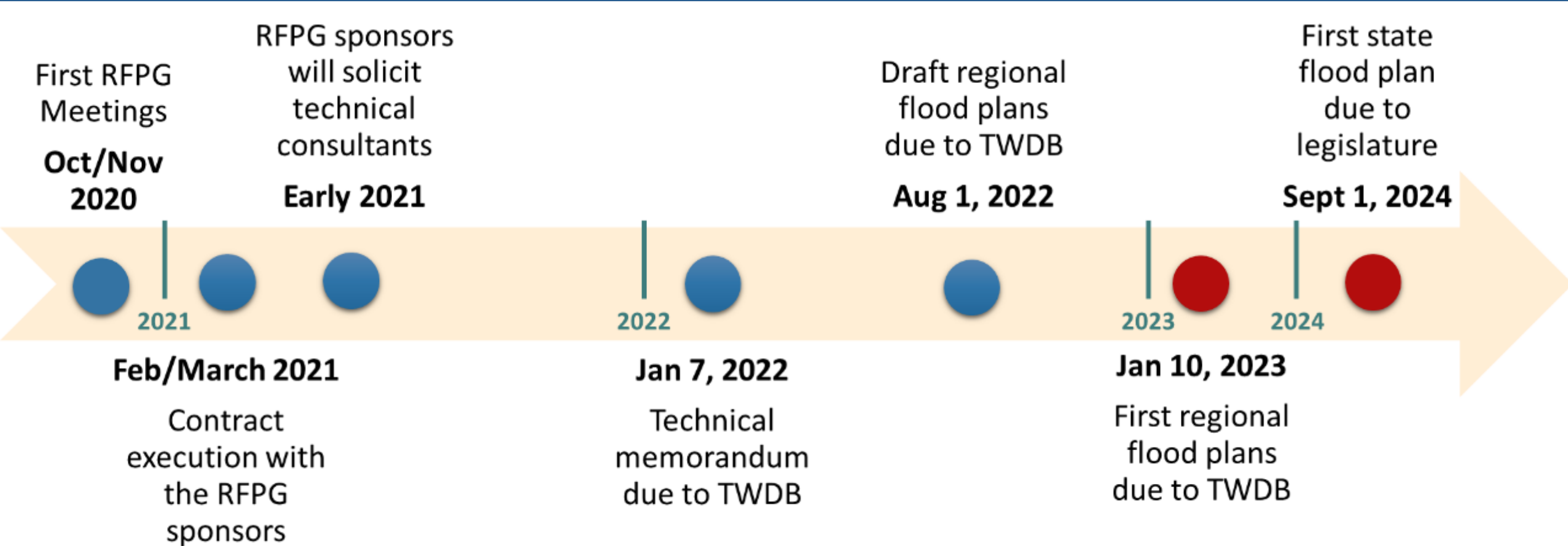
- Follow flood planning statute and rules and Texas Open Meeting Act.
- Adopt and follow bylaws that govern how each RFPG conducts its business.
- Designate additional representatives, if necessary, to ensure adequate representation from the interests in the region
- Designate a political subdivision to act on your behalf
- Hold public meetings in accordance with notice requirements and in a transparent manner
- Select and direct a technical consultant(s).
- Maintain a website for making notices, materials, and other information available to the public.

Flood planning process basics

- Regional groups make decisions
- Collaborative across basin
- Transparent and public process to develop plans
- Regional plans will roll into statewide plan
- Five-year planning cycle



Timeline



*more detailed timeline coming soon

Agenda Item 5

Discussion of group
bylaws and
consider adopting
group bylaws

Item 5: Discussion of group bylaws and consider adopting group bylaws

- a) Discussion of model bylaws provided by the TWDB, as needed
- b) Discussion of group bylaws
- c) Consider adopting group by-laws

Bylaws requirements in rule

- Per §361.11(d), the bylaws adopted by the RFPG shall at a minimum address the following elements:
 - methods of formation and governance of executive committee, or subcommittees or subgroups;
 - definition of a quorum necessary to conduct business;
 - methods to approve items of business including adoption of RFPs or amendments thereto;
 - methods to name additional voting and non-voting members;
 - terms, conditions, and limits of membership including the terms of member removal;
 - any additional notice provisions that the RFPG chooses to include;
 - methods to record and preserve minutes;
 - methods to resolve disputes between RFPG members on matters coming before the RFPG;
 - procedures for handling confidential information; and
 - other procedures deemed relevant by the RFPG.

