

Bylaws Subcommittee Status Report

Background

A RAQPC subcommittee has been convened to assess areas locations within the RAQPC bylaws where changes or updates are needed and to recommend the necessary changes. This subcommittee met during a conference call on February 6th and made some

Attached is a copy of the current RAQPC bylaws with the updates discussed during the conference call included. Additions to the bylaws are highlighted in yellow. When the changes were not simply additive, a comment with further explanation has been added.

Requested Action

Please review and submit comments either verbally or in writing at the February 28th meeting. A vote will take place at a later date to formally amend the bylaws.

Bylaws
Of the
Houston-Galveston Area Council
Regional Air Quality Planning Committee

PURPOSE

ARTICLE I

The Regional Air Quality Planning Committee (RAQPC), **herein referred to as the Committee**, is appointed by the Board of Directors of the Houston-Galveston Area Council (H-GAC) to assist and advise H-GAC, regional and local governments, transportation organizations and other agencies on air quality issues. The Committee will review air quality plans for the H-GAC region and recommend actions necessary for improving the region's air quality.

RESPONSIBILITIES

ARTICLE II

The Committee is authorized to study, evaluate and recommend plans and programs for improving the region's air quality and for assistance with issues related to the federal Clean Air Act Amendments of 1990 and subsequent air quality laws, regulations, and rules. Its primary focus is issues related to Title I of the CAAAs. Specifically, the Committee may—

1. Review and make recommendations on air quality policies and plans for the region. **Report these recommendations to the H-GAC Board of Directors.**
2. Review and recommend comments on proposed air quality rules, regulations and guidances. **Report these recommendations to the H-GAC Board of Directors.**
3. Review transportation control measures and recommend those most suitable to Clean Air Act goals for the region. **Report these recommendations to the H-GAC Board of Directors.**
4. Review and make recommendations on other mobile source emission control measures. Review and recommend comments on plans for reducing emissions from area and stationary sources. **Report these recommendations to the H-GAC Board of Directors.**
5. Receive public comment and assist in disseminating public information on air quality issues, plans, and programs.
6. Assist in implementing air quality programs and in obtaining local commitment, as necessary, to implement air quality measures.

Comment: *Original Wording:* Review and make recommendations to H-GAC's Board of Directors on air quality policies and plans for the region.

MEMBERSHIP

ARTICLE III

1. The Committee will consist of up to 26 members. Additionally, a member of the H-GAC Board of Directors can serve in an ex-officio position with RAQPC.
2. The Committee will be broadly representative of those within the H-GAC region affected by air quality issues including representatives of transportation agencies, local government, public health and pollution control agencies, industry and employers, and citizen and environmental groups.
3. The Committee will include representatives from the following counties Brazoria, Chambers, Fort Bend, Galveston, Harris, Liberty, Montgomery, and Waller.
4. The Committee will be appointed by the Board of Directors from nominations by individual Board members and interested organizations.
5. Member terms **begin at the first meeting after April 30 of each year and last** for two years, or until a successor is appointed.
6. A member may designate a principal alternate, who may vote. It is the member's responsibility to notify the alternate of scheduled meetings. An alternate must be on file with H-GAC, and may be changed. Changes must be given to H-GAC in writing one week prior to a regularly scheduled Committee meeting of RAQPC.
7. If any member, or their principal alternate, fails to attend three consecutive meetings of the Committee, or a total of five meetings during the member's term, he or she is subject to removal on a majority vote of the Committee at a meeting of the committee where a quorum is present.
8. **If any member leaves the region serviced by H-GAC, the member's term will immediately be considered vacant.**
9. The Committee will have staggered terms of the members, one half to be appointed one year and the other half to be appointed the following year.

