



BYLAWS

Of the

CONCHO VALLEY

COUNCIL OF GOVERNMENTS

San Angelo, Texas

As Amended:

August 9, 1978

December 10, 1980

October 10, 1981

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March 6, 1996

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**BYLAWS
OF THE
CONCHO VALLEY COUNCIL OF GOVERNMENTS**

PREAMBLE

We, the elected officials of local governments in the Concho Valley Region hereby join together in a voluntary association to be known as the Concho Valley Council of Governments for the purpose of meeting at regular intervals to discuss and study community challenges of mutual interest and concern, and to develop policy and action recommendations for ratification and implementation by member local governments.

We realize that our individual and common destinies rest with the interdependent actions of the local governments which comprise our region.

This voluntary association which we have formed is a vehicle for closer cooperation and is not a new layer of government nor a super-government. As a voluntary organization of local governments, the members seek, by mutual agreement, solutions to mutual problems for mutual benefit.

Our goal is to retain and strengthen local home rule while combining our total resources for regional challenges beyond our individual capabilities.

We believe that the expansion of the concept of voluntary cooperation among local governments is an effective means for achieving this goal. We believe that cooperation must be fostered in two ways: By strengthening the abilities of local governments to meet individual local needs; and by developing a voluntary association (council) of local governments to meet the broader common needs.

**ARTICLE I
ORGANIZATION**

There is hereby organized under Chapter 391, Local Government Code, (Formerly, Article 1011M, Vernon's Annotated Civil Statutes), a regional planning commission which shall be known as the Concho Valley Council of Governments, which shall be a voluntary association of governments.

ARTICLE II

PURPOSE

The Concho Valley Council of Governments shall be a voluntary organization of local governments to foster a cooperative effort in resolving problems, policies, and plans that are common and regional. The purpose of this organization is:

- A. To join and cooperate to improve the health, safety, and general welfare of their residents;
- B. To plan for the future development of communities, areas, and regions;
- C. To improve the planning of transportation systems;
- D. To help provide adequate street, utility, health, educational, recreational, and other essential facilities as the communities, areas, and regions grow;
- E. To recognize the needs of agriculture, business, and industry;
- F. To help provide healthful surroundings for family life in residential areas;
- G. To help preserve historical and cultural values;
- H. To help ensure the efficient and economical use of public funds is commensurate with the growth of the communities, areas, and regions.
- I. To make studies and plans to guide the unified, far-reaching development of a region, eliminate duplication, and promote economy and efficiency in the coordinated development of a region.

ARTICLE III MEMBERSHIP

A. Requirements

1. The geographic area within which eligible members shall be located, in whole or in part, is determined by reference to “Planning Regions for the State of Texas”, December, 1968. This delineation of Texas into twenty-one, now twenty-four, and multi-county planning regions was accomplished in response to a demonstrated need for improved communication and coordination among and between the planning and related efforts of the state, federal, and local governments. The Governor of Texas, by Executive Order, directed all state agencies to recognize this concept. The counties included in this region are Coke, Concho, Crockett, Irion, Kimble, Mason, McCulloch, Menard, Reagan, Schleicher, Sterling, Sutton and Tom Green. Any additions or deletions of counties in the Concho Valley State Planning Region which may be made from time to time by the Office of the Governor will accordingly affect the eligibility of such counties for membership in CVCOG.
2. Members must be geographically situated within a county listed in Article III, A.1.
3. All incorporated communities within a county shall become members simultaneously with the county. The Executive Committee may deviate from this requirement when requested if in its opinion such a deviation would give priority to the condition that the incoming members who are units of general local government together represent 75% of the aggregate population of the county.
4. The membership by a county will continue the contiguous nature of the existing membership and will not create a geographic void in the existing membership area.
5. Compliance by the member with the requirement in the Bylaws concerning financial contributions of its members.
6. Voting membership shall be open to:
 - a. Member counties
 - b. Member cities/towns
 - c. Member school districts
 - d. Member soil and water conservation districts
 - e. Member River Authorities
 - f. Member Water Districts
 - g. Other special districts by permission of the Executive Committee

7. Upon approval of the Executive Committee, pending final approval of the General Assembly, eligible governmental units, public utility companies, public and private companies within the area of the CVCOG may become associate members of the CVCOG by passage of an ordinance, minute order, resolution or other appropriate and legal action of the governing body of such units adopting Articles of Association and appropriating the funds required to pay their share of the dues of the CVCOG. In no event shall an associate member in the CVCOG be entitled to voting representation in the General Assembly or on the Executive Committee.