Summary of Model Bylaws voting requirements

	Model bylaw/rule section	Type of Vote	Vote required to for RFPG decision			
			Two-thirds of all existing voting positions	Two-thirds of voting members present	Majority of all voting positions	Majority of voting members present
Bylaws	31 TAC 361.11(d), Article XV	Adopting bylaws		✓		
Voting Membership	Article V, Section 2	Upon expiration of member's term, vote required for member to serve subsequent term			✓	
	Article V, Section 4.1	Selecting successor after voting member vacancy				✓
	31 TAC 361.11(i), Article V, Section 4.2	Adding a voting position that increases the total number of voting positions	✓			
	Article V, Section 4.2	Selecting nominee for new voting position				✓
	Article V, Section 4.2	Removal of (non-required) voting position			✓	
	Article V, Section 4.2	Filling vacancies left by EA in initial designation				✓
	Article V, Section 7(b)	Removal of a voting member				✓
	Non-Voting Membership	Article VI, Section 1 and 2	Request for entity to designate new non-voting member if current non-voting member is hindering the RFPG efforts			
Article VI, Section 2		Adding a new non-voting member position		✓		
Officers	Article VIII, Section 2 and 4	Selecting officers, including filling officer vacancies (for full group and committees)				✓
	Article VIII, Section 3	Removing officers				✓
Special Meetings	Article IX, Section 3	Members needed to call special meeting (a Chair may also call a special meeting)				✓
Subcommittees	Article XII, Section 1	Creating subcommittees				✓
	Article XII, Section 2	Appointing members to subcommittees				✓
Regional Flood Plan	Article X, Section 3	Approving each recommended FME, FMS, and FMP				✓
	Article X, Section 4	Adopting regional flood plan				✓
Other	Article X, Section 2(b)	Any and all other decisions not specifically addressed in other bylaw sections, including decision to select planning group sponsor				✓

Agenda Item 6

Consider nominating
and electing regional
flood planning group
Chair or Interim Chair

Item 6: Consider nominating and electing regional flood planning group Chair or Interim Chair

- a) Nominations for Chair or Interim Chair by members
- b) Discussion and consideration of election of Chair or interim Chair

Chair Election Process

1. Request for nominations of voting members from the floor to serve as a Chair of the Regional Flood Planning Group which could include self-nomination.
2. Once the TWDB facilitator has received all nominations, the facilitator will confirm all nominations in the order received.
3. The nominees for the Chair position will be invited to speak on their behalf
4. The facilitator will then perform voting as a roll call vote (unless there is one nominee, and there will be a consensus vote) in the order of nominations received.
5. Each voting member can cast a yea or can abstain.
6. If the first nominee receives the simple majority of votes from the voting members who are present, he or she will be elected Chair. If not, we will move to the next nominee.
7. The first nominee to receive the simple majority of 'yay' vote from the voting members present will be elected the Chair.

Agenda Item 7

Consider selecting a planning group sponsor to act on behalf of the regional flood planning group

Item 7: Consider selecting a planning group sponsor to act on behalf of the regional flood planning group

- a) Public Comments (Public comments limited to 3 minutes per speaker)

- b) Discussion and consider designating a planning group sponsor

Interested Sponsors

- The following entities have indicated interest in serving as the Region 5 Planning Group Sponsor:
 - **Angelina & Neches River Authority**
 - **Lower Neches Valley Authority**
- The group is not limited to choosing a sponsor from this list.
- Open call for additional interested political subdivisions

Agenda Item 8

Consider additional, region-specific public notice requirements, if any, that might be necessary to ensure adequate public notice in the region per 31 Texas Administrative Code §361.12(3)

Item 8: Consider additional, region-specific public notice requirements, if any, that might be necessary to ensure adequate public notice in the region per 31 Texas Administrative Code §361.12(3)

- a) Public Comments (Public comments limited to 3 minutes per speaker)

- b) Discussion and consider taking action as needed

Existing Notice Requirements

- Existing notice requirements can be found in [31 Texas Administrative Code §361.21](#)
- Depending on the type of RFPG action, there are three types of meeting notice posting requirements:
 - **7 days prior to the meeting**
 - **14 days prior to the meeting**
 - **30 days prior to the meeting**
- Additionally, the rules require specific timeframes for posting of meeting materials and accepting written comments.

