



North Central Texas  
Council of Governments

**DRAFT**

NORTH CENTRAL TEXAS COUNCIL OF GOVERNMENTS  
REGIONAL PUBLIC WORKS COUNCIL AND SUBCOMMITTEES

**COUNCIL BYLAWS**

**SECTION 1: PURPOSE**

The North Central Texas Council of Governments (NCTCOG) is a voluntary association of, by, and for local governments, established to assist in regional planning. NCTCOG serves the 16-county area of Collin, Dallas, Denton, Ellis, Erath, Hood, Hunt, Johnson, Kaufman, Navarro, Palo Pinto, Parker, Rockwall, Somervell, Tarrant, and Wise Counties; with membership including counties, cities, school districts, and special districts.

The North Central Texas Council of Governments (NCTCOG) Regional Public Works Council represents the North Central Texas region on public works issues. Originating in 1977 as the Standard Specifications Advisory Committee and evolving into the Public Works Council in 2001, this committee is comprised of individuals with public works and development expertise from local governments and professional associations.

The mission of the Regional Public Works Council (PWC) is to facilitate the delivery of innovative, cost-effective public works services to jurisdictions in the region. The PWC provides a forum for exchanging ideas and initiating actions, pools financial aid and intellectual resources to address specific common needs, establishes uniform standards which produce better products at lower costs, and encourages the development of the public works profession in the region.

NCTCOG staff provides administrative support to the PWC at the discretion of the PWC.

**SECTION 2: COUNCIL MEMBERSHIP**

A. Structure & Representation

The PWC Structure shall consist of membership seats with the following makeup:

- Standing seats are reserved for cities with populations over 100,000. Two seats are designated for each city exceeding a population of 350,000.
- Standing seats are reserved for counties with populations over 400,000.
- 16 seats for 16 subregions adequately representing the remainder of the NCTCOG planning region as depicted on the PWC Subregion Map.
- 5 seats for private sector entities, which can include individuals from relevant industries, professional associations, or other appropriate private entities.

In terms of membership expansion, the number of standing seats will vary based on the population of member cities and counties. Therefore, the size of the Council will vary based on the population of member cities and counties.

## B. Member Qualifications

Representatives on the PWC must have the support and/or documented authorization of the member organization represented. Third party individuals, including contracted engineers, may serve at the discretion of the member entity. Representatives of interests not otherwise serving on the Council may be invited to serve in an ex-officio, non-voting capacity to provide advisory assistance to the PWC.

All member organizations and their representatives shall be subject to the approval of NCTCOG's Executive Board.

## SECTION 3: TERMS OF OFFICE

### C. Appointment *Process / Terms of Office*

Each primary member organization's representative (representative) shall serve a two-year term. The terms will be staggered with:

- Approximately one half of the representatives appointed or re-appointed on even numbered years
- Approximately one half of the representatives appointed or re-appointed on odd numbered years

The term of appointment for each representative of the PWC shall begin October 1 and shall be through September 30 of the second fiscal year.

The officers of the Regional Public Works Council shall be Chair and Vice-Chair. They shall serve a term of one year. NCTCOG staff will solicit nominations for officer positions before the last meeting of the fiscal year. City, county, and subregion representatives are eligible to serve as officers. ~~At~~ Before the last meeting of the fiscal year, Council members will vote according to Section 6.3.

### D. Vacancy

A vacancy occurs when:

- i. A representative becomes incapacitated; or
- ii. A representative resigns (resignations shall be in writing to the NCTCOG staff liaison and the PWC Chair);  
or
- iii. A representative no longer satisfies the qualification requirement; or
- iv. A representative terminates employment with the entity they represent.

In the event of a Council member vacancy, the replacement may be appointed from within the said vacated representative's member organization (within a three-month time period) and shall serve for the remainder of the vacated representative's unexpired term *in an interim capacity*. ~~Otherwise, the PWC and/or NCTCOG staff shall request a nomination from the primary member who previously recommended the prior incumbent member.~~

In the event the Chair is unable to fulfill his/her term, the Vice Chair will assume the responsibilities of the Chair and will serve for the remainder of the unexpired term. A Vice Chair replacement shall be nominated for PWC approval.

If the Chair and Vice Chair are simultaneously unable to fulfill their terms, following a determination by NCTCOG that both the Chair and Vice Chair positions are vacated, the PWC will seek nominations and the

PWC shall elect a new Chair and Vice Chair at the next regularly scheduled meeting to assure continuity of operations.

#### ~~E. Officer Duties~~ E. Attendance / Alternates

Representatives are expected to attend all Council meetings and participate in all assigned PWC subcommittee meetings or other PWC activities.

Members may send designated alternates when necessary to avoid an absence being counted. Designated alternates are individuals identified and appointed by the member organization to represent them. The designee will have the same voting rights as the member. It's the member's responsibility to sufficiently brief the designated alternate on the PWC meeting agenda items.

Attendance records documenting representative absences will be maintained by NCTCOG. NCTCOG staff will distribute attendance records annually in correspondence with Council reappointments, [or at the request of the Council](#). [Meeting attendance will be sent out with re-appointment correspondence information](#). It is the responsibility of the members to sign in to document this attendance at meetings.

A representative's attendance and participation in meetings, subcommittees, and related activities will be evaluated during the PWC member re-appointment process.

If an agency representative ~~accrues two (2) absences at~~ [is absent for 50% or more of the](#) regularly scheduled or other meetings of the full Public Works Council in a twelve (12) month calendar period, a phone call will be made to the primary seat of that agency requesting an active replacement and/or the naming of a new alternate seat. If this phone call does not result in an active replacement and/or the naming of a new alternate seat, a Notice of Inactivity will be sent to the participating agency requesting an active replacement and/or the naming of a new alternate seat.

