

BY-LAWS OF REGIONAL WATER QUALITY PROTECTION PLANNING STAKEHOLDERS COMMITTEE

INTRODUCTION

These By-Laws are intended to be used as ground rules and operating procedures to assist the Stakeholder Committee in the process to develop consensus on issues and implementation goals among the various stakeholder interests participating in the development of a Regional Water Quality Protection Plan for the Barton Spring segment of the Edwards Aquifer and its contributing zone.

Rapid growth and development in northern Hays County and southwest Travis County have created concerns with the increasing potential for pollution of groundwater and surface waters. Concerns raised were not only on the impacts to drinking water supplies but to the threatened or endangered species that reside in the area.

In December, 2002, Hays County Judge Jim Powers and City of Austin Council Member Daryl Slusher convened a Regional Summit to begin discussions on the impacts development was having on the region and particularly on water quality in the Barton Creek Watershed. These discussions continued and from this initial effort the Cities of Dripping Springs and Austin, Hays and Travis Counties and the Barton Springs Edwards Aquifer Conservation District and the Hays Trinity Groundwater Conservation District entered into an Interlocal Agreement to address the water quality issues facing the area of the Barton Springs segment of the Edwards Aquifer and its contributing zone and the desire to preserve water quality in this area. It was determined there is a need to develop a regional approach to water quality protection within the Barton Creek watershed in order to protect the quality of drinking water and the endangered species in the area, particularly the Barton Springs salamander. The completion of a regional water quality protection plan would provide the basis for political subdivisions, to the extent allowed by law, to implement local water quality protection plans and ordinances and provide best management practices that could be adopted by local stakeholders for water quality protection.

The planning area is the Barton Springs segment of the Edwards Aquifer and its contributing zone. The area covers northern Hays County, southwest Travis County and a small section of Blanco County. The area includes the cities of Austin, West Lake Hills, Buda, Hays City, Kyle, Mountain City, Rollingwood, Sunset Valley, the Villages of Bee Cave and Bear Creek and the areas within the jurisdiction of the Barton Springs/Edwards Aquifer and Hays Trinity Conservation Districts.

Article I. Organization

Section 1: Name

The official name of this group shall be the Regional Water Quality Planning Project Stakeholder Committee, (hereafter “Stakeholder Committee”).

Section 2: Purpose

The purpose of the Stakeholder Committee will be to represent the interests of various stakeholder groups by identifying issues and implementation goals, reaching consensus on best management practices and providing input in the development of a regional water quality protection plan that can be implemented by local governments and be voluntarily adopted by private interests.

Section 3: Principal Administrative Office

The principal administrative office of the Stakeholder Committee will be the office of the Executive Director, Regional Water Quality Planning Project, P.O. Box 384, Dripping Springs, Texas 78620. The office is located at 550 Hwy 290 W. in Dripping Springs.

Article II. Stakeholder Committee

Section 1: Stakeholder Group Membership

Membership within the various stakeholder groups is open to all interested persons willing to make the commitment in time and resources to the process. Stakeholder groups, with the assistance from the Executive Director and the Naismith Engineering Project Team, will facilitate initial stakeholder membership and assist in the selection process for membership on the Stakeholder Committee. The identified stakeholder groups are as follows:

- a. **Property Owners** which represent large and medium size landowners and agricultural interests. These stakeholders own tracts of land large enough to subdivide and develop and have the potential for impacting water quality in the project area.
- b. **Development Interests** which represent persons or groups interested in platting, subdividing and constructing new residential and commercial developments.
- c. **Environmental/Preservation/Good Governance Groups** which represent local groups primarily interested in effective local governance that plans for growth, and in the protection of local resources and conservancy of land for open space and habit protection.
- d. **Neighborhood Interests** which represent existing home owners' associations, property owners' associations and neighborhood associations.

- e. **Public Interest Organizations** which represent organized groups that advocate regional and/or national policies on environmental protection and resource conservation.
- f. **Governmental Entities** which represent affected cities, counties, special purpose districts and other utility providers.
- g. **Economic Interests** which represent existing local business owners, business or economic development associations, chambers of commerce and real estate interests.
- h. **Concerned Citizens** which represent individuals that are interested in water quality protection but do not feel that their interests coincide with other identified groups.

Section 2: Selection of Stakeholder Committee

The Stakeholder Committee shall consist of members selected from each of the stakeholder groups listed in Section 1. Voting members from each stakeholder group will select 4 members from their group to represent them on the Stakeholder Committee. Three of these members will be the representatives on the Stakeholder Committee and the fourth member will be an alternate. The alternate representative will serve on the Stakeholder Committee in the absence of one of the three representatives from the Stakeholder Group. In the selection of stakeholder committee members, the voting members of each stakeholder group shall strive to achieve interest and geographic diversity. Stakeholder Committee members must acknowledge that they have been selected to the committee as the representative of all others in their stakeholder group, and not just themselves. To this end, the committee members pledge to communicate with other members of their stakeholder group to ensure that the issues they represent reflect the viewpoints of their stakeholder group or interests as a whole.