Agenda Item 9

Consider authorizing the RFPG sponsor to apply for grant funds and enter into a contract with the TWDB on behalf of the RFPG

Item 9: Consider authorizing the RFPG sponsor to apply for grant funds and enter into a contract with the TWDB on behalf of the RFPG

- a) Discussion and consider taking action as needed to approve authorization

Agenda Item 10

Discussion of necessary additional voting and non-voting positions that may be needed to ensure adequate representation from the interest in the region

Item 10: Discussion of necessary additional voting and non-voting positions that may be needed to ensure adequate representation from the interest in the region

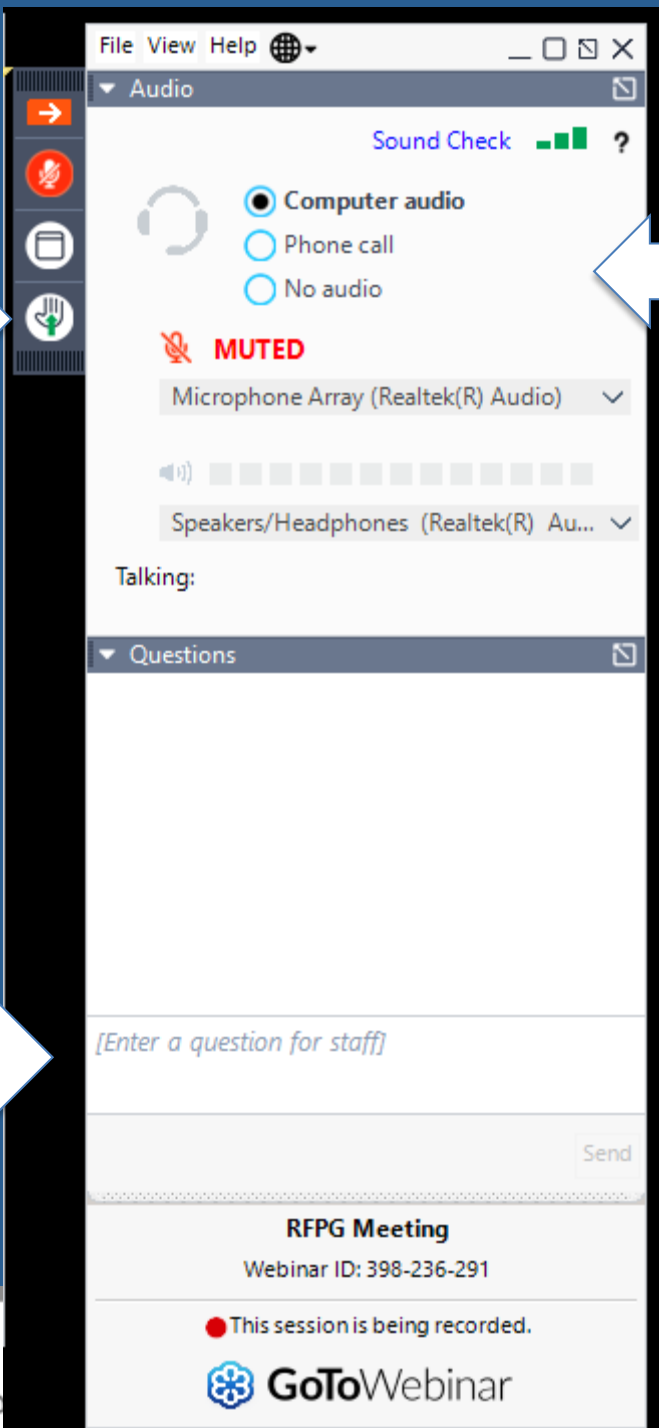
- a) Public Comments (Public comments limited to 3 minutes per speaker)

- b) Discussion only

Agenda Item 11:
PUBLIC COMMENT

- Individuals who have registered using the online *Public Comment Registration Form* will be called upon and un-muted to provide their comments.
- Comments limited to 3 minutes each.

Raise your hand



Choose the “Phone call” option if you do not want to use your computer microphone and speakers.



Type in questions and press “send”



Agenda Item 12

Consider date and
agenda items for
next meeting

Agenda Item 13

Adjourn

Regional Flood Planning Group Model Bylaws¹

First Cycle of Regional Flood Planning

LEGEND:

Yellow highlight – notable items for RFPG consideration

Gray highlight – language based on Texas Administrative Code rules

¹Developed and provided by the TWDB for the purpose of consideration, modification, and potential use by the 15 newly designated Regional Flood Planning Groups. Note that the term ‘model’ would be replaced, throughout the document, by the TWDB-designated RFPG name if adopted.

