



# ***Brazos River Authority Bylaws***

***Presented by  
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Senior Staff Counsel***

***Meeting Date: January 25, 2021***



## ARTICLE FIVE: MEETINGS

**Section 5.01. Regular Meeting Dates.** The Board of Directors shall hold a minimum of four meetings per annum. The initial meeting each year ~~Regular meetings of the Board of Directors~~ shall be held on the last Monday ~~in~~ of the months of January, at which time, the Board of Directors shall adopt a schedule of meetings for the remainder of the year ~~April, July, and October of each year~~. If the Presiding Officer shall deem it necessary or convenient for conducting business of the Brazos River Authority, the date of such meetings may be changed upon notice to all Directors and upon concurrence of a majority of the Directors.



**Section 5.03. Place of Board Meetings.** Meetings of the Board of Directors shall be held in the principal office of the Brazos River Authority. However, upon actual notice to all Directors and with the concurrence of a majority of the Directors, meetings may be held at any other place within the State of Texas. Additionally, meetings may be conducted by videoconference upon authorization by the Presiding Officer or, in that person's absence, the Assistant Presiding Officer, so long as such meetings are held in compliance with the Texas Open Meetings Act.



## ARTICLE EIGHT: COMMITTEES

**Section 8.02. Meetings and Location.** Meetings of Committees of the Board of Directors may be convened upon call by the Presiding Officer of the Committee or, in that person's absence, by the Assistant Presiding Officer of the Committee, or by the Presiding Officer, or by a quorum of the Committee members. Such meetings may be held within the state of Texas, as specified by the person(s) convening the meeting. Additionally, meetings may be held by videoconference upon authorization by the Presiding Officer of the Committee or, in that person's absence, by the Assistant Presiding Officer of the Committee, so long as such meetings are held in compliance with the Texas Open Meetings Act and any other applicable laws.



**Section 8.03. Quorum for Committee Meetings.** A quorum for the transaction of business by a Committee of the Board shall be at least one-third of the voting members of the Committee, ~~including Officers~~. Only the voting members of a Committee are counted toward establishment of a quorum.

In the event that a quorum fails to attend any Committee meeting, the Presiding Officer of the Committee, after opening the meeting, may continue same from day to day without further notice to the Directors until a quorum is present.



**BE IT RESOLVED** that the Board of Directors of the Brazos River Authority hereby approves the following changes to the Brazos River Authority Bylaws:

**In Section 5.01. Regular Meeting Dates, delete the first sentence in its entirety and replace with the following:**

**“The Board of Directors shall hold a minimum of four meetings per annum. The initial meeting each year shall be held on the last Monday of the month of January, at which time, the Board of Directors shall adopt a schedule of meetings for the remainder of the year.”**

**In Section 5.03. Place of Board Meetings, add the following sentence to the end of this section:**

**“Additionally, meetings may be conducted by videoconference upon authorization by the Presiding Officer or, in that person’s absence, the Assistant Presiding Officer, so long as such meetings are held in compliance with the Texas Open Meetings Act.”**



**In Section 8.02. Meetings and Location, add the following sentence to the end of this section:**

**“Additionally, meetings may be held by videoconference upon authorization by the Presiding Officer of the Committee or, in that person’s absence, by the Assistant Presiding Officer of the Committee, so long as such meetings are held in compliance with the Texas Open Meetings Act and any other applicable laws.”**

**In Section 8.03. Quorum for Committee Meetings, add the word “voting” immediately before the word “members” in two places in the first paragraph. Delete the phrase “including Officers” in the first paragraph.**



# Brazos River Authority