B. Representation

Each member government shall be officially represented at the General Assembly as follows:

1. Each member county shall have one (1) representative who shall be an elected official, a member of the Commissioner's Court, and elected by the Commissioner's Court.
2. Each member county with a population exceeding 50,000 shall have two (2) additional representatives elected as prescribed in Article III, B.1.
3. Each member city which is incorporated shall have one (1) representative who shall be an elected official, a member of the member city's legislative body, and elected by that legislative body.
4. Each member city which is incorporated and has a population exceeding 25,000 shall have two (2) representatives who are qualified and elected as prescribed in Article III, A.
5. Each member city which is incorporated and has a population exceeding 50,000 shall have three (3) representatives who are qualified and elected as prescribed in Article III, A.
6. Each member independent school district with an enrollment of 10,000 or more shall have two (2) representatives who shall be elected members of the school board.
7. Each member independent school district with an enrollment of less than 10,000 shall have one (1) representative who shall be an elected member of the school board.
8. Member Soil and Water Conservation Districts, Member River Authorities and Water Districts, and other member special districts shall each have one (1) representative who is a member of its governing body and appointed by that body.
9. The population of any member governmental unit shall be determined by the preceding United States Census. After each United States Census membership shall be adjusted accordingly.

10. As used in these Bylaws, the term “elected official” means a Mayor and other members of the governing body of a city, town or village, a county judge, a county commissioner, a member of the Board of Trustees of a School District, a member of the Board of Supervisors of a Soil and Water Conservation District, or a member of the governing body of a special district other than a Soil and Water Conservation District.
11. As used in these Bylaws, the terms “cities”, “towns”, and “villages” shall mean those communities incorporated as such pursuant to the terms and requirements of the laws of the State of Texas.
12. Representatives shall serve during the term of office to which they have been elected as members of governing bodies of CVCOG member governmental units unless replaced sooner by the appointing authority.
13. In addition to the above named members, two members of the Texas Legislature whose districts include all or part of the Concho Valley Region shall be designated by the Executive Committee to serve as members of the General Assembly. Such members shall serve until a successor shall be appointed by the Executive Committee.

C. Admission and Withdrawal

1. Membership in the CVCOG shall be contingent upon execution of a resolution, ordinance, minute order or other appropriate legal action by the governing body of the member.
2. Withdrawal from membership may be accomplished upon execution of a resolution, ordinance, minute order or other appropriate legal action by the governing body of the member.

D. Dues

The CVCOG shall send each member before June 1st of each year a statement of dues for the coming year. Each member governmental unit shall pay to CVCOG an amount equal to one year's dues on or before October 1st of each year. Members whose annual dues have not been paid as of October 31st of the dues' year shall be given written notice by certified mail, return receipt requested, as soon thereafter as practicable of this delinquency, which notice shall include a statement advising such member that it is delinquent and further advising that if such dues are not paid within thirty (30) days from the date of such notice, its membership and all privileges afforded thereby, including the right to vote, shall be terminated automatically as provided herein. Thereafter, upon the expiration of thirty (30) days from the date of such notice, any delinquent member shall be notified by certified mail, return receipt requested, that its membership and all privileges afforded thereby have been terminated. A terminated member shall automatically be reinstated upon payment of all delinquent dues and the current dues, if any, then owing. The amount of annual dues shall be as follows:

1. Member counties and cities shall pay annual dues in the amount of \$.05 per capita.
2. Each independent school district with an enrollment of over 10,000 shall pay annual dues of \$1,000.00.
3. All other independent school districts shall pay annual dues of \$100.00.
4. All other voting members shall pay annual dues of \$25.00.
5. Associate members shall pay annual dues of \$200.00.
6. Annual dues by any member shall in no event be less than \$25.00.

ARTICLE IV POLICY BODIES

The CVCOG shall have two policy bodies – a General Assembly and Executive Committee.