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ARTICLE I. Names

Section 1. Organization

The official name of this organization shall be the “Model Regional Flood Planning Group” (hereinafter “Model RFPG”).

Section 2. Flood Planning Region

The official name and boundaries of the flood planning region designated by the Texas Water Development Board (hereinafter “TWDB”) in accordance with Senate Bill 8 of the 86th Regular Texas Legislature on April 9, 2020 , shall be the “Model Flood Planning Region” (hereinafter “Model FPR”).

ARTICLE II. Establishment and Purpose

The Model RFPG was established by the TWDB on October 1, 2020, through the designation of initial flood planning group members. The purpose of the Model RFPG is to carry out the responsibilities placed on regional flood planning groups as required by Texas Water Code Chapter 16 and TWDB rules, including 31 Texas Administrative Code (TAC) Chapters 361 and 362.

ARTICLE III. Principal Administrative Office

The principal administrative office of the Model RFPG shall be the principal business offices of the planning group sponsor. The administrative officer of the Model RFPG for purposes of the Texas Open Records Act shall be an individual designated by the planning group sponsor. The Chair of the Model RFPG shall ensure that the mailing address and physical address of the principal office and administrative officer are provided to all members of the Model RFPG and the Executive Administrator of the TWDB.

ARTICLE IV. Responsibilities

The Model RFPG shall have the responsibility for performing the functions defined in Texas Water Code, Chapter 16 and in 31 TAC Chapters 361 and 362 related to regional flood planning for the Model FPR. Foremost among those responsibilities shall be the development of a regional flood plan for the Model FPR that identifies flood risks, establishes flood mitigation and floodplain management goals, and recommends evaluations, strategies, and projects to reduce flood risks.

ARTICLE V. Voting Membership

Section 1. Composition

The initial voting members of the Model RFPG shall be comprised of the initial flood planning group members as designated by the TWDB on October 1, 2020. The Model RFPG may subsequently add additional voting members through a process in conformance with these bylaws, specifically Section 4 of this Article.

The Model RFPGs shall at all times, maintain each of the required voting positions listed in 31 TAC §361.11(e). However, if the Model FPR does not have an interest in one of the categories, then the Model RFPG shall so advise the Executive Administrator of the TWDB and an individual member designation may not be required.

The Model RFPG shall provide a current list of its voting and non-voting positions and the individual member name that fills each position to the TWDB.

The voting membership of the Model RFPG shall not exceed 18 members.

Section 2. Terms of Office

The terms of all initial voting members shall expire on July 10, 2023. 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 Section 4 of this Article.

Section 3. Conditions of Membership

In order to be eligible for voting membership on the Model RFPG, a person must be capable of adequately representing the interest for which a member is sought, be willing to participate in the regional flood planning process, attend meetings, and abide by these bylaws.

Section 4. Selections of Members

4.1 Filling Vacancies

No later than ninety calendar days prior to the expiration of a voting member's term, or within forty-five calendar days after the removal of or unanticipated resignation of a voting member, the Model RFPG shall post public notice on its website and any other relevant websites and notify via email the county clerk in each county located in whole or in part in the Model FPR soliciting nominations for a successor, identifying the particular interest for which the nomination is sought, stating the conditions of membership, delineating the method for submitting nominations, and establishing a deadline for submission of nominations between thirty and forty-five calendar days from the date that public notice was posted. Members of the Model RFPG may also submit nominations in the manner prescribed in the public notice.

The Model RFPG Executive Committee shall receive and process the nominations and, no sooner than ten calendar days after the deadline for submitting nominations, 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 Executive 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 Executive Committee and may consider any person who meets the conditions of membership as a nominee.

The voting members shall attempt to select a successor by consensus. If efforts to reach consensus fail, the Chair shall call for a vote on a nominee. A majority vote of the voting members present shall be required to appoint a successor. If the voting members fail to select a successor, the voting members shall consider other nominations until a successor can be selected by consensus or majority vote of the voting members present.

4.2 Adding and Removing New Voting Positions

In addition to selecting successor voting members to fill vacancies caused by removal or the expiration of a term, the Model RFPG may, at any time, add additional voting positions including in any new interest categories or additional representatives of the required interest categories in Texas Water Code §16.062(c) and 31 TAC §361.11(e), that the RFPG considers appropriate for development of its RFP. The Model RFPG must use the selection process set forth in this section for filling vacancies.

