

**Bylaws of the
Paso del Norte Watershed Council**
(As Approved October 6, 2004)

ARTICLE ONE
Authority

The Paso del Norte Watershed Council (Council) is an advisory body to the New Mexico-Texas Water Commission and was formally recognized by a resolution adopted by that group during its meeting of October 13, 2000. The Council may also seek authority and/or address issues under the purview of bodies other than the New Mexico-Texas Water Commission and outside the scope of the El Paso/Las Cruces Regional Sustainable Water Project.

ARTICLE TWO
Statement of Purpose

The purpose of the Council is to investigate, develop, and recommend options 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 (Watershed), defined as the Rio Grande basin between Elephant Butte Dam/Reservoir in southern New Mexico and Fort Quitman, Hudspeth County, Texas.

ARTICLE THREE
Objectives

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

Due to the complexity of interests and jurisdictions in the Watershed, there is a need for a coordinated system to facilitate communication and promote cooperation for the purpose of balancing the needs of all stakeholders. The Council will provide such a system for exchanging data and other information pertinent to Watershed management.

The objectives of the Council are as follows:

- (1) Under the direction of the New Mexico-Texas Water Commission, the Council will serve in an advisory capacity regarding the selection, planning, and implementation of environmental enhancements and mitigations associated with the El Paso-Las Cruces Regional Sustainable Water Project.
- (2) The Council will recommend policies for cooperation, coordination, and the sharing of information concerning planning and management activities of projects affecting the Watershed.

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, 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 (Committee) consisting of not more than twenty (20) individuals. The composition of the Committee should equitably represent the stakeholders of the Watershed.

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

Section 3. *Attendance at meetings.* Members of the Executive Committee will 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 may be asked to step down from the Committee so that another representative for that stakeholder group may be elected by the Executive Committee. Those who do step down may be elected again when the position becomes vacant.

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

Section 5. *Officers.* The Executive Committee will select its officers during its first meeting following its election by the Council. Officers will 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 Executive Committee, and will preside at said meetings. The Chair will also serve as a non-voting member of the Management Advisory Committee of the New Mexico-Texas Water Commission.

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 will be responsible for maintaining Council records and representing the Council when needed.

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

ARTICLE SIX
General Role and Activities

Section 1. *Executive Committee Responsibilities.* The Executive Committee, acting on behalf of the overall Council, will 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 Executive Committee may create subcommittees and delegate responsibilities to individuals or groups as necessary to further the objectives of the Business and Strategic Plans.

Section 3. *Council Recommendations.* Any recommendation issued by the Council will be reviewed by the Executive Committee and be subjected to a formal vote for acceptance. If the Council is not in complete agreement, then a disclaimer will be included in the recommendation stating that the comments may or may not reflect the views of the individual members of the Council. Recommendations or comments prepared by the Council in response to publication of Draft Environmental Impact Statements will be presented to the membership of the New Mexico-Texas Water Commission prior to final submission.

ARTICLE SEVEN

Meetings

Section 1: *Open Meetings.* The Council 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 will be physically accessible to persons who are mobility-impaired.

Section 2. *Quorum.* A meeting of the Executive Committee may be called to order when a simple majority of the EC is present.

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

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

Section 5. *Procedure.* The rules contained in the current edition of *Robert's Rules of Order* will govern the Council 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 members present and voting.

Section 2. *Email Voting.* If a deadline does not permit a formal Executive Committee meeting, email voting by members shall be allowed.

Section 3. *Other Voting.* An alternate designated by an Executive Committee member may vote.

ARTICLE NINE

Amendments

These bylaws may be amended by a vote of a two-thirds majority of the members of the Executive Committee of the Council, provided copies of the proposed amendment have first been disseminated to all members of the Council, and a period of not less than thirty (30) days has elapsed since the date of the proposed amendment.