Section 3: Executive Director and Consultant Responsibilities

The Executive Director will provide facilitative leadership at the group meetings and work with committee members to ensure that the process runs smoothly. Working with and assisted by the Consultants, the Executive Director's duties include posting agendas, focusing meeting discussions, working to resolve any impasses that may arise among the various groups and committees working within this process, posting meeting summaries, working with committee members to support between-meeting activities, working with the Consulting Team in locating and posting background materials and documents the members need or develop on the project web site.

Section 4: Responsibilities of Stakeholder Committee Members

Representatives to the Stakeholder Committee will be responsible for the following:

- Carefully consider the requirements (in time and effort) before agreeing to serve as a representative on the Stakeholder Committee.

- Review and evaluate materials submitted to you prior to the meetings, to facilitate informed discussion.
- Communicate and meet with members of your stakeholder category to develop input for the Stakeholder Committee meetings.
- Represent the views and interests of your stakeholder category on the Stakeholder Committee.
- Participate in Working Groups outside of the regular Stakeholder Committee meetings.
- Work with the Project Executive Director and the Consultant's Team to provide input and feedback on issues and work toward consensus among the Stakeholder Committee and working groups.
- Follow the Guidelines for participating in the meetings as set forth in Sections 1 and 2 of Article VII.

Section 5: Participation

Stakeholder Committee members will be expected to participate in all Stakeholder Committee meetings. Records of attendance will be kept by the Project Executive Director and presented as part of the minutes. Only the committee member or the designated alternate may participate in any decision making that occurs during meetings of the Stakeholder Committee. Members that have recorded absences from two consecutive meetings shall be considered to have engaged in excessive absenteeism and may at the will of the other members of their Stakeholder Group be removed as a member of the Stakeholder Committee and replaced with the Alternate Member from the Stakeholder Group.

Section 6: Alternate Member to the Stakeholder Committee

The selected alternate must be a member of the stakeholder group and must have similar expertise and perspective and/or the ability to fully represent the members. A committee member that anticipates being absent will take responsibility for briefing the alternate on the issues under discussion in advance of any meeting to ensure the substitution of an alternate does not slow down the group discussions. The designated alternate shall enjoy the same privileges and shall be bound by the same duties, terms, and conditions as other committee members.

Section 7: Right to Resign

Any committee member may resign from the committee at any time.

Section 8: Successors

Members of the stakeholder group shall select a replacement to the Stakeholder Committee by a means of their choosing. Resigning stakeholder committee members shall be given the opportunity to fully participate in the selection process for their successors and shall serve until their successors are selected.

Section 9: Replacing a Member of the Stakeholder Committee

The following shall constitute grounds for replacing of a member:

- a. engaging in excessive absenteeism as defined under Section 5 of this Article
- b. death
- c. resignation
- d. change in status, as determined by the committee, so that the member no longer represents the interest they were selected to represent
- e. any other serious violation of these bylaws as may be determined by the committee members

Article III. Subcommittees

Section 1: Project Executive Director

The Project Executive Director may establish subcommittees or technical work groups to assist the Stakeholder Committee. A subcommittee may be formed to address specific issues assigned by the Project Executive Director and may have a specified term of membership. Subcommittees may consist both of individuals who are members of the stakeholder groups and individuals who are not.

Section 2: Stakeholder Groups

Each stakeholder group may establish subgroups to assist the associated stakeholder group. Subgroups may consist both of individuals who are members of the stakeholder group and individuals who are not. However, only those subgroup members who are also members of the stakeholder group will participate in decision-making for recommendations to the full committee. The subgroup(s) shall strive to operate by consensus in generating recommendations or advice to the full group. Should consensus not be forthcoming, the subgroup may produce majority and minority reports; outside interests, at the request of the subgroup, may submit or contribute to such reports.

Article IV. Meetings

Section 1: Meetings and Notice

(a) All meetings of the Stakeholder Committee and its subcommittees will be posted and open to the public. Stakeholder Groups and/or sub-groups are encouraged to notify the Executive Director of their meetings and open those meetings to the public. The time and place of meetings shall be set to facilitate, to the greatest extent possible, the participation of all members.