Adding any new voting position that increases the total number of voting positions may only occur upon a two-thirds vote of all existing voting positions (31 TAC §361.11(i)).

If a new voting position is created, the existing voting members shall select a nominee to fill the new position by majority vote of the voting members present and shall determine by consensus, but not less than agreement of a majority of the voting members present, the exact applicability of the membership term provisions and restrictions to the new member at the time of the new members selection.

The Model RFPG may, at any time, remove a voting position as long as the Model RFPGs maintains each of the required voting positions listed in 31 TAC §361.11(e). Removal of a voting position requires a majority vote of all existing voting positions. If there is currently a member serving in the voting position to be removed, that member will be removed from their position and the Model RFPG is not required to remove the voting member by the process set forth in Section 7 of this Article.

If upon the designation of initial flood planning group members by the TWDB on October 1, 2020, there is a vacant voting position for one or more of the required interest categories in 31 TAC §361.11(e), the Model RFPG shall solicit nominations by generally utilizing the selection process set forth in this section,

A nominee may be selected to fill the vacant voting position upon a majority vote of the voting members present.

In both the consideration of nominees and the selection of new voting positions and members, the Executive Committee and other voting members shall strive to achieve geographic, ethnic, and gender diversity.

4.3 Outgoing Members

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. However, no member shall participate in a vote in which he or she is a nominee.

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 Model RFPG meetings. Records of attendance shall be kept by the Secretary at all Model RFPG meetings and hearings and presented as part of the minutes. Voting members of the Model RFPG that have recorded absences from three consecutive meetings and/or hearings, or at least one-half of the sum of all meetings and hearings in the preceding twelve months, shall be considered to have engaged in excessive absenteeism 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 Model RFPG shall conduct the business of the Model RFPG in an ethical manner 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 Model RFPG shall:

- (1) Solicit or accept gratuities, favors, or anything of monetary value from suppliers or potential suppliers of services, materials, or equipment, including subcontractors under recipient contracts; or
- (2) Participate in the selection, award, or administration of a procurement where the member or designated alternate has a financial or other substantive interest in the organization being considered for award. Such conflict may be due to any of the following having a financial or familial relationship with the organization:
 - (i) the member or designated alternate;
 - (ii) the member's or designated alternate's family;
 - (iii) the member's or designated alternate's business partner(s); or
 - (iv) a person or organization that employs, or is about to employ, any of the persons listed in (i)-(iii), above.
- (3) 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) engaging in excessive absenteeism as defined under Section 5 of this Article
- (2) any violation or attempted violation of the Public Information Act (Government Code Chapter 552) or the Open Meetings Act (Government Code Chapter 551);
- (3) failure to abide by the code of conduct provisions set forth under Section 6 of this Article;
- (4) change in status so that the member no longer represents the interest he or she was selected to represent;
- (5) falsifying documents;
- (6) any other serious violation of these bylaws as may be determined by the voting members; or
- (7) the voting member's designated alternate engages in any acts described in subdivisions (2), (3), (5) or (6) of this subsection.

(b) Process for Removing 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 or suspicion that a voting member or designated alternate has engaged in acts or that events have occurred constituting a ground for removal under subsection (a) of this section shall report such information or suspicion to the Chair. The Chair, upon discovering or receiving such information, shall make a written request to that member to verify or refute the alleged acts or events. The member shall provide a written response to the Chair within fifteen calendar days from the date of receipt of the Chair's request. Within five calendar days of receipt of the member's response, the Chair shall forward copies of the response to the voting members. If the Chair believes that a ground for removal may exist or if the member fails to provide a timely response to the Chair's request, the Chair shall confer with the Executive Committee regarding the matter. 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 a written request from five voting members will be required to place an item on a 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 majority vote of the voting members present. The member subject to the removal action shall not participate in any way in the removal vote, nor shall his or her membership count as part of the voting members present of calculating a majority vote.

ARTICLE VI. Non-Voting Membership

Section 1. Mandatory Members

The non-voting members of the Model RFPG shall include the non-voting members set forth in 31 TAC §361.11(f)(1)-(7). As necessary, the Model RFPG shall include members designated by upstream or downstream RFPGs or members from neighboring RFPGs touching the Gulf Coast, as set forth in 31 TAC §361.11(f)(8)-(9). 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 majority vote of the voting members present, that a particular designee is hindering the regional flood planning efforts of the Model RFPG, the Chair shall make a written request to the entity requesting the designation of another person to serve as the entity's designee.