OFFICERS

ARTICLE IV

1. The officers of the Committee will be a Chair, a Vice Chair, and the immediate past Chair.
2. The Chair and Vice Chair shall be elected by a majority of those present and voting at the meeting at which these bylaws are adopted; and subsequently, at the first meeting after June 30 of each year. The Chair will be a current Executive Committee member or have served as an Executive Committee Member within the last three years. **If no candidate for Chair meets these criteria, this position may be filled by any member of the Committee.**

3. The Executive Committee Members shall be composed of the Chair, Vice Chair, past Chair, and one member of each of the following three broad categories of membership: local government, business and industry, and citizens and environmental organizations. Each membership category shall recommend its member for the Executive Committee.
4. All normal powers of the presiding officer will be vested in the Chair.
5. The Vice Chair will preside in the absence of the Chair. In the absence of both officers, the presiding officer for that meeting will be a member of the Executive Committee named by vote of the Committee members present.
6. Upon the vacancy of an office through any eventuality, a replacement will be elected from the membership by majority vote.
7. Each officer will serve a one-year term. Consideration should be given to electing the Chair on a rotating basis to accommodate the broad categories of membership as represented by local government, business and industry, and citizens and environmental organizations.
8. The Executive Committee will work with H-GAC staff on RAQPC activities between meetings. Such activities shall include, but not be limited to: developing agendas, writing comments on behalf of the Committee, representing the Committee in various forums as needed. **The aforementioned activities are intended to expedite the activities of the Committee, not act as a replacement to the Committee.**

Comment: We did decide to add this, correct?

QUORUM

ARTICLE V

1. A quorum of the Committee will consist of a majority of the membership. No action may be taken by the Committee without a quorum present.
2. A quorum of the Executive Committee is four members. No formal action may be taken by the Executive Committee without a quorum present.

VACANCIES

ARTICLE VI

1. Upon occurrence of a vacancy through any eventuality, the Board of Directors of the H-GAC will immediately be notified in order that the vacancy may be promptly filled. The Committee may make recommendation to the Board for a replacement to the vacant position.
2. When a vacancy is filled the appointee will serve the duration of the unexpired term to which he or she is appointed.

SUBCOMMITTEES

ARTICLE VII

1. The Committee may be assisted by subcommittees, whose chair will be appointed by the Committee **from within its membership.**
2. Members of subcommittees do not have to be Committee members.
3. Recommendations from the Subcommittee will be sent to the Committee.

CONFLICT OF INTEREST

ARTICLE VIII

No Committee member may participate in a vote in which he or she has a direct monetary interest.

PROCEDURES

ARTICLE IX

1. All Committee meetings will be open to the public. Opportunities for public comments may be provided subject to guidelines established by the Committee.
2. **In the event that action must be taken between regularly scheduled meetings, Committee actions may be approved via written or electronic communication. These actions shall be recorded in the minutes of the next regularly scheduled meeting.**
3. Any matter brought to vote will be enacted by a majority vote of the members present, except for those matters provided for specifically in other paragraphs of these bylaws.
4. These bylaws will be enacted upon the affirmative vote of two-thirds of a quorum of the Committee, each member having been mailed a copy at least ten (10) days prior to the meeting at which they are considered.
5. These bylaws may be amended upon the petition of a majority **of a quorum of the Committee** and enacted by the vote of two-thirds of **a quorum of the Committee** at the next meeting, provided that the members have been mailed a copy of the proposed amendment at least ten (10) days prior to the meeting where adoption is requested.
6. The Committee will meet monthly, but at least eight (8) times each year.
7. Committee meetings will be conducted in accordance with **the latest revision of** Roberts Rules of Order.

Comment: *Removed:* the members present

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RAQPC REPRESENTATION ON OTHER COMMITTEES

ARTICLE X

The Bylaws of the Transportation Policy Council's Technical Advisory Committee and Clean Air Action specify that a representative of the Committee has a formal seat on each of these committees. Coincident with election of officers, the Committee will appoint representatives. Those representatives will identify voting alternates from the membership of the Committee so that the Committee is represented at all meetings to which it is entitled to a seat.

These bylaws will become effective upon approval of the RAQPC and ratification by H-GAC's Board of Directors. All amendments will be ratified by H-GAC's Board of Directors.

DRAFT