

**Bylaws of the
Paso del Norte Watershed Council**
(As approved March 8, 2010)

ARTICLE ONE

Authority

The Paso del Norte Watershed Council (Council) was initially formed on October 13, 2000 to serve as an advisory group to the New Mexico-Texas Water Commission (Commission) which has since gone into a dormant phase. The Council became a separate and independent organization on August 25, 2006. Since its inception the Council has engaged in projects and activities to maintain a healthy watershed. The Council has the responsibility and authority to address issues concerning environmental enhancements and mitigation as identified in the Environmental Impact Statement (EIS) and subsequent Record of Decisions for projects in the watershed as defined in Article Two..

ARTICLE TWO

Statement of Purpose

The purpose of the Council is to investigate, develop, and recommend projects and activities for watershed planning and management and to explore how water-related resources can best be balanced to benefit the Rio Grande ecosystem and the interests of all watershed stakeholders. The Council will focus on the Paso del Norte watershed, defined as the Rio Grande basin between Elephant Butte Dam/Reservoir in southern New Mexico to the confluence of the Rio Conchos in Presidio County Texas.

ARTICLE THREE

Objectives

The Council will provide an open and inclusive forum for the public and stakeholders who want to establish and maintain a healthy watershed.

Due to the complexity of interests and jurisdictions in the Paso del Norte watershed, the Council will provide a coordinated system to facilitate communication, cooperation, and information exchange.

The objectives of the Council are as follows:

- (1) The Council shall assess, recommend, support, coordinate, and implement projects and activities that protect and improve the health of the watershed.
- (2) The Council will continue to address environmental enhancements and mitigations associated with the El Paso-Las Cruces Regional Sustainable Water Project/EIS/ROD and other future projects within the watershed.
- (3) The Council shall recommend policies for cooperation, coordination, and the sharing of information concerning planning and management activities of projects affecting the watershed.
- (4) The Council will work with stakeholders to achieve these objectives.

ARTICLE FOUR

Membership

Section 1. Members. Membership in the Council will be open to all individuals and organizations that support the purposes and objectives of the Council. The Council will seek representation from municipalities, water agencies, researchers, educators, businesses, environmental groups, agricultural interests, volunteer organizations, and concerned citizens. An organization or individual may become a

member by submitting a letter of interest.

ARTICLE FIVE **Administration**

Section 1. *Executive Committee.* The Council will elect, from its membership, an Executive Committee (EC) consisting of not more than twenty (20) individuals. The Council will strive to equitably represent the stakeholders of the watershed.

Section 2. *Term of Membership.* Any individual elected to the EC shall serve for a period of three (3) years. An election shall be held annually during which time the Council will elect members of the EC for the forthcoming year. The terms of members shall be staggered such that experienced councilors are present every year. No term limits shall restrict individuals from continuing to serve on the EC.

Section 3. *Attendance at meetings.* Members of the EC shall endeavor to attend all of the meetings scheduled. In the event that a member of the EC cannot attend, they are encouraged to send an alternate. Those who miss more than four (4) consecutive Committee meetings will be asked to step down from the EC so another representative from that stakeholder group may be elected. Those who do step down may be elected again when a position on the EC becomes vacant.

Section 4. *Program Coordinator.* The Council, through its EC, may hire a Program Coordinator to help further goals of the Council and coordinate Council activities.

Section 5 *Officers.* The EC will select its officers during its first meeting following its election by the Council. Officers shall serve for three years, or until a successor is elected. Officers may be re-elected to serve for additional terms. The following four offices are hereby created:

Executive Committee Chair: The Chair will develop an agenda for meetings of both the Council and its EC and will preside at said meetings.

Executive Committee Assistant Chair: The Assistant Chair will assume the responsibilities of the Chair whenever he or she is absent or otherwise unable to fulfill his or her responsibilities.

Executive Committee Secretary: The Secretary shall be responsible for maintaining Council records, including minutes and correspondence.

Treasurer: The Treasurer shall maintain accurate and up-to-date books of accounting showing the receipts, disbursements, and assets of the Council. The Treasurer shall present a budget report at each meeting and will prepare an annual financial statement.

ARTICLE SIX **General Role and Activities**

Section 1. *Executive Committee Responsibilities.* The EC, acting on behalf of the overall Council, shall have the power to:

- a) meet as needed to attend to Council business, as stated in the Business and Strategic Plans;
- b) submit recommendations on watershed issues and projects; and
- c) hire and supervise administrative support

Section 2. *Delegation of Responsibilities.* The EC may create committees and subcommittees and delegate responsibilities to individuals or groups as necessary to further Council objectives.

Section 3: *Council recommendations.* Recommendations to be issued on behalf of the Council will be circulated to the full membership before being subjected to a formal vote of acceptance by the EC. If comments from Council members indicate there is not complete agreement about the recommendations, then a disclaimer will be included stating that the comments may or may not reflect

the views of the individual members of the Council.

ARTICLE SEVEN

Meetings

Section 1: *Open Meetings.* The Council and its EC will endeavor to conduct all its meetings openly and encourage the broadest practical awareness and discussion of issues by all affected parties. Venues for all meetings of the Council and its EC shall be physically accessible to persons who are mobility-impaired.

Section 2. *Quorum.* A meeting may be called to order when a simple majority is present.

Section 3. *Frequency.* All Council members will be invited to attend at least one meeting per year. The EC may meet as often as deemed necessary.

Section 4. *Minutes and Record-keeping.* The minutes of the Council and its EC will be public record.

Section 5. *Procedure.* The rules contained in the current edition of *Robert's Rules of Order* will govern the Council and its EC in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Council may adopt.

ARTICLE EIGHT

Voting

Section 1. *Voting on motions.* Voting for acceptance or rejection of a motion will be determined by a simple majority of eligible **voting** members.

Section 2. *Email voting.* Email voting shall be allowed.

Section 3. *Alternate voting.* An alternate designated by a member may vote.

ARTICLE NINE

Amendments

These bylaws may be amended by a two-thirds majority vote of the EC. Proposed amendments must be distributed to all Council members thirty (30) days in advance of the vote of the EC.