In accordance with 31 TAC 361.11(f)(8), if there is an upstream or downstream FPR that is located within the same river basin as the Model FPR, the Model RFPG must designate a non-voting member liaison to coordinate with the upstream or downstream RFPG.

In accordance with 31 TAC 361.11(f)(9), if Model RFPG touches the Gulf Coast, the Model RFPG must designate a non-voting member liaison to coordinate with neighboring RFPGs that also touch the Gulf Coast.

Section 2. Discretionary Members

The voting members of the Model RFPG may choose to create a new non-voting position to represent a specific entity by a two-thirds vote of the voting members present. 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 majority vote of the voting members present vote that a particular designee is hindering the regional flood planning efforts of the Model RFPG 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.

In addition to creating new non-voting positions for specific entities, the Model RFPG may, at any time, create non-voting positions for specific interest categories that the RFPG considers appropriate for development of its RFP by a

two-thirds vote of voting members present. The Model RFPG must use the selection process set forth in Article V, Section 4.

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. Each member must notify the Chair in writing of the name and appropriate contact information of the member's designated alternate at least forty-eight hours prior to the first meeting 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 Model RFPG 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 Model RFPG 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 30 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 consensus if possible, but not less than agreement of a majority of the voting members present.

(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 Model RFPG by the current Secretary thirty calendar days prior to the meeting. Nominations shall be made from the floor by voting members. The voting members shall select officers from among the nominees by consensus, but not less than agreement of a majority of the voting members present.

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. Removal of an officer shall be decided by a majority vote of the voting members present. 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. The Chair or Secretary receiving the request shall notify the officer in writing that he or she shall be subject to a removal action at the next scheduled meeting. 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 the information that has been received related to the possible removal, and the officer subject to the possible removal action 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 any way in the removal decision, nor shall his or her membership count as part of the total membership for purposes of calculating a majority vote. The notice of the meeting shall be posted in accordance with the Open Meetings Act and shall state that the issue of possibly removing the officer will be on the agenda. Any vacancy caused by the removal shall be filled as provided under Section 4 of this Article. Removing an officer from their office under this section does not remove the member from their voting position on the Model RFPG. To remove a voting member from their voting position, the Model RFPG must follow to the removal process under Article V, Section 7.

Section 4. Vacancies of Officers

Whenever an officer vacancy exists because of death, resignation, or removal, the vacancy shall be filled within thirty days of the event causing the vacancy. Nominations shall 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 voting members present. 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 Model RFPG. The Chair will preside at all meetings of the Model RFPG 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 Model RFPG 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 Model RFPG meetings. The minutes and attendance shall be kept as part of the Model RFPG official records. The Secretary shall ensure 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 the 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 Model RFPG members, including the Chair, Vice Chair, Secretary, and two voting 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 Model RFPG may delegate administrative decisions to the Executive Committee unless provided otherwise in these bylaws.

All meetings of the Executive Committee shall comply with the provisions related to meetings generally as set forth in Article IX of these bylaws.

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 or acting Chair shall serve for the officer.

ARTICLE IX. Meetings

Section 1. Open Meetings and Notice

All meetings of the Model RFPG, its committees and/or sub-groups, 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 the TWDB rules. All actions of the Model RFPG 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 flood planning process. In accordance with TWDB rules, specifically, 31 TAC 361.21, copies of all materials presented or discussed shall be made available for public inspection prior to and following any meeting of the Model RFPG.

Section 2. Regular Meetings

At least one regular meeting of the Model RFPG shall be held in each quarter or more frequently. At the first meeting after the adoption of these bylaws and the first meeting of each calendar year thereafter, the Model RFPG shall establish and adopt a regular meeting schedule for the ensuing year. The Secretary shall ensure that an advance notice and an agenda for regular meetings will be provided to the full membership of the Model RFPG as set forth in TWDB rules. 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 Model RFPG may call special meetings of the Model RFPG. The Secretary shall ensure that advance notice and an agenda for the called meeting is provided to the full membership of the Model RFPG as set forth in TWDB rules and the Texas Open Meetings Act. 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 Model RFPG shall ensure 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 two voting members of the Model RFPG. 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 Model RFPG, in accordance with TWDB rules.