(b) All interested parties and the general public are allowed to attend scheduled meetings of the stakeholder committee, subcommittees, Stakeholder Groups, and/or sub-groups. The

members of the general public will be allowed to address the Stakeholder Committee during the public comment period identified in the Meeting Agenda. Every effort will be made to provide copies of all materials presented or discussed and made available for public inspection on the project web site following any meeting of the Stakeholder Committee, subcommittee, Stakeholder Groups, and subgroups meetings.

Section 2: Agendas

(a) Stakeholder Committee. The Project Executive Director will be responsible for preparing the agenda for each Stakeholder Committee meeting and will post the agenda on the project website. The draft agenda shall be sent to all eight stakeholder groups (e.g., distributed by email and/or posted on the project website) approximately 10 days in advance of the meeting, with an invitation to provide review and comment. If feedback on the agenda is received from Stakeholder Committee members, the Executive Director shall confer with the Naismith Engineering Project Team on how best to incorporate this feedback.

(b) All stakeholder groups or their subcommittee²s should prepare an agenda for their meetings and supply it to the Executive Director.

Article V. Meeting Summaries

Section 1: Meeting Minutes for the Stakeholder Committee and Stakeholder Groups

(a) Stakeholder Committee Meeting Minutes shall be kept by the Executive Director, assisted by the Consultant Team, and posted on the web site for the project. The Stakeholder Committee will review the minutes at its next meeting and will approve the minutes as presented or amended.

(b) Each Stakeholder Group shall determine the method of keeping minutes of their meetings and provide those minutes to the Executive Director so that they can be posted on the web site.

Section 2: Electronic Communication

Electronic communication mechanisms will be utilized to the greatest extent possible for the sharing of information outside of committee and sub-committee meetings, including distribution of meeting agendas and summaries. For any committee member who is unable to participate in electronic communication, others means of communication will be utilized (fax and hard copy mail). The purpose of electronic communications is to reduce paperwork, delay and expense of mailing or faxing.

Article VI. Decision Making

Section 1: Proxies

Written proxies shall not be allowed in any decision-making by the Stakeholder Committee, its subcommittees, Stakeholder Groups or its subgroups. However, the designated alternate shall be allowed to participate in decision making as set forth in these bylaws in the absence of the Stakeholder Committee member. 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 the designated alternates.

Section 2: Decision-Making Process

(a) Use of Consensus Based Decision Making. The Stakeholder Committee shall attempt to make decisions using a consensus decision-making process. Consensus is an agreement built by identifying and exploring all members' interests and by assembling a package agreement which satisfies these interests to the greatest extent possible. A consensus is reached when all 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. 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 agreement. A member can participate in the consensus without embracing each element of the agreement with the same fervor as other members, or necessarily having each of his or her interests satisfied to the fullest extent. In a consensus agreement, 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 agreement 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 Project Executive Director that the voting members will be unable to reach consensus, the Project Executive Director shall entertain a motion to put the issue to a vote to be conclusively decided by agreement of not less than three-fourths of the voting members present.

Article VII. Meetings

Section 1: Guidelines

To the greatest extent possible, committees shall take ownership over decisions about the mechanics of their committee operations. The committee shall work out such details in a way that meets the needs of its members and reflects timing considerations associated with the issues they want to work on. To help maintain an effective and productive meeting, committee members agree to comply with the following:

- Focus on the purpose and objectives of the meeting.
- Be courteous and considerate of others.

- Provide honest, straightforward input.
- Be willing to rationally discuss all points of view, even those with which you personally disagree.
- Be positive.
- Resist the urge to monopolize the discussion. Express your ideas, then allow others to do the same.
- Listen to the other participants and digest their input.
- Give the process an opportunity to work.
- Personal attacks and prejudiced statements will not be tolerated

Section 2: Meeting Procedure

Meeting procedures should be adopted by stakeholder groups and committee members to help maintain an effective and productive meeting. Members agree to comply with the following:

- The agenda for each meeting will be coordinated with committee members in advance.
- Follow the agenda and stay on topic.
- Participants shall speak one at a time and not interrupt others who are speaking.
- Participants agree to show respect for all other participants, their positions, and concerns.
- Participants agree to ask questions for clarification or for more information, not to challenge or intimidate the other participants.
- All pagers or phones with audible beeps or rings should be turned off during meetings.
- In order to maximize the productive time available, participants should avoid repeating points that have been adequately made by others, except to briefly indicate concurrence.

Article VIII. ADOPTING AND AMENDING THE BYLAWS

These bylaws shall have full force and effect upon approval and adoption by the voting members of the Stakeholder Committee, acting on behalf of the interests they represent. The voting members shall adopt these bylaws and any amendments thereto by consensus, but not less than agreement of three-fourths of the voting membership present.