If no response is received from the member jurisdiction in response to the sent Notice of Inactivity, an additional Notice of Inactivity will be sent to leadership officials of that participating agency, including but not limited to, the political leader of agency.

#### F. Officer Duties

- i. The Chair presides at meetings of the Council. The Chair and NCTCOG staff will solicit input from the Council and will develop agendas for the meetings.
- ii. In case of a tie during a vote, the Chair will be deemed to have the authority to break the tie.
- iii. The Vice-Chair performs the Chair's duties in his/her absence.
- iv. If the Chair and Vice-Chair [and their designated alternates](#) are absent or unable to perform their duties; upon mutual agreement, PWC representatives present will elect a Chair Pro-Tem for that meeting; ~~if none has been chosen by the Chair or Vice Chair prior to the meeting.~~

### ~~SECTION 4: ATTENDANCE~~ (Now in Section 2, Item D)

### ~~SECTION 5 3: MEETINGS~~

#### A. Procedure

The PWC shall meet approximately once every quarter for the purpose of transacting business.

The PWC, and/or its subcommittee, may meet more often in order to accomplish necessary business above and beyond the scope of the regularly scheduled meeting.

## B. Quorum / Voting

Only appointed PWC members or their designated alternate may vote on action items.

The presence of any combination of ~~fifteen (15)~~ eleven (11) or more Council members constitutes a quorum for conducting PWC business. A simple majority vote of the representatives present at a meeting at which a quorum is achieved is necessary to approve a motion by the PWC. Alternatively, electronic communication will be assumed to reach all members, and therefore achieves a quorum for the purpose of electronic business and action.

In the case of a tie during a vote at which a quorum is present, the Chair will be deemed to have the authority to break a tie.

## C. Open Meetings and Records

All meetings of the PWC shall be open to the public.

Summaries of the PWC meetings, documents distributed, and other records are the property of NCTCOG. Copies of summaries from each meeting will be maintained electronically as required by the NCTCOG records retention guidelines.

## D. Conflict of Interest

A representative must disclose any potential conflict of interest<sup>1</sup> to the entire Council when a vote is called for at a regular Council meeting. Any representative with a conflict in which action is being taken, must declare a conflict of interest to the Council prior to a vote, refrain from discussion, and shall recuse themselves from the vote.

### **SECTION 6: VOTING (Now in Section 3, Item B)**

### **SECTION 4: SUBCOMMITTEES**

#### A. Appointment

Standing subcommittees shall consist of volunteers, as approved by the Council, and shall serve for the specific purposes of said standing subcommittee. Current standing subcommittees include the integrated Stormwater Management (iSWM) Subcommittee and the Sustainable Public Rights of Way Subcommittee (SPROW).

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<sup>1</sup> Conflict of Interest is described in Local Government Code Chapter 171 as when: 1) member has a “substantial interest” in a related business entity or real property; 2) that may receive a special economic effect; 3) by a vote or decision of the Council; and 4) special economic effect is distinguishable from the effect on the general public. Substantial Interest is defined as: 1) ownership of 10% or more of voting stock or shares of the business entity; 2) ownership of 10% or \$15,000 or more of the fair market value of the business entity; 3) funds received from the business entity exceed 10% of member’s gross income for previous 12 months; or 4) equitable or legal ownership interest in real property with a fair market value of at least \$2,500.

Ad hoc subcommittees may be appointed by the Chair with the approval of the Council and shall serve for special purposes to comply with special needs. [Council's current ad hoc subcommittee is the Standard Drawings Subcommittee.](#)

B. Duties

Standing subcommittees shall carry out duties developed by subcommittee membership, with approval by the larger Council.

Ad hoc subcommittees shall carry out duties assigned by the larger Council.

C. Terms

Terms of membership on standing subcommittees are on-going.

Terms of membership on ad hoc subcommittees shall be established to achieve the purpose for which the subcommittee was created.

D. Meetings

The method for calling subcommittee meetings shall be the same as that for calling PWC meetings or at the discretion of the subcommittee membership.

**SECTION 7: BUDGET**

**SECTION 5: ANNUAL WORK PROGRAM / BUDGET**

Regional activities are guided by an annual Work Program prepared by the PWC and NCTCOG staff. The Annual Work Program describes projects, goals, and initiatives to be undertaken by the PWC and NCTCOG staff to support the PWC Mission. Public Works Council efforts shall be funded through a cost share program, made up of financial contributions by member governments as well as additional funding approved and supported by the PWC. The Regional Public Works Program cost share calculation will be reviewed by the Council at least once every 5 years beginning in FY 2020. Private sector entities, or other government/industry groups, may sponsor public works activities at the discretion of the Council.

**SECTION 8: SUBCOMMITTEES (Now Section 4)**

**SECTION 11 6: COUNCIL BYLAWS**

Changes to these bylaws can only be made by a positive vote of two-thirds of the PWC's membership [present](#) or by the NCTCOG Executive Board.

[The Regional Public Works Bylaws will be reviewed by the Council at least once every 5 years beginning in FY 2020.](#)

**SECTION 12 7: ROLE OF NCTCOG STAFF**

NCTCOG will serve in an advisory and administrative support capacity to the PWC and Subcommittees. NCTCOG will prepare all meeting notices, agendas and support materials, keep attendance records, record the proceedings of each NCTCOG-hosted meeting, and otherwise provide support functions within the limits of the fiscal resources.

Adopted [Month Date, Year](#) by the Regional Public Works Council