Section 5. Quorum

A quorum of the Model RFPG 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 Model RFPG.

Section 6. Applicability of Robert's Rules of Order

Except as otherwise provided in these bylaws, meetings of the Model RFPG shall be conducted under the provisions of the most current edition of *Robert's Rules of Order*. However, failure to follow *Robert's Rules of Order* shall not constitute grounds for appeal of an action or a decision of the Model RFPG.

Section 7. Public Meetings Required By Law

The Model RFPG shall post notice and conduct public meetings that are specifically required by statute and TWDB rule, including those set forth for draft regional flood plan presentation, adoption of amendments to the regional flood plan, and final regional flood plan adoption, in accordance with the requirements of Texas Water Code Chapter 16 and TWDB rules, including 31 Texas Administrative Code (TAC) Chapters 361 and 362. Notification requirements may be different than those specified in Section 1 of this Article and are specifically delineated in Texas Water Code §16.062 and 31 TAC §361.21.

Section 8. Minutes

(a) The Secretary shall ensure that minutes of all meetings of the Model RFPG 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 ensure 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 Model RFPG.

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 Model RFPG, 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 Model RFPG, its committees, or its subgroups. 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 Model RFPG shall attempt to make decisions using a consensus decision-making process. Consensus is an acknowledgement of agreement built by identifying and exploring all members' interests and by agreeing to a solution that 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, or at least not object. 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 solution. A member can participate in the consensus without embracing each element of the solution with the same fervor as other members, or necessarily having each of his or her interests satisfied to the fullest extent. In a consensus, 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 solution 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 a majority vote of the voting members present.

Section 3. Approving Recommended Flood Management Evaluations (FME), Flood Management Strategies (FMS), and Flood Mitigation Projects (FMP)

The voting members of the Model RFPG shall finally approve each recommended FME, FMS, and FMP by a separate vote by consensus, but not less than a majority vote of the voting members present.

Section 4. Final Adoption of Regional Flood Plan; Amendments

The voting members of the Model RFPG shall finally adopt the regional flood plan for the Model FPR, and any amendments thereto by consensus, but not less than a majority vote of the voting members present.

ARTICLE XI. Books and Records

Section 1. Required Documents and Retainment

Records of the Model RFPG, including: a current membership list with addresses, affiliations, and phone numbers, if not unlisted; the current roster of officers; a copy of the written record of designation of the planning group sponsor political subdivision of the Model RFPG; minutes; agendas; notices; contracts,

subcontracts, annual financial statements, and any and all financial records and supporting information; bylaws; records of public hearing; correspondence; memoranda; phone logs; committee or subgroup recommendations or findings; draft and final plans; studies; data of any sort; computer records or models; executive summaries; other work products; and any other pertinent information of a public nature shall be kept at the principal office of the Model RFPG for a period of at least five years or the period of time required of the political subdivision serving as the planning group sponsor, whichever is longer.

The storage and dissemination of all Model RFPG records must comply with TAC §361.21(d) and Texas Government Code, Chapter 552 (Public Information Act) regarding the handling of confidential materials.

Section 2. Inspection and Copying

Records of the Model RFPG shall be available for inspection and copying at the principal place of business of the planning group sponsor political subdivision during normal business hours. Procedures and fees for copying and inspection shall be the same as those used by the planning group sponsor political subdivision housing the principal office of the Model RFPG for inspection and copying of its own public records, or as prescribed in the Texas Public Information Act.

Section 3. Availability of Reports

All reports, planning documents, and work products resulting from the regional flood planning grant funding provided by the TWDB and all supporting documentation for the development the regional flood plan shall be made available to the TWDB, the Texas Division of Emergency Management, the Texas Parks and Wildlife Department, the Texas Department of Agriculture, the Texas State Soil and Water Conservation Board, General Land Office and the Texas Commission on Environmental Quality or their successor agencies. Electronic versions of the regional flood plan will be posted on the flood planning group website and the TWDB website.

ARTICLE XII. Committees

Section 1. Establishment

The Model RFPG may by a majority vote of the voting members present establish committees, subcommittees, and subgroups to assist and advise the Model RFPG in the development of the regional flood plan, as set forth in 31 TAC §361.12(c). The committee, subcommittee, or subgroup may be formed to address specific issues assigned by the Model RFPG and may have a specified term of membership.

