



North Central Texas
Council of Governments

**NORTH CENTRAL TEXAS COUNCIL OF GOVERNMENTS
NORTH TEXAS REGIONAL INTEGRATION OF SUSTAINABILITY INITIATIVES COALITION**

**Bylaws
Adopted April 13, 2020**

SECTION 1: PURPOSE

The North Texas (NT) Regional Integration of Sustainability Efforts (RISE) Coalition represents the North Central Texas region on a variety of sustainability activities including economic, social, and environmental initiatives. Originating in 2014 as the North Central Texas Stewardship Forum, the Committee has evolved into the RISE Coalition and is comprised of individuals with sustainability and environmental expertise from local governments.

The mission of the RISE Coalition, herein referred to as the Coalition, is to bring together North Central Texas (NCT) governmental and quasi-governmental organizations to achieve measurable environmental benefits and emissions reductions that contribute to the vitality of the NCT economy and the quality of life of its residents. The longer-term objective of the Coalition is to establish and communicate successful models of cooperation that integrate stewardship principles within and between local governments, non-governmental organizations, and other stakeholders. The Coalition provides a forum to facilitate regional collaborative efforts to engage local governments on a broader scale, foster peer exchange on key topics, align partner initiatives, leverage regional resources, provide networking and capacity building opportunities, identify funding opportunities for projects, provide mentorship, and communicate Coalition initiatives and/or activities through online and social media.

The North Central Texas Council of Governments (NCTCOG) provides administrative support to the Coalition at the discretion of the Coalition.

SECTION 2: MEMBERSHIP

Coalition membership is open to all NCTCOG members. Members should place regional interests above those of their individual organization for the purposes of the Coalition. The composition of the Coalition can include representation from various sustainability and environmental disciplines and be representative of the region geographically. Coalition members are expected to participate in meetings/events, support goals and activities by providing input, sharing of ideas and knowledge, and if applicable, working with other members to assist in setting and meeting local goals.

Quasi-governmental, local professional organizations, and others may join as non-voting members or attend meetings and activities of the Coalition.

A. Structure & Representation

The Coalition structure shall consist of the following makeup:

- 1. Voting Members:** Voting members must be members of NCTCOG and be paying participants of the RISE Coalition.
- 2. Non-Voting Members:**

- a. Non-Voting Local Government Members who are eligible for NCTCOG membership but are not members of NCTCOG.
- b. Non-voting local governments who are NCTCOG members but are not Coalition paying participants.

3. Participants

- Private Sector and Industry representatives, which can include individuals from relevant industries, professional associations, or other appropriate private entities
- Environmental/Public Interest Groups related to sustainability
- Federal or State Entities (EPA, TCEQ, etc.)
- Representatives of interests not otherwise serving on the Coalition may be invited to serve in ex-officio, non-voting capacity to provide advisory assistance to the Coalition.

B. Member Qualifications

Representatives participating in the Coalition must have the support and/or authorization of the member organization represented. Representatives of interests not otherwise serving on the Coalition may be invited to serve in ex-officio, non-voting capacity to provide advisory assistance to the Coalition.

C. Appointment Process/Terms of Office

Each primary member organization's representative (representative) shall serve a two-year term, after the initial Coalition start-up year (Fiscal Year 2020). The term of appointment for each representative of the Coalition shall begin October 1 and shall be through September 30 of the second fiscal year. A member who is up for reappointment can be re-elected to subsequent terms.

The officers of the Coalition shall be Chair and Vice-Chair. They shall serve a two-year term. The Vice-Chair will ascend to the Chair position once the two-year term is completed. NCTCOG staff will solicit nominations for the open vice-chair position before the last meeting of the fiscal year. Voting members are eligible to serve as officers. Before the last meeting of the fiscal year, Coalition members will vote according to Section 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 Coalition 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 Coalition 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.

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 Coalition 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 Coalition will seek nominations and the Coalition shall elect a new Chair and Vice Chair at the next regularly scheduled meeting to assure continuity of operations.

E. Attendance/Alternates

Representatives are expected to attend all Coalition meetings and participate in all assigned Coalition subcommittee meetings or other Coalition 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 Coalition meeting agenda items.

Attendance records documenting representative absences will be maintained by NCTCOG.

F. Officer Duties

- i. The Chair presides at meetings of the Coalition. The Chair and NCTCOG staff will solicit input from the Coalition 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, Coalition representatives present will elect a Chair Pro-Temp for that meeting.

SECTION 3: MEETINGS

A. Procedure

The Coalition shall meet a minimum of once every quarter for the purpose of transacting business.

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

All Coalition meetings will be offered as in-person meetings, as appropriate, and will provide a conference call option for participation. Meetings held as on-line meetings only will be considered an official meeting of the Coalition.

B. Quorum/Voting

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

The presence of any combination of at least 50% or more Coalition members constitutes a quorum for conducting Coalition 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 Coalition. 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 Coalition shall be open to the public.

Summaries of the Coalition 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 interest¹ to the entire Coalition when a vote is called for at a regular Coalition meeting. Any representative with a conflict in which action is being taken, must declare a conflict of interest to the Coalition prior to a vote, refrain from discussion, and shall recuse themselves from the vote.

SECTION 4: SUBCOMMITTEES

Subcommittees may be appointed by the Chair with the approval of the Coalition and shall serve for special purposes to comply with special needs.

SECTION 5: ANNUAL WORK PROGRAM / BUDGET

Regional activities are guided by an annual Work Program prepared by the Coalition and NCTCOG staff. The Annual Work Program describes projects, goals, and initiatives to be undertaken by the Coalition and NCTCOG staff to support the Coalition mission. Coalition efforts shall be funded through a cost share program, made up of financial contributions by Coalition members as well as additional funding approved and supported by the Coalition. The Coalition cost share calculation will be reviewed by the Coalition in conjunction with development of the Annual Work Program and will be structured in accordance with Appendix 1. Private sector entities, or other government/industry groups, may sponsor Coalition activities at the discretion of the Coalition.

SECTION 6: COALITION BYLAWS

Changes to these bylaws can only be made by a positive vote of a majority of the Coalition's membership present or by the NCTCOG Executive Board.

The Coalition's Bylaws will be reviewed by the Coalition at least once every 5 years beginning in FY 2021.

SECTION 7: ROLE OF NCTCOG

NCTCOG will serve in an advisory and administrative support capacity to the Coalition and Subcommittees. NCTCOG will prepare all meeting notices, agendas and support materials, keep attendance records, record the proceedings of each NCTCOG-hosted meeting, and provide activities in support of the Annual Work Program within the limits of the available fiscal resources.

Adopted April 13, 2020 by the North Texas Regional Integration of Sustainability Efforts Coalition.

¹ 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 Coalition; 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.

COST SHARE AND BUDGET FOR NORTH TEXAS RISE COALITION

2020 Population (NCTCOG Estimates)	Cost-Share
1 million+	\$3,750
750,000 – 999,999	\$3,500
500,000 – 749,999	\$3,000
350,000 – 499,999	\$2,500
200,000 – 349,999	\$2,075
100,000 – 199,999	\$1,625
50,000 – 99,999	\$1,075
25,000 – 49,999	\$ 700
10,000 – 24,999	\$ 500
Less than 10,000	\$ 250
Other Local Government Partners	\$1,000

ANTICIPATED BUDGET FOR FY2021 – FY2023

The RISE Coalition budget is anticipated to be the following for the next three fiscal years:

Fiscal Year	Budget
FY2021	\$20,000
FY2022	\$25,000
FY2023	\$30,000

The completion of the full work program is contingent upon receiving the full amount of funding from participating entities.