A. General Assembly

1. **Quorum.** A quorum of the General Assembly shall consist of a majority of the total representatives of the member general purpose governments. Proxies shall be in writing; stating the name of the proxy, date of the meeting and signed by the person giving the proxy with this stipulation: proxies may only be held by those representing the membership of the person giving the proxy, i.e. a member who represents an entity must give his or her proxy to someone representing the same entity. The presiding officer at the meeting shall be the sole judge of the validity of the proxy and shall identify all proxy votes at the beginning of each meeting. Associate members shall not be included for quorum purposes.

2. **Voting.** Each representative of a member government and member of the Texas Legislature designated by the Executive Committee shall have one (1) vote in the General Assembly. Proxies may vote at any meeting of the General Assembly for which they were duly appointed and accepted.

3. **Meetings.** The General Assembly is required to meet at least one time each fiscal year of the CVCOG. The exact date of the meeting shall be determined by the Executive Committee. Election of officers shall be held at this meeting. The General Assembly shall also meet upon call of its president or the Executive Committee, or by petition of at least 10% of the membership of the General Assembly.

4. **Responsibilities.** The responsibilities of the General Assembly are:
 - a. To adopt and amend Bylaws;
 - b. To review actions of the Executive Committee;
 - c. To annually elect from representatives of general purpose member governments a President, Vice-President, Secretary, and other officers as required.; and
 - d. To resolve questions arising under Article III.

5. **Policy Recommendations.** The General Assembly may recommend policy to the Executive Committee which shall be the governing body of the CVCOG.

B. Executive Committee

1. Membership

a. Except when filling a vacancy, new Executive Committee members, after being duly selected, shall assume their position on the Executive Committee beginning January 1st following their appointment.

b. Each county, within the Concho Valley region, shall have one representative who shall be the County Judge or a County Commissioner, appointed by the Commissioner's Court.

c. A member city with a population of 50,000 or more (determined by the preceding U.S. Census) shall have one (1) representative on the Executive Committee chosen from that unit's governing body.

d. A member independent school district with an enrollment exceeding 10,000 shall have one (1) representative on the Executive Committee chosen from that independent school district's representatives to the General Assembly.

e. Two members of the Texas Legislature chosen by the other members of the Executive Committee from among the legislators whose districts include all or a portion of the Concho Valley Region shall be voting members of the Committee. Such members shall serve until a successor shall be appointed.

2. Officers.

a. **The** officers of the Executive Committee shall be Chair, Vice-Chair and Secretary. The officers shall be elected annually by the Executive Committee.

b. Should a vacancy occur in the office of the Chair, the Vice-Chair shall become Chair for the balance of the unexpired term. Should a vacancy occur in the office of Vice-Chair, the Secretary shall become Vice-Chair for the balance of the unexpired term. Should a vacancy occur in the office of the Secretary, the Executive Committee shall by simple majority of the members present, elect a new Secretary to serve the balance of the unexpired term.

3. **Quorum.** A quorum of the Executive Committee shall consist of a majority of the total members of the Executive Committee in good standing. Proxies shall be in writing; stating the name of the proxy, date of the meeting and signed by the person giving the proxy with this

stipulation: proxies may only be held by fellow Executive Committee members in good standing. The presiding officer at the meeting shall be the sole judge of the validity of the proxy and shall identify all proxy votes at the beginning of each meeting. Proxies do not count for purposes of a quorum.

4. **Vacancies.** Should any member of the Executive Committee miss three consecutive regular meetings of such Committee without reason satisfactory to the Executive Committee, then the Executive Committee may declare the post vacated. When a vacancy occurs on the Executive Committee by reason or removal, resignation, death, withdrawal from public office, or any other reason, the remaining members of the Executive Committee shall appoint an eligible replacement until the appropriate appointing authority designates a new member.

5. **Voting.** Voting on routine matters in the Executive Committee requires a simple majority of those members present and voting. Proxies may vote at any meeting of the Executive Committee for which they were duly appointed and accepted.

6. **Meetings.** The Executive Committee shall meet at least monthly or on call of its Chairman, or at the direction of the General Assembly, or upon call of at least 10% of the voting membership of the Executive Committee.