Section 2. Membership

Membership in the committees, subcommittees, and subgroups shall follow the requirements and procedures of Article V of these bylaws and 31 TAC §361.12(c). Appointment to committees, subcommittees, or subgroups shall be made by consensus, but not less than agreement of a majority of the voting

members present. The terms of office for all members of committees, subcommittees, and subgroups shall be either upon the expiration of the term, if any, specified by the Model RFPG in the establishing motion for the committee, subcommittee, or subgroup, or upon the expiration of the persons membership in the Model RFPG.

If a RFPG creates a sub-regional committee, subcommittee, or subgroup to address issues related to a specific geographic area smaller than the full FPR, it shall, to the extent practical, define such sub-regional geographic areas based on boundaries that are conterminous with full HUC 8 watersheds located within the FPR. Sub-regional committees, subcommittees, or subgroups formed to address issues related to a specific geographic area smaller than the full FPR must include one voting member representing each of the interest categories listed in 31 TAC §361.11(e).

Section 3. Officers

The Chair, Vice-chair, and Secretary of a committee, subcommittee, or subgroup established by the Model RFPG shall be selected from the duly-elected members of the respective committee, subcommittee, or subgroup. The Chair, Vice Chair, and Secretary of the committee, subcommittee, or subgroup established by the Model RFPG shall be elected to their respective offices by a majority vote of the members of the committee, subcommittee, or subgroup. Additional committee, subcommittee, or subgroup officers with associated responsibilities may be created as necessary by a majority vote of the members of the committee, subcommittee, or subgroup. The additional officers shall be elected by a majority affirmative vote of the members of the committee, subcommittee, or subgroup.

Section 4. Meetings

Requirements and procedures for committee, subcommittee, or subgroup meetings shall follow those established in Article IX of these bylaws, including requirements for notice. Committees, subcommittees, or subgroups may adopt their own rules of procedure, if authorized by the Model RFPG and the rules are not in conflict with state law, TWDB rules, or these bylaws.

Section 5. Books and Records

Requirements and procedures for committee, subcommittee, or subgroup books and records shall follow those established for the Model RFPG in Article XI of these bylaws.

Section 6. Code of Conduct

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

ARTICLE XIII. Compensation/Reimbursement

Members of the Model RFPG are able to be reimbursed for eligible travel expenses, as authorized by the General Appropriations Act, and as limited by the TWDB regional flood planning grant contract for attendance at a posted meeting

of the RFPG. All travel expenses must be documented by the members and submitted to the Chair and the planning group sponsor political subdivision designated by the Model RFPG to apply to TWDB for funding. The Chair of the RFPG must certify, in a public meeting, that the travel expenses are eligible for reimbursement and are correct and necessary before the planning group sponsor political subdivision contracting with the TWDB for the Model RFPG can compile the travel information from the members and submit reimbursement requests to the TWDB.

ARTICLE XIV. Contractual Services

The voting members of the Model RFPG shall approve, by a majority vote of the voting members present, persons or entities to provide contractual services for the Model RFPG, including all services related to preparation, development, or revisions of the regional flood plan for the Model FPR. However, the voting members may delegate to the Executive Committee the authority to make all administrative decisions concerning amendments to TWDB grant contracts for services related to regional flood planning, except those decisions concerning amendments related to scopes of work and budgets.

ARTICLE XV. Adopting and Amending the Bylaws

These bylaws shall have full force and effect upon approval and adoption by the voting members of the Model RFPG, acting on behalf of the interests comprising the Model FPR, and upon submission to the TWDB in compliance with 31 TAC §361.11(d). The voting members shall adopt these bylaws by a two-thirds vote of the voting members present.

ARTICLE XVI. Resolution Adopting Bylaws

WHEREAS, no bylaws have been adopted governing the conduct of the internal affairs of the Model RFPG; and

WHEREAS, the set of bylaws presented to and as otherwise modified by agreement during this meeting are suitable for the purpose and their adoption is in the best interests of the Model RFPG; it is, therefore,

RESOLVED, that the members of the Model RFPG this _____ day of _____, approve and adopt the bylaws presented to this meeting of members as the bylaws of the Model RFPG; and it is

FURTHER RESOLVED, that the bylaws be authenticated as such by the Secretary of the Model RFPG and placed in its minute book, and that a full and true copy of the bylaws, certified by the Secretary, be kept at the principal office of the Model RFPG for inspection by members or the public at all reasonable times during business hours.

(date)

(Signature of Secretary)