7. **Responsibilities.** The responsibilities of the Executive Committee are:

- a. To adopt CVCOG budget and membership fee schedules;
- b. To initiate, advise and aid in the establishment of cooperative arrangements, among local governments in the region;
- c. To propose, initiate, or approve any study, policy discussion, plan, or other CVCOG policy matters;
- d. To resolve questions arising under Article IV.B.1.
- e. To make recommendations to any local governments or other appropriate agencies or entities;
- f. To propose amendments to intergovernmental agreements for ratification of members;
- g. To designate an Applications Review Committee pursuant to Section 204 of the Demonstration Cities and Metropolitan Development Act of 1966, and relevant Executive Orders, in accordance with the guidelines established by the Office of Management and Budget.
- h. To nominate a slate of officers to the General Assembly for approval and election;
- i. To appoint, fix salary of, and remove Executive Director;
- j. To be responsible for prescribing adequate controls for the investment, receipts, disbursement, and accounting for all CVCOG funds.
- k. To review CVCOG's investment policy annually.

- l. To provide for an independent audit annually, with the auditor selected pursuant to a Request for Proposals (RFP) to be released at least every five (5) years. The maximum number of consecutive years that an auditor may provide services shall be five (5).
- m. To provide an opportunity for the state and federal governments and other agencies having interest to participate in CVCOG activities;
- n. To seek and accept contributions and grants-in-aid;
- o. To provide for the duties, responsibilities and powers of officers and staff members;
- p. To execute, approve execution, ratify, confirm, or authorize the execution of any contract or any amendment of any contract in its own right or by and through the Executive Director until such time as the Executive Committee shall by resolution terminate such power;
- q. To provide that the certification of the Executive Director to the termination or non-termination of any power to contract, granted in these Bylaws, shall be conclusive of the same.

ARTICLE V STAFF

The CVCOG shall have staff as provided for by the policy bodies. The Executive Committee shall have authority to appoint and remove the Executive Director and may authorize such other staff positions deemed necessary to carry out the functions of the CVCOG. The Executive Director shall be responsible for coordinating all staff and consultant services provided for to the CVCOG, preparing and administering the Annual work program and budget, employing, retaining, and removing all other personnel as may be necessary, performing all other duties delegated to him by the Executive Committee, including but not limited to the power to execute contracts as hereinafter specified. When time is of the essence, as determined by the Executive Director, said Executive Director shall have the power to execute any and all proper contracts, agreements or amendments of the same, and said contract, agreement, or amendment of the same shall be valid, binding and in full force and effect until such time as the Executive Committee shall by resolution reject it. When time is not of the essence, as determined by the Executive Director, each contract, agreement and/or amendment of the same shall be specifically approved by the Executive Committee by Resolution attached to the same, before the same shall be binding and in full force and effect. The certificate of the Executive Director that time is of the essence and that his contractual powers have not been terminated shall be conclusive of the same. The Executive Committee may require a fidelity bond, or other appropriate insurance of fidelity coverage in such amounts as seem prudent, on designated members of the Executive Committee and staff. The premiums for such bonds or insurance shall be paid by the CVCOG.

ARTICLE VI FINANCE

A. Budget

The annual budget may be prepared in a manner that involves the splitting of the budget into a core budget and a special projects budget. The core budget will be the basic program budget, the benefits of which are received by all members. The special projects budget will include items of special interest and benefit to some of the members, but not necessarily all of them. The special projects budget will be supported by special contributions from those governments which directly benefit from the special project.

B. Authorization to Sign Checks

Checks will be signed by the persons to be designated by the Executive Committee. The Executive Director will certify that the item or the items for which the check is issued are payable and where appropriate will allocate charges to a specific project.

C. Contributed Services

Financial contributions to the CVCOG may take the form of contributed services, the cash equivalent of which can be readily determined.

ARTICLE VII CITIZEN INVOLVEMENT

The solicitation and consideration of citizen viewpoints shall be achieved through the mechanism of citizen advisory committees which shall be designated by and serve at the pleasure of the General Assembly and/or the Executive Committee.

ARTICLE VIII

AMENDMENTS

These Bylaws may be amended (repealed) or added to at regular or special meetings of the General Assembly, provided that ten (10) days in advance of the meeting a written notice shall have been sent to each representative, which notice shall state the amendments or changes which are proposed to be made in such Bylaws. Proposed amendments shall be considered to have passed if two-thirds of the participating representatives vote in the